

# **7<sup>th</sup> ANNUAL REPORT**

**(Financial Year 2022 - 2023)**

**INLAND & COASTAL SHIPPING LTD**

**(Shipping House 13, Strand Road Kolkata - 700001)**

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## CHAIRMAN'S MESSAGE

Dear Shareholders, Ladies and Gentlemen,

On behalf of the Board of Directors of Inland & Coastal Shipping Ltd, I welcome you all to the 7<sup>th</sup> Annual General Meeting.

India has an extensive network of inland waterways in the form of rivers, canals, backwaters and creeks. Freight transportation by waterways is highly underutilized in the country as compared to developed countries.

India's hinterland connectivity is mainly based on road and rail with domestic waterways - both coastal shipping and inland waterways - playing a limited role. Waterway is found to be a cost effective as well as an environment friendly means of transporting freight.

In India, Inland Water Transport (IWT) has the potential to supplement the over-burdened railways and congested roadways.

Realizing this opportunity and potential, SCI incorporated a wholly owned subsidiary, Inland & Coastal Shipping Limited (ICSL), on 29.09.2016. ICSL had signed an MOU of three vessels viz. M.V. Rabindra Nath Tagore, M.V. Lal Bahadur Shastri and M.V. Homi Bhabha. Presently, M.V. R. N. Tagore and M.V. Lal Bahadur Shastri are operational on NW1 & NW2 respectively while M.V. Homi Bhabha will be taken over by ICSL shortly.

ICSL and IWAI had signed an MOU on 11.03.2022 for takeover of two RO-RO vessels viz. m.v. Gopinath Bordoloi & m.v. Sankar Dev, to promote Inland Waterway transportation with ultimate objective of decongesting already overburdened road & railway network. The take-over arrangements for RO-RO vessels are under process.

The harmonious relationship fostered between Inland Waterways Authority of India (IWAI) and ICSL during this period is highly appreciable and I am sure that together these organizations can take lead in developing robust inland waterways transportation system connecting hinterlands within Indian and also establishing trade connectivity with our neighbouring countries.

With Government's focus and initiatives like Sagarmala, Gati Shakti Plan, NLP etc. for holistic development of Multimodal Transport Sector, Integrated Maritime Transport infrastructure etc., Inland Waterways is surely a new sunrise sector and presents unique opportunity for Indian Shipping companies to leverage its inherent / latent potential.

Your Company has a legacy of fair, transparent and ethical governance practices and it believes that good Corporate Governance is essential for achieving long-term corporate goals and to enhance stakeholders' value. The Report of Directors on Corporate Governance placed in the Directors' Report comprehensively describes the structure and practice of Corporate Governance of your Company. In addition to complying with the requirements of Corporate Governance emanating from various statutes, rules and regulations, your Company is also in compliance with the DPE guidelines

on Corporate Governance except for the Composition of Board of Directors and formation of Committees mandated under DPE guidelines. The Corporate Governance issues are kept in constant focus by the Board of Directors of your Company and your Company complies with the applicable guidelines both in letter and spirit.

I would like to express my gratitude to the Government of India for its support. I wish to thank the Hon'ble Minister of Ports, Shipping and Waterways, Shri. Sarbanand Sonowal and Hon'ble Minister of States for Ministry of Ports, Shipping and Waterways, Shri Shripad Naik and Shri Shantanu Thakur for their leadership and consistent support. I would also like to express my gratitude towards Secretary (MoPSW) for his guidance and support. My sincere thanks are also due to the other officials of the Administrative Ministry, other Ministries and Departments of the Government of India. I would like to convey special thanks to IWAI for their initiatives and support. I also wish to express my special appreciation towards all the stakeholders, my colleagues on the Board of Directors. I also take this opportunity to express my gratitude to all the employees of SCI who are involved in operations of ICSL.

**sd/-**  
**Capt B. K. Tyagi**  
**Chairman and Managing Director**

## **NOTICE**

### **7<sup>th</sup> ANNUAL GENERAL MEETING OF THE INLAND & COASTAL SHIPPING LIMITED**

**NOTICE** is hereby given that the Seventh (7<sup>th</sup>) Annual General Meeting of Inland & Coastal Shipping Limited (“Company/ ICSL”) will be held on **Monday, 11<sup>th</sup> September, 2023 at 1500 hours IST** at the Registered Office of Shipping Corporation of India Limited situated at “Shipping House”, 245, Madame Cama Road, Mumbai - 400021 with the consent of Members for transacting the following businesses:

#### **ORDINARY BUSINESS**

To consider and if thought fit, to pass the following resolutions as Ordinary Resolutions:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March 2023, together with the Report of the Board of Directors and of the Auditors thereon along with the Comments of the Comptroller and Auditor General of India (C&AG) in terms of Section 143(6) of the Companies Act, 2013.

**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2023 and the Reports of the Board of Directors and Auditors thereon along with the Comments of the Comptroller and Auditor General of India (C&AG) in terms of Section 143(6) of the Companies Act, 2013, as circulated to the Shareholders, be and are hereby approved and adopted.

2. To appoint a Director in place of Captain Binesh Kumar Tyagi (DIN: 08966904) Chairman and Managing Director of the Company, who is liable to retire by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

**RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the applicable Rules thereon and other applicable provisions of law, if any, Captain Binesh Kumar Tyagi (DIN: 08966904) Chairman and Managing Director of the Company, who retires by rotation, be and is hereby re-appointed as a Director of the Company at this Annual General Meeting and he shall not by reason of such retire by rotation cease to be a Chairman and Managing Director of the Company.

3. To fix the remuneration of Statutory Auditors for the Financial Year 2023-24.

**RESOLVED THAT** the authority be and is hereby accorded to the Chairman and Managing Director of the Company to fix the remuneration of the Statutory Auditors in accordance with the provisions of the Companies Act, 2013 and all other applicable provisions along with the terms of the appointment order issued in this regard by Comptroller & Auditor General of India (C&AG) and as has been authorized by the Board.

## **SPECIAL BUSINESS BY ORDINARY RESOLUTION**

### **4. Appointment of Shri Vikram Dingley, DIN: 09515547, as a Non-Executive Director of the Company.**

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

**RESOLVED THAT** pursuant to sections 149, 152 and other applicable provision, if any, of the Companies Act, 2013 and rules made thereunder and in accordance with Article 47 of the Articles of Association of the Company as amended from time to time, Shri Vikram Dingley, DIN: 09515547, who was appointed as Additional Director of the Company with effect from 09.09.2022 and who holds the said office pursuant to the section 161 of the Companies Act 2013 up to the date of this Annual General Meeting or the last date on which the Annual General Meeting would have been held for FY 2022-23, whichever is earlier, and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and based on the recommendation of the Board, Shri Vikram Dingley, DIN: 09515547, be and is hereby appointed as an Non-Executive Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any one Director or Company Secretary of the Company be and is hereby severally authorized to sign and submit e-forms with the Registrar and to do such other acts, deeds, matters and things as may be necessary for appointment of Shri Vikram Dingley, DIN: 09515547, as a Non-Executive Director on the Board of the Company.

### **5. Appointment of Shri Natarajan Prakash Subramanya, DIN: 09738001, as a Non-Executive Director of the Company.**

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

**RESOLVED THAT** pursuant to sections 149, 152 and other applicable provision, if any, of the Companies Act, 2013 and rules made thereunder and in accordance with Article 47 of the Articles of Association of the Company as amended from time to time, Shri Natarajan Prakash Subramanya, DIN: 09738001, who was appointed as Additional Director of the Company with effect from 15.09.2022 i.e. from the date of obtaining his DIN and who holds the said office pursuant to the section 161 of the Companies Act 2013 up to the date of this Annual General Meeting or the last date on which the Annual General Meeting would have been held for FY 2022-23, whichever is earlier, and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and based on the recommendation of the Board, Shri Natarajan Prakash Subramanya, DIN: 09738001, be and is hereby appointed as an Non-Executive Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any one Director or Company Secretary of the Company be and is hereby severally authorized to sign and submit e-forms with the Registrar and to do such other acts, deeds, matters and things as may be necessary for the appointment of Shri Natarajan Prakash Subramanya, DIN: 09738001, as a Non-Executive Director on the Board of the Company.

**6. Appointment of Shri Gangadharan Vinod DIN: 09810381 as a Non-Executive Director of the Company.**

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

**RESOLVED THAT** pursuant to sections 149, 152 and other applicable provision, if any, of the Companies Act, 2013 and rules made thereunder and in accordance with Article 47 of the Articles of Association of the Company as amended from time to time, Shri Gangadharan Vinod, DIN: 09810381 who was appointed as Additional Director of the Company with effect from 01.12.2022 i.e. from the date of obtaining his DIN and who holds the said office pursuant to the section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting or the last date on which the Annual General Meeting would have been held for FY 2022-23, whichever is earlier, and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 and based on the recommendation of the Board, Shri Gangadharan Vinod DIN: 09810381 be and is hereby appointed as a Non-Executive Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** any one Director of the Company or Company Secretary of the Company be and is hereby severally authorized to sign and submit e-forms with the Registrar and to do such other acts, deeds, matters and things as may be necessary for the appointment of Shri Gangadharan Vinod, DIN: 09810381, as a Non-Executive Director on the Board of the Company.

**SPECIAL BUSINESS BY SPECIAL RESOLUTION**

**7. To consider and approve Alteration to the Articles of Association of the Company.**

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

**RESOLVED THAT** pursuant to the provisions of Sections 5, 14 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules framed thereunder including any statutory modification(s) or re-enactment thereof, for the time being in force, consent of Members of the Company be and is hereby accorded to the alteration of the Articles of Association (AOA) of the Company, in the manner as set out below:

- (i) To inset a new clause 47A after clause 47 under "Board of Directors" section of Articles of Association which will read as:

“(47A) Notwithstanding anything contained in any other articles, prior approval of the President of India should be obtained in respect of appointment to the posts of Board Level Directors.”

**RESOLVED FURTHER THAT** the Director or the Company Secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite forms with the Registrar of Companies or submission of documents with any other authority, for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto and to settle all questions, difficulties or doubts that may arise in this regard at any stage.”

**BY ORDER OF THE BOARD**

*For Inland & Coastal Shipping Limited*

*sd/-*

**Chairman and Managing Director**

**Capt. Binesh Kumar Tyagi**

**Dated: 25.07.2023**

**Registered Office:**

“Shipping House”

13, Strand Road,

Kolkata -700 001

Encl: Explanatory Statement

**NOTES:**

1. The proceedings of the AGM shall be conducted at the Registered Office of Shipping Corporation of India Limited situated at Shipping House, 245, Madame Cama Road, Mumbai - 400 021 which shall be venue of the AGM.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and a proxy need not be a member of the company.
3. Bodies Corporate, whether a company or not, who are members, may attend through their authorized representatives appointed under Section 113 of the Companies Act, 2013. A Copy of authorization should be deposited with the Company on or before 07.09.2023 till 5 p.m.
4. The Registers of the Directors and Key Managerial Personnel and their shareholding under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the Annual General Meeting.
5. Statement pursuant to section 102(1) of the Companies Act, 2013 (the 'Act') forms part of this Notice.



## **ANNEXURE TO THE NOTICE**

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

#### **Item No. 4 of the Notice**

The following explanatory statement sets out all the material facts relating to special business mentioned in Item No.4 of the accompanying notice dated 25.07.2023 convening the 7<sup>th</sup> Annual General Meeting of the Company.

The Ministry vide its letter dated 09.09.2022 informed appointment of Shri Vikram Dingley on the Board of ICSSL. As per section 161 (1) of the Companies Act, 2013 and Article 47 of the Articles of Association of the Company, the Board of Directors vide resolution passed through circulation on 13.09.2022 has appointed Shri Vikram Dingley DIN: 09515547 as an Additional Director on its Board, provided he holds a valid DIN. Since Shri Vikram Dingley was holding a valid DIN, his date of appointment was effective from 09.09.2022. Further, in terms of the provisions of Section 161(1) of the Act, he would hold office up to date of this Annual General Meeting or the last date on which the Annual General Meeting would have been held for FY 2022-23, whichever is earlier. The Board had recommended his appointment as Non-Executive Director on the Board of Company to the Shareholders, liable to retire by rotation.

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

#### **The information regarding Shri Vikram Dingley are as under:**

<b>Name of the Director</b>	<b>Shri Vikram Dingley</b>
<b>DIN</b>	09515547
<b>Date of Birth and Age</b>	May 13th, 1966, 57 years of Age
<b>Nationality</b>	Indian.
<b>Date of first appointment on the Board</b>	09 <sup>th</sup> September 2022
<b>Qualification</b>	Graduate from National Institute of Technology (NIT) Srinagar with a first class degree in Mechanical Engineering
<b>List of Directorship in Other Companies as on 31.03.2023.</b>	1) The Shipping Corporation of India Limited.

<b>Membership / Chairmanship of Committees of Companies as on 31.03.2023</b>	<u>Member in following Committee of the Shipping Corporation of India Limited:</u> i) CSR Committee ii) Risk Management Committee iii) Stakeholders Relationship Committee iv) Strategy Committee
<b>Disclosure of relationship between Directors/ KMP inter se</b>	There is no relationship between the Directors/ KMP inter se.
<b>Brief Resume</b>	Shri Vikram Dingley graduated from National Institute of Technology Srinagar with a first class degree in mechanical engineering and joined SCI in 1989 and served on board various ships in different ranks rising to the position of Chief Engineer. In 2003, he was absorbed in the shore office of SCI i.e. holding Company and has served in the Technical Services -Ship Building, Tanker Technical and Fleet Personnel departments of SCI in various ranks. He was appointed as Director (Technical & Offshore Services) of SCI on 19 <sup>th</sup> May, 2022 and as Director on the Board of ICSL on 09 <sup>th</sup> September, 2022.
<b>Nature of Expertise in Specific Functional Area</b>	Shri Vikram Dingley has extensive knowledge of the shipping industry with a specialization in new-building projects, ship acquisitions, technical and commercial management of fleet operations and dry-dockings. He was closely associated with new building projects and has extensive on site experience at major Korean shipyards.
<b>Shareholding in ICSL as on 25.07.2023</b>	NIL
<b>No. of Board Meeting attended in FY 2022-2023</b>	02
<b>Terms and conditions of appointment or reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable</b>	The Ministry vide its letter dated 09.09.2022 informed appointment of Shri Vikram Dingley on the Board of ICSL.  Shri Vikram Dingley do not draw any remuneration from the Company.

### **Item No. 5 of the Notice**

The following explanatory statement sets out all the material facts relating to special business mentioned in Item No.5 of the accompanying notice dated 25.07.2023 convening the 7<sup>th</sup> Annual General Meeting of the Company.

The Ministry vide its letter dated 09.09.2022 informed appointment of Shri Natarajan Prakash Subramanya on the Board of ICSL. As per section 161 (1) of the Companies Act, 2013 and Article 47 of the Articles of Association of the Company, the Board of Directors vide resolution passed through circulation on 13.09.2022 has appointed Shri Natarajan Prakash Subramanya DIN: 09738001 as an Additional Director on its Board. His date of appointment was effective from 15.09.2022 i.e from the date of obtaining his DIN. Further, in terms of the provisions of Section 161(1) of the Act, he would hold office up to date of this Annual General Meeting or the last date on which the Annual General Meeting would have been held for FY 2022-23, whichever is earlier. The Board had recommended his appointment as Non-Executive Director on the Board of Company to the Shareholders, liable to retire by rotation.

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

**The information regarding Shri Natarajan Prakash Subramanya are as under:**

<b>Name of the Director</b>	<b>Shri Natarajan Prakash Subramanya</b>
<b>DIN</b>	<b>09738001</b>
<b>Date of Birth and Age</b>	January 22 <sup>nd</sup> , 1965, 58 years of Age
<b>Nationality</b>	Indian
<b>Date of first appointment on the Board</b>	15 <sup>th</sup> September, 2022
<b>Qualification</b>	B.Com., A.C.A.
<b>List of Directorship in Other Companies as on 31.03.2023.</b>	NIL
<b>Membership / Chairmanship of Committees of Companies as on 31.03.2023</b>	NIL
<b>Disclosure of relationship between Directors/ KMP inter se</b>	There is no relationship between the Directors/ KMP inter se.

<b>Brief Resume</b>	Mr. N Prakash Subramanya joined SCI in 1988. He is a graduate in Commerce from the University of Madras and is an Associate member of the Institute of Chartered Accountants of India. He has also cleared the qualifying examinations of the ICMA (erstwhile ICWA) and the Institute of Chartered Shipbrokers (London). He has to his credit professional exposure of more than 3 decades. He also holds position of Chief Financial Officer (CFO) of Shipping Corporation of India Limited.
<b>Nature of Expertise in Specific Functional Area</b>	He has handled finance and internal audit functions and Administrative functions in the branch office of SCI at Chennai and accounting functions of various divisions such as Finance, Treasury and Corporate Accounts in SCI. He is currently, Chief Financial Officer (CFO) of SCI.
<b>Shareholding in ICSL as on 25.07.2023</b>	NIL
<b>No. of ICSL Board Meeting attended in FY 2022- 2023</b>	02
<b>Terms and conditions of appointment or reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable</b>	The Ministry vide its letter dated 09.09.2022 informed appointment of Shri N Prakash Subramanya on the Board of ICSL. Shri N Prakash Subramanya do not draw any remuneration from the Company.

### **Item No. 6 of the Notice**

The following explanatory statement sets out all the material facts relating to special business mentioned in Item No. 6 of the accompanying notice dated 25.07.2023 convening the 7<sup>th</sup> Annual General Meeting of the Company.

The Ministry vide its letter dated 09.09.2022 informed appointment of Shri Gangadharan Vinod on the Board of ICSL. As per section 161 (1) of the Companies Act, 2013 and Article 47 of the Articles of Association of the Company, the Board of Directors vide resolution passed through circulation on 13.09.2022 has appointed Shri Gangadharan Vinod DIN: 09810381 as an Additional Director on its Board. His date of appointment is effective from 01.12.2022 i.e from the date of obtaining his DIN. Further, in terms of the provisions of Section 161(1) of the Act, he would hold office up to date of this Annual General Meeting or the last date on which the Annual General Meeting have been held for

FY 2022-23, whichever is earlier. The Board had recommended his appointment as Non-Executive Director on the Board of Company to the Shareholders, liable to retire by rotation.

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

**The information regarding Shri Gangadharan Vinod are as under:**

<b>Name of the Director</b>	<b>Shri Gangadharan Vinod</b>
<b>DIN</b>	09810381
<b>Date of Birth and Age</b>	April 26th, 1965, 58 Years of Age
<b>Nationality</b>	Indian.
<b>Date of first appointment on the Board</b>	01 <sup>st</sup> December 2022
<b>Qualification</b>	MBA (Marketing), MSC (Shipping Management), WMU, Malmo
<b>List of Directorship in Other Companies as on 31.03.2023.</b>	Not Applicable
<b>Membership / Chairmanship of Committees of Companies as on 31.03.2023</b>	Chairman, ICC Shipping Association (ICCSA)
<b>Disclosure of relationship between Directors/ KMP inter se</b>	There is no relationship between the Directors/ KMP inter se.
<b>Brief Resume</b>	Mr. Vinod Gangadharan, a Management & Maritime specialist by profession, took his Bachelor's Degree in Commerce from Mar Ivanios College, Kerala University and Masters in Business Administration (MBA) from Department of Commerce & Management Studies, University of Calicut. In year 2004, he did a Senior Management Programme at internationally renowned World Maritime University, Malmö, Sweden gaining a Post Graduate Degree, Master of Science (Shipping Management). After a short stint as a Market Analyst in The Kerala Ceramics Ltd., Mr. Vinod joined The Shipping Corporation of India Limited (SCI) in 1992, our holding company. Presently, he is managing SCI worldwide & domestic container services in consortium with leading players in international & domestic sector, along with

	<p>break-bulk &amp; inland water transport services as GM (I/C), Liner &amp; Passenger Services Division of SCI.</p> <p>Prior to this, he held position of Assistant Manager (1992) in Development Finance Department tasked with sourcing &amp; management of finances for facilitating Corporations ship acquisition programme. Subsequently, as a Deputy Manager (1995) he moved to Project Cell undertaking viability studies for acquisition of new building &amp; second hand vessels. Thereafter, in April 2000, as Manager, he joined Plans &amp; Bilateral Department tasked with duties of strategic planning &amp; MOU. Subsequently in 2007, he moved to Regional Office of the SCI in Chennai as General Manager, SCI overseeing inbound/outbound shipping movements into South India (Chennai, Ennore, Katupalli, Krishnapatnam, Bangalore &amp; Hyderabad) on SCI's various container, break-bulk, dry / liquid bulk services.</p> <p>Thereafter, he was elevated to Vice President in 2012, Regional Vice President in 2013 tasked with managing entire operations of Regional Office, and subsequently to GM, Container Services &amp; Marketing in 2018 and to GM (I/C), Liner &amp; Passenger Services Division of SCI in 2022 and as Director of ICSL on 01<sup>st</sup> December 2022.</p>
<p><b>Nature of Expertise in Specific Functional Area</b></p>	<p><b>Industry engagements :</b></p> <ul style="list-style-type: none"> <li>• Member of Executive Committee of The Seafarer's Club, Chennai.</li> <li>• Governing Council of M/s. Tamil Nadu Maritime Academy.</li> <li>• Expert Committee for OEM Procurement of M/s. Poompuhar Shipping Corporation Ltd.</li> <li>• State Level Coordination-Cum-Empowered Committee (SEC) on Mineral Concessions, Department of Geology &amp; Mining, Government of Tamil Nadu.</li> <li>• Academic Council, AMET University.</li> <li>• Chairman, Indian Coastal Conference Shipping Association (ICCSA) &amp; Director (Inland &amp; Coastal Shipping Ltd.)</li> </ul>
<p><b>Shareholding in ICSL as on 25.07.2023</b></p>	<p>NIL</p>
<p><b>No. of Board Meeting attended in FY 2022-2023</b></p>	<p>01</p>

<b>Terms and conditions of appointment or reappointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable</b>	<p>The Ministry vide its letter dated 09.09.2022 informed appointment of Shri Gangadharan Vinod on the Board of ICSL. Shri Gangadharan Vinod do not draw any remuneration from the Company.</p>
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### **Item No. 7 of the Notice**

The following explanatory statement sets out all the material facts relating to special business mentioned in Item No. 7 of the accompanying notice dated 25.07.2023 convening the 7<sup>th</sup> Annual General Meeting of the Company.

Inland and Coastal Shipping Limited (ICSL) is a Government Company under section 2(45) of Companies Act, 2013 and Wholly Owned Subsidiary of Shipping Corporation of India Limited (SCI) which is under the Administrative Control of Ministry of Ports, Shipping and Waterways, Government of India (“MoPSW” / “Administrative Ministry”). Further the functioning of the Company is also subject to various Guidelines and Instructions issued by various Ministries / Departments of Government of India, including but not limited to, Department of Public Enterprises, Department of Personnel and Training, Directorate General of Shipping.

At the time of Incorporation of the Company in 2016, Table F of Schedule I to Sections 4 and 5 of the Companies Act, 2013 which provides for Model Articles of Association of a Company Limited by Shares was adopted.

Furthermore, by virtue that ICSL being a Government Company and Wholly Owned Subsidiary of SCI it is implied that various guidelines issued by Ministries / Departments of Government of India are applicable to ICSL. Therefore, powers regarding appointment to the posts of Board Level Directors are implied to be vested with Administrative Ministry as per above mentioned guidelines of Ministries / Departments and are therefore sought to be recognized in the Constitutional Documents of the Company by altering the Articles of Association in following manner:

(i) To inset a new clause 47A after clause 47 under “Board of Directors” section of Articles of Association which will read as:

“(47A) Notwithstanding anything contained in any other articles, prior approval of the President of India should be obtained in respect of appointment to the posts of Board Level Directors.”

Proposal before the Members:

Considering above facts, circumstances and governing provisions of applicable law, the consent of Members of the Company is sought to insert one clause in the AOA as provided above, by means of a Special Resolution.

The Draft Articles of Association after giving effect to these abovementioned alteration is available for inspection electronically to the members on their request to the Company, members are requested to send an email at [sci.cs@sci.co.in](mailto:sci.cs@sci.co.in) mentioning their name, folio no. with a self-attested PAN card attached to the email.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the Resolution.

The Board recommends the Special Resolution as set out for approval by the Members.

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## **VISION**

To emerge as a team of inspired performers in the field of Inland & Coastal Shipping in the Indian Maritime sector.

## **MISSION**

To serve India's Inland and Coastal shipping trade and be an important player in the field of Indian maritime logistics with focus on:

- Establishing significant presence in the various sectors of Inland and Coastal Shipping business in India.
- Evolving a reliable and cost – effective business models to exploit emerging opportunities in maritime and allied industries.
- Achieving excellence in quality, occupational health, safety and environmental management systems.

## DIRECTORS REPORT

Dear Members,

Your Directors have pleasure in presenting the Seventh (7th) Annual Report of Inland & Coastal Shipping Limited on the working of your Company together with the Audited Financial Statements and Auditors Report thereon and Comments of Comptroller and Auditor General of India (C&AG) for the Financial Year ended 31st March, 2023.

### **1. STATE OF COMPANY'S AFFAIR**

- 1.1 Your Company was incorporated on 29.09.2016 as a Wholly Owned Subsidiary of SCI, with an authorized capital of Rs.10 crores. Paid up equity capital of the company as on date is Rs.1,05,00,000/-.
- 1.2 Inland Water Transport (IWT) is the most energy efficient, cost effective and eco-friendly mode of transport, especially for moving bulk and containerized cargoes. As per World Bank study, IWT has the lowest operational cost of US\$0.015 / ton-km, as compared to US\$0.033/ ton-km for Road and US\$0.02 / ton-km for Rail. Globally, Inland waterways has been recognized and developed as a preferred mode of transportation to leverage these benefits.
- 1.3 Inland Waterways Transport (IWT) Division, Ministry of Ports, Shipping, & Waterways, vide letter dated 27.10.2020, accorded approval for handing over of three Inland Waterways Authority of India (IWAI) owned vessels i.e. (i) m.v. Rabindra Nath Tagore, (ii) m.v. Lal Bahadur Shastri and (iii) m.v. Homi Bhabha to SCI on 'Nil Reserve Price'. Accordingly, a MOU between IWAI & ICSL, for Operation & Management of above mentioned vessels by ICSL was signed on 22.01.2021. ICSL had taken over Operation & Management of m.v. R. N. Tagore w.e.f 22.01.2021 and of m.v. Lal Bahadur Shastri w.e.f 26.02.2021. Operation & Management of third vessel, m.v. Homi Bhabha, will be taken over by ICSL after completion of mandatory formalities.
- 1.4 In an effort to establish scheduled services in NW 1 & NW 2, ICSL is regularly coordinating with stakeholder's viz. shippers, manufacturers, transporters, PSUs, Govt. bodies etc. to explore possibilities of diverting cargo from rail / road mode of transport. M.V. R N. Tagore was deployed on NW1 and has performed six laden voyages up to March 2023 between Kolkata, Patna & Varanasi with various containerized cargoes viz. Edible Oil, Rice, Rice Husk, Faba Beans, Fertilizers etc. The second vessel taken over by ICSL, M.V. Lal Bahadur Shastri, has performed total five laden voyages out of which one voyage was on NW1 & four voyages on NW 2 with bulk cargoes viz., rice, Stone Chips, Coal etc.
- 1.5 Subsequently, ICSL and IWAI signed a second MOU on 11.03.2022 for take-over of two RO-RO vessels viz. M.V. Gopinath Bordoloi & M.V. Sankar Dev by ICSL and said vessels would be taken-over by ICSL shortly.

## **2. SHARE CAPITAL**

Inland and Coastal Shipping Limited (ICSL) was incorporated on 29.09.2016 with an Authorised Share Capital of Rs.100,000,000/-. As on date, the Paid-up Share Capital of the Company is Rs.1,05,00,000/-.

## **3. FINANCIAL PERFORMANCE**

The Financial Statement for the Year ended 31.03.2023 along with notes to the accounts is appended as **Annexure A** to this Report. The Net Loss for the Financial Year 2022-2023, before taxes, amounted to Rs. (68.13) Lakhs. There are no amounts to be transferred to Reserves.

## **4. DIVIDEND AND TRANSFER TO RESERVES**

The Board of Directors of the Company has not recommended any dividend for Financial Year 2022- 2023.

## **5. BOARD OF DIRECTORS**

Kindly refer point no.3 of Corporate Governance Report of this Annual Report for brief details on Board of Directors of the Company. As on 31<sup>st</sup> March 2023, the Company's Board of Directors comprises of four (4) Directors viz. one (1) Chairman and Managing Director (CMD) and three (3) Non-Executive Directors.

## **6. KEY MANAGERIAL PERSONNEL**

Capt Binesh Kumar Tyagi was appointed as Chairman & Managing Director of the Company wef 03.09.2022.

Smt Swapnita Vikas Yadav was appointed as Company Secretary of the Company with effect from 17.03.2021. The Board in its Meeting held on 27.01.2023 appointed Shri Mohammad Firoz as Company Secretary of ICSL with effect from 01.02.2023 consequently, Smt Swapnita Vikas Yadav ceased to be Company Secretary of ICSL with effect from 01.02.2023.

Subsequent to cessation of Shri Mohammad Firoz as Company Secretary wef 27.04.2023, Smt Swapnita Vikas Yadav was appointed as Company Secretary of ICSL with effect from 27.04.2023.

## **7. DETAILS OF SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE**

The Company does not have any Subsidiaries, Joint Venture and Associate Companies.

## **8. MATERIAL CHANGES AND COMMITMENTS**

There have been no material changes & commitments affecting the financial position of the Company, which have occurred between the end of the financial year and date of this report.

## **9. PUBLIC DEPOSITS**

The Company has not accepted any deposit for the period under review.

## **10. DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement of Section 134(5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- a) That in the preparation of the annual accounts for the financial year ended 31.03.2023, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) That the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.
- c) That the Directors have 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) That the Directors had prepared the accounts for the financial year ended 31.03.2023 on a “going concern” basis.
- e) That the Directors, had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **11. PERFORMANCE EVALUATION**

As per notification dated June 5, 2015 issued by the Ministry of Corporate Affairs, the provision related to evaluation of performance of Board, its Committees and individual directors under section 178 (2) of the Companies Act, 2013 is exempted for Government Companies.

#### **12. DECLARATION BY INDEPENDENT DIRECTORS**

Kindly refer point no.8 of Corporate Governance Report of this Annual Report for brief details on declaration by Independent Directors.

#### **13. STATUTORY AUDITOR**

The Comptroller and Auditor General’s intimation about appointment of Statutory Auditors for the Financial Year 2023- 24 is awaited. The Board of Directors in its Meeting held on 26.04.2023 has authorised M/s. R. Rampuria & Company, Chartered Accountants to conduct Limited Review of Q1 of Financial Year 2023-24 as they were appointed as Statutory Auditors of the Company for the Financial Year 2022-23 by the Comptroller and Auditor General of India (C&AG). Accordingly, M/s. R. Rampuria & Company, Chartered Accountants has conducted Limited Review of Q1 of Financial Year 2023-24.

#### **14. STATUTORY AUDITOR REPORT**

The report by the Statutory Auditors viz. M/s. R. Rampuria & Company, Chartered Accountants is enclosed herewith as **Annexure B**. It may be noted that the Statutory Auditors have not reported any fraud under section 143(12) of the Companies Act 2013. There are no qualifications/reservations/ adverse remarks or disclaimers made by the Statutory Auditors in the Audit Report.

**15. AUDIT AND COMMENTS BY COMPTROLLER & AUDITOR GENERAL OF INDIA**

The Comptroller and Auditor General of India (C&AG) has given exemption to M/s Inland and Coastal Shipping Limited from the scope of supplementary audit of the financial statements for the year ended March 31, 2023 vide letter dated 30th June 2023 under section 143(6)(a) of the Companies Act, 2013. The Comments of the C&AG under section 143(6)(b) of the Companies Act 2013 on the financial statements of the Company for the year ended 31.03.2023 is enclosed herewith as **Annexure C**.

**16. PARTICULARS OF LOANS, INVESTMENTS AND GUARANTEE**

The Company has an outstanding position of loan taken of Rs.139.88 Lakhs from parent Company The Shipping Corporation of India Limited which is payable on demand. The Company does not have any investment during the Financial Year ended 31.03.2023. The Company has not given any loans or guarantees during the Financial Year ended 31.03.2023.

**17. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The details of Related Party Transactions are mentioned as Note 28 to the Financial Statements for the Financial Year 2022-23. Particulars of contracts or arrangements with related parties referred to in Section 188 of the Companies Act, 2013, in the prescribed Form AOC-2 is appended as **Annexure D** to this Report.

**18. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT**

The Auditors of the Company has not reported any frauds.

**19. DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The financial performance is commensurate with its operational performance.

**20. DPE CORPORATE GOVERNANCE COMPLIANCE REPORT**

The Company is complying with all the requirements of the DPE Guidelines on Corporate Governance except with regard to composition of the Board as stated in point 5 of this Report. The Compliance Certificate on DPE Guidelines on Corporate Governance issued by the Practising Company Secretary of the Company for FY 2022- 2023 is attached as **Annexure – E**. M/s Ragini Chokshi & Chokshi, Practising Company Secretary in their Certificate has mentioned that:

*“The Company has not complied with the clause 3.1 of DPE Guidelines regarding composition of Directors viz. Functional Directors, Nominee Directors and Independent Directors on the Board of the Company and consequently the Company has not constituted Audit Committee and Nomination and Remuneration Committee.”*

The Company response is as below:

*“The Company being a Government Company and Wholly Owned Subsidiary of SCI the powers to appoint/nominate/ change Directors on the Board of Company are vested with the Administrative Ministry i.e Ministry of Ports, Shipping and Waterways (MoPSW). The Company is taking all appropriate actions in coordination with the Ministry to comply with the said clause.”*

## **21. COMPLIANCE WITH SECRETARIAL STANDARDS**

The Company is complying with the applicable Secretarial Standards 1 and 2 issued by the Institute of Company Secretaries of India and approved by the Central Government under Section 118 (10) of the Companies Act, 2013.

## **22. DETAILS OF VESSELS MANAGED**

ICSL has taken over M.V. R. N. Tagore on 22.01.2021 and M.V. Lal Bahadur Shastri on 26.02.2021. Presently both vessels viz., M.V. R. N. Tagore and M.V. Lal Bahadur Shastri are deployed on NW1 & NW2 respectively. Details of above vessels are as below:

<b>Vessels</b>	M.V. R.N. Tagore	M.V. L.B. Shastri
<b>Vessel Type</b>	Container Vessel	Cargo vessel
<b>Owner</b>	IWAI	IWAI
<b>Year Built &amp; Age</b>	2006 (17 Years)	2004 (19 Years)
<b>Vessel Capacity</b>	16 TEU / 300 MT	300 MT

## **23. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

a) **Eco-friendly & Conservation of Energy:** Inland waterways is the most fuel-efficient, cheaper and environment friendly mode of transportation. As per a World Bank study, IWT mode has lowest operational cost of US\$ 0.015 / ton-km, compared to US\$ 0.033 / ton-km for Road and US\$ 0.02 / ton-km for Rail. Inland waterways help in reducing greenhouse gas emissions as it is more energy efficient than established modes of transport viz. rail / road. Energy consumption per km / ton of transported goods in Inland Waterways is around 50% of consumption by rail transport and around 17% of energy consumption by road transport.

b) **Technology Absorption, Adoption & Innovation:** ICSL has taken over ships on bare boat charter from IWAI and is operating them on NW1 & NW2 route. Since the Company is in nascent phase of its operations, this aspect would be suitably explored in future.

## **24. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Statutory Auditors in their report dated 27.04.2023 have stated as follows:

*'In our opinion, the company has, in all material aspects an adequate internal financial control system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2023, based on the internal controls on 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.'*

## **25. ANTI-SEXUAL HARASSMENT**

The employees of SCI are managing and handling operations of ICCL. As on 31.03.2023 the Company do not have any employee including women employee. Therefore, the provisions of the act are presently not applicable to the Company and same shall be complied with as and when applicable.

## **26. MANAGEMENT DISCUSSION AND ANALYSIS**

### **(i) Industry Structure and Developments:**

India has an extensive network of inland waterways in form of rivers, canals, backwaters and creeks. As compared to developed countries, movement of goods by Inland Water Transport is highly underutilized and has not gained momentum in India, although Waterways is cost effective and environmental friendly means of transport.

In heydays of steam navigation, steamers used to ply from Kolkata to as far upstream as Garhmukteshwar on the Ganga and Agra on the Yamuna. They also used to ply via the Ganga-Brahmaputra linkage as far as Sylhet in Bangladesh and Assam in India. River cargo services entered a period of gradual decline after 1890s, which ultimately led to a downturn in traffic movement in early 1930's. Primary factors responsible for this trend were decline in navigability on river Ganga above Mirzapur and increased competition from alternate modes of transport viz. rail and road transportation.

India's hinterland connectivity is mainly based on road and rail network with domestic waterways, both coastal shipping and inland waterways, playing a limited role. Share of Inland water Transport in developed countries like USA, Holland, China etc. are of the order of 8% to 20% of total Inland cargo, and the share in India is around 2%. Most Waterways suffer from navigational hazards like shallow water, narrow width during dry season, heavy silting, shifting of channels, bank erosions etc. As a result only about half the river length of 5,200 Km of major rivers and 485 Km of canals is suitable for mechanized craft.

### **(ii) Strengths**

- Inland Waterways has the potential to be Cost effective, fuel efficient, environment friendly and high employment generating mode of transport.

- Moving cargo through waterways helps in reducing the level of congestion on road and rail networks.
- It has bigger parcel size capacity & can carry much larger quantities of heavy and bulk goods such as Coal, Timber, Fertilizers, Fly ash, Stone chips etc.
- Risks of accidents and breakdowns, in this form of transport, are minimum as compared to any other form of transport.
- Movement of cargo through IWT boosts up socio-economic development of hinterlands.

(iii) **Weakness**

- Inadequate depth (LAD) in navigational channels
- Inadequate Port & Terminal Infrastructure
- High Container Handling Charges at IWA Terminals Managed by Private Operators.
- Limited Night Navigation Facilities.
- High Cost of First / Last Mile Connectivity.
- Higher Transit Time in comparison to Road / Rail Transport. Absence of Night Navigation further increases the transit delivery time.
- Air Draft Restrictions
- Non-availability of experienced and skilled ship staff / crew.

(iv) **Opportunities:**

- Green Transport Corridors / Zero Carbon Emission norms are emerging as mandatory targets throughout the world. Therefore, Govt. of India is focussing / prioritizing on developing this mode of transport.
- Traffic on NW-1 is projected to increase from 6.79 million tonnes (FY 18-19) to 27 million tonnes (FY 22-23).
- Fairway Development and maintenance.
- Ship Building and Repair facilities – Cargo / Cruise / Dredger / Survey vessels etc.
- Terminal Operations – Opportunity for O&M of terminals.
- River Cruise Tourism.
- Deploying wide bodied / flat bottomed vessels with low draft requirement and higher cargo carrying capacity would be commercially viable on NW1 & NW2.
- Strong prospect in IBP protocol route for movement of Fly Ash, Rice, Textiles, Consumer Goods etc.

(v) **Threats**

- Despite ICSL providing cost effective and environmental friendly mode of transport, due to emerging concept of door to door logistics with faster delivery times by competing modes of road & rail transport continue to be threat to IWT.
- Dredging operations can damage river bed, and can lead to change in habitats for various aquatic flora and fauna. Other environmental concerns include pollution due to oil and diesel from vessels, leakage and spilling of cargo etc.



- Longer gestation period & suboptimal returns do not lend itself for unleashing entrepreneurial activity / latent potential of IWT.

(vi) **Segment-wise or Product-wise Performance:**

No comparable data is available within the industry as the industry is in a nascent stage of development.

- (vii) **Outlook:** ICSL during its engagement with various cargo interests identified several critical areas of concern, such as high transit time and cargo handling costs, lack of adequate infrastructure for handling heavy cargo / containers, requirement of multiple handling, difficulty in first mile / last mile connectivity, seasonal nature of IWT due to variations in LAD etc. which needs to be addressed on priority for making IWT a viable & alternative mode of transport. Above challenges limit the scope of modal shift from well-established and efficient modes of rail and road transport to transport through IWT. However, going forward with land side / river side developments taking place under aegis of GOI, outlook for this eco-friendly, sustainable & cost effective alternate mode of transport looks promising.

- (viii) **Risks & Concerns:** Presently, Inland waterways industry in India is still in its nascent stage. Consequently, ICSL continues to face basic operational and infrastructural bottlenecks. Therefore, it may take longer time for ICSL to establish itself into a major Inland waterway operator and realize its full potential.

- (ix) **Internal Control Systems & Their Adequacy:** SCI's manpower is engaged for managing ICSL operations in addition to their present assignments as mandated by SCI Management. As an interim control measure and till such time a specific & bespoke DOPO is finalized for ICSL, financial / operational oversight is provided by applying SCI's DOPO guidelines. Release of funds to ICSL for meeting expenses incurred on a Monthly basis, is based on Management mandated protocol for exercising effective control.

- (x) **Environmental Protection & Conservation, Technological Conservation, Renewable Energy Developments, Foreign Exchange Conservation:** ICSL complies with Indian Vessels Act of 1917(amended in 2007) which deals with survey and registration of inland vessels, removal of obstructions in navigation, carriage of goods and passengers, prevention and control of pollution etc.

**27. SIGNIFICANT & MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS, TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE**

There are no significant or material orders passed by the Regulators or Courts or Tribunals which would impact the "Going Concern" status of your Company and its future operations for the FY 22-2023.

**28. MATERIAL DEVELOPMENTS IN HUMAN RESOURCES, INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

The Company do not have any employee on its payroll as on 31.03.2023. The employees of SCI are managing and handling operations of ICSL under the agreement between SCI and ICSL for operations, manning and management of ICSL Vessels.

**29. REPORT ON COROPRATE GOVERNANCE**

A report on Corporate Governance as stipulated in the DPE Guidelines on Corporate Governance, 2010 forms part of the Annual Report.

**30. ANNUAL RETURN**

Pursuant to Section 134(3)(a) read with Section 92(3) of the Companies Act, 2013 Annual Return of the Company is placed on the website of SCI under following path [www.shipindia.com](http://www.shipindia.com)  
→ Subsidiaries → ICSL → Annual Return or on  
[https://www.shipindia.com/page/icsl\\_page/icsl\\_annual\\_return](https://www.shipindia.com/page/icsl_page/icsl_annual_return)

**31. AUDIT QUALIFICATIONS**

There are no qualifications/reservations/ adverse remarks or disclaimers made by the Statutory Auditors in the Audit Report on the Financial Statements of the Company for the year ended 31.03.2023. Further, the Comptroller and Auditor General of India (C&AG) has given exemption to M/s Inland and Coastal Shipping Limited from the scope of supplementary audit of the financial statements for the year ended March 31, 2023 vide letter dated 30th June 2023 under section 143(6)(a) of the Companies Act, 2013.

**32. RISK MANAGEMENT POLICY**

ICSL considers on-going risk management to be a core component of Management of the Company, and understands that Company's ability to identify and address risk is central to achieving its corporate objectives. Risk management is a holistic, integrated, structured and disciplined approach to managing risks with the objective of maximizing stakeholder's value. It aligns strategy, processes, people & culture, technology and governance with purpose of evaluating & managing uncertainties faced by organization while creating value.

The Board of Directors at their Meeting held on 28.10.2022 had approved the Risk Management Plan. The Company's Risk Management Policy ("the Policy") outlines program implemented by Company to ensure appropriate risk management within its systems and culture. The detailed outline is mentioned in the Corporate Governance Report appended to this Annual Report.

**33. WHISTLE BLOWER POLICY**

Kindly refer point no.14 (c) of Corporate Governance Report of this Annual Report for brief details on Board of Directors of the Company.

**34. APPOINTMENT AND REMUNERATION OF DIRECTORS**

Appointment, terms and conditions of remuneration of Directors are determined by the Administrative Ministry i.e. MoPSW. The Directors of the Company do not draw remuneration

from the Company. Except for remuneration drawn by the Directors in their official capacity from holding company for their respective positions in the holding Company i.e. SCI, the Directors have or had no material pecuniary relationship with the Company, its holding, subsidiary or associate company, or their promoters, or directors, if any, during the three immediately preceding financial years or during the current financial year;

**35. INSOLVENCY AND BANKRUPTCY CODE**

During the year, the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016, along with their status was “NIL”.

**36. CORPORATE SOCIAL RESPONSIBILITY**

The obligation with respect to Corporate Social Responsibility is not applicable to the Company as per Companies Act, 2013 and DPE Guidelines on Corporate Governance.

**37. ACKNOWLEDGEMENTS**

Your Directors extend their gratitude to Shri Sarbanada Sonowal, Honourable Minister of Ports, Shipping and Waterways, Shri Shripad Naik and Shri Shantanu Thakur, Hon’ble Ministers of State for Ports, Shipping and Waterways for their support and guidance in managing the affairs of the Company. Your Directors also extend their gratitude to Secretary (Shipping) Ministry of Port, Waterways and Shipping for guidance. Your Directors also wish to express their thanks to the officials in the Ministry of Port, Waterways and Shipping and Inland Waterways Authority of India for unstinted support given by them in various matters concerning the Company.

Your Directors would also like to convey their thanks to Inland Waterways Authority of India (IWAI), other Ministries, Trade Organizations, and Shippers’ Councils, who have played a vital role in the continued success of your Company.

The Directors thank the shareholders, other stakeholders and valued customers for the continued patronage extended by them to your Company.

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## REPORT ON CORPORATE GOVERNANCE

### 1. COMPANY'S PHILOSOPHY

The Company is committed in adopting best governance practices applying sound management systems and adhering to compliance with laws in a highly transparent and ethical manner.

### 2. ICSL CODE OF CONDUCT

The Company's Board of Directors adopted the "Code of Business Conduct & Ethics for Board Members" ("Code"). The Code is in alignment with the Company's vision and values to achieve the Mission & Objectives and aims at enhancing ethical and transparent processes in managing the affairs of the Company. The Board Members have affirmed compliance to this Code and a declaration to this effect signed by the Chairman and Managing Director of the Company is provided at the end of this Report.

### 3. BOARD OF DIRECTORS

#### a) Composition of Board of Directors:

Inland & Coastal Shipping Limited (ICSL) being Wholly Owned Subsidiary of the Shipping Corporation of India Limited, a Navratna Central Public Sector Enterprise (CPSE), is managed and controlled by its Administrative Ministry viz. Ministry of Ports, Shipping and Waterways (MoPSW).

MoPSW informed that Chairman and Managing Director of SCI will continue to be Chairman and Managing Director of ICSL. Consequently, Capt. Binesh Kumar Tyagi holds position of Chairman and Managing Director of ICSL w.e.f 03.09.2022. Further vide letter dated 09.09.2022 the Ministry conveyed appointment of Shri Vikram Dingley, Shri Gangadharan Vinod on the Board of ICSL, and appointment of Shri Natarajan Prakash Subramanya in place of Late Shri Lawrence C. Serrao. The date of appointment of Shri Vikram Dingley is 09.09.2022, Shri Natarajan Prakash Subramanya is 15.09.2022 and of Shri Gangadharan Vinod is 01.12.2022.

Smt. H K Joshi, CMD, ICSL superannuated from the services of SCI on 31.05.2022 and consequently she ceased to be on the Board of ICSL w.e.f. 01.06.2022. Shri P. K. Gangopadhyay superannuated from the services of SCI on 30.11.2022 consequently he ceased to be on the Board of ICSL w.e.f. 01.12.2022. The Board of the Company was informed in its Meeting held on 28.10.2022 regarding sudden demise of Late Shri Lawrence C. Serrao on 29.09.2022 who was holding the position of Director on the Board of the Company till 14.09.2022. Currently, as per DPE Guidelines on Corporate Governance, ICSL does not have optimum combination of Directors on its Board. The Company is undertaking all necessary steps in coordination with appropriate authority to comply with DPE Guidelines.

As on 31<sup>st</sup> March 2023, the Company's Board of Directors comprises of four (4) Directors viz. one (1) Chairman and Managing Director (CMD) and three (3) Non-Executive Directors.

The particulars of the Directors during Financial Year 2022- 2023 are as follows:

Sr. No.	Name	Category	Date of Appointment	Date of Cessation	Remarks (only in case of Cessation)
1)	Capt. Binesh Kumar Tyagi	Chairman and Managing Director	20.11.2020 – as Director 03.09.2022 – as CMD	NA	NA
2)	Smt H. K. Joshi	Chairperson and Managing Director	29.09.2016 – as Director 28.12.2021 – as CMD	01.06.2022	Superannuation
3)	Shri Prabir Kumar Gangopadhyay	Non-Executive Director	21.09.2021	01.12.2022	Superannuation
4)	Shri Vikram Dingley	Non-Executive Director	09.09.2022	NA	NA
5)	Late Shri Lawrence C Serrao	Non-Executive Director	23.11.2020	15.09.2022	Nomination withdrawn by appointing Authority vide letter dated 09.09.2022
6)	Shri Natarajan Prakash Subramanya	Non-Executive Director	15.09.2022	NA	NA
7)	Shri Gangadharan Vinod	Non-Executive Director	01.12.2022	NA	NA

**b) Number of other Board Committees in which Directors of the Company (he/ she) is a Member or Chairperson as on 31<sup>st</sup> March 2023**

Sr. No	Name	Category	Number of other Boards in which he/ she is a Director	Number of other Board committees in which she / he is a Member or Chairperson*
1)	Capt. Binesh Kumar Tyagi	Chairman and Managing Director	a) The Shipping Corporation of India Limited – CMD and	a) The Shipping Corporation of India Limited <u>Chairperson:</u> i) CSR Committee ii) Strategy Committee <u>Member:</u>

Sr. No	Name	Category	Number of other Boards in which he/ she is a Director	Number of other Board committees in which she / he is a Member or Chairperson*	
			Additional Charge of Director (L&PS). b) Shipping Corporation of India Land and Assets Limited - CMD c) India LNG Transport Company No.1, 2 and 3 Limited d) India LNG Transport Company No.4 Private Limited	i) Finance Committee ii) Stakeholders Relationship Committee iii) Risk Management Committee  b) North of England c) ABS India National Committee d) South Asia Committee of DNV GL e) South Asia Advisory Committee of Lloyds Register of Shipping f) Indian Committee of Nippon Kaiji Kyoki	Board Member Chairperson & Member Member Member Member
2)	Shri Vikram Dingley	Non-Executive Director	The Shipping Corporation of India Limited	The Shipping Corporation of India Limited	<u>Member:</u> i) CSR Committee ii) Risk Management Committee iii) Stakeholders Relationship Committee iv) Strategy Committee
3)	Shri Natarajan Prakash Subramanya	Non-Executive Director	NIL		

Sr. No	Name	Category	Number of other Boards in which he/ she is a Director	Number of other Board committees in which she / he is a Member or Chairperson*	
4)	Shri Gangadharan Vinod	Non-Executive Director	NIL	Indian Coastal Conference Shipping Association (ICCSA)	Chairman – Nominee of SCI.

\*Details of Directorship/ Committee Membership are based on the latest disclosures received from the Directors. Further, Directors do not have any pecuniary relationships/ transactions with the Company.

**c) Details of Board Meetings held during the financial year:**

During the financial year 2022- 2023, five (05) meetings of Board of Directors were held on following dates 26<sup>th</sup> April 2022, 28<sup>th</sup> July 2022, 19<sup>th</sup> August 2022, 28<sup>th</sup> October 2022 and 27<sup>th</sup> January 2023. The maximum interval between two consecutive Board Meetings was not more than 120 days as provided under Companies Act, 2013.

**d) Attendance of each Director at the Board Meetings during financial year 2022-2023 and the last Annual General Meeting (AGM)**

Sr. No.	Name	Category	No. of Board Meetings which were entitled to attend during FY 2022-2023	No. of Board Meetings attended during FY 2022-2023	Attendance at last AGM held on 27.09.2022
1.	Capt. Binesh Kumar Tyagi	Chairman and Managing Director	05	05	Yes
2.	Smt H. K. Joshi	Chairperson and Managing Director	01	01	NA
3.	Shri Prabir Kumar Gangopadhyay	Non-Executive Director	04	04	Yes
4.	Shri Vikram Dingley	Non-Executive Director	02	02	NA
5.	Late Shri Lawrence C. Serrao	Non-Executive Director	03	00	NA
6.	Shri Natarajan Prakash Subramanya	Non-Executive Director	02	02	NA
7.	Shri Gangadharan Vinod	Non-Executive Director	01	01	NA

**e) Details of Directors Shareholding:**

- a) Capt. Binesh Kumar Tyagi holds one (1) share of the Company as nominee of SCI.
- b) Shri P. K. Gangopadhyay was holding one (1) share of the Company as nominee of SCI. Pursuant to his Superannuation on 30.11.2022 his shareholding in the Company was transferred to Shri Atul Ubale, Director (Bulk Carrier & Tanker), SCI as nominee of SCI in accordance with Ministry Letter dated 16<sup>th</sup> December 2022.

**4. AUDIT COMMITTEE**

The Ministry of Ports, Shipping and Waterways (“MoPSW”) vide letter 07.03.2022 has clarified that DPE Guidelines on Corporate Governance are applicable to all CPSEs including its subsidiary Companies. Inland & Coastal Shipping Limited (ICSL) is the Wholly Owned Subsidiary of Shipping Corporation of India Limited (SCI). Hence, the DPE Guidelines on Corporate Governance are applicable to ICSL from the date of receipt of such clarity i.e., 07.03.2022. After the appointment of the required Directors on the Board by MoPSW, a qualified and independent Audit Committee will be constituted. The Company is undertaking all necessary steps in coordination with appropriate authority to comply with applicable laws.

**5. REMUNERATION COMMITTEE**

The Ministry of Ports, Shipping and Waterways (“MoPSW”) vide letter 07.03.2022 has clarified that DPE Guidelines on Corporate Governance are applicable to all CPSEs including its subsidiary Companies. Inland & Coastal Shipping Limited (ICSL) is the Wholly Owned Subsidiary of Shipping Corporation of India Limited (SCI). Hence, the DPE Guidelines on Corporate Governance are applicable to ICSL from the date of receipt of such clarity i.e., 07.03.2022. After the appointment of the required Directors on the Board by MoPSW, a Remuneration Committee will be constituted. The Company is undertaking all necessary steps in coordination with appropriate authority to comply with applicable laws.

Further, Ministry of Corporate Affairs (MCA) vide notification dated 05th July 2017 had amended the Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 which states that unlisted public companies in the nature of wholly owned subsidiary of Public Companies are exempted from the requirement of constituting Nomination and Remuneration Committee. Hence, as per above stated laws your Company is exempted from said requirement.

**6. RISK MANAGEMENT**

**(a) Development & Implementation of Risk Management Policy:**

ICSL considers on-going risk management to be a core component of Management of the Company, and understands that Company’s ability to identify and address risk is central to achieving its corporate objectives. Risk management is a holistic, integrated, structured and disciplined approach to managing risks with the objective of maximizing stakeholder’s value. It aligns strategy, processes, people & culture, technology and governance with purpose of evaluating & managing uncertainties faced by organization while creating value. The Company’s Risk Management Policy (“the Policy”) outlines program implemented by Company to ensure appropriate risk management within its systems and culture.



(b) **Risk Identification:**

All risks that have been identified shall be categorised under following risk categories viz. Strategic, Operational, Reporting and Compliance risk.

(i) **Strategic Risk:** Risk of loss resulting from business factors. These risks adversely affect achievement of strategic objectives and may impair overall enterprise value. Examples include:

- Loss of business & market share.
- Financial risks.
- Loss of Reputation.
- Tonnage Acquisition and Ship disposal challenges.
- Cyber & Information Technology Security risk.
- Risk arising due to Epidemics / Pandemics.

(ii) **Operational Risk:** Risk of loss resulting from inadequate infrastructure, support systems or sub-optimal processes, personnel and information & operating systems. Examples includes:

- Inadequate River Depth (LAD).
- Inadequate night navigation facility.
- Non-availability of suitable Terminal Facilities / Cranes etc.
- First & Last Mile connectivity issues.
- Increase in voyage days due to floating bridge handling and slow down of speed in upstream navigation.
- Increase in bunker consumption due to increase in number of voyage days.
- Low vessel utilisation due to draft restriction.

(iii) **Reporting Risk:** Risk of inadequate internal or external reporting due to wrong financial as well as non-financial information in feasibility reports / pilot studies etc. owing to limited or non-availability of comparable operational / financial data / information with-in the industry as the industry is in a nascent stage of development. Examples includes:

- Inaccurate reporting of business prospects, cost / revenue parameters, operational conditions, financial results etc.
- Reporting of any other incorrect information.

(iv) **Compliance Risk:** Risk of loss resulting from legal and regulatory factors. Examples includes difficulty in closing various observations etc. due to non-availability of peer comparison, industry reports, benchmarks, standards etc.

## **7. TRAINING OF BOARD MEMBERS / FAMILIARISATION PROGRAM**

The Board of Directors at their Meeting held on 27.01.2023 approved the Training Policy for Board Members. Currently the Directors/ Officers of SCI are holding the post of Directors on the Board of ICSL, hence no separate training is required in view that the Directors are well versed with the operations of the Company. Thus, the need to conduct a training/ familiarization program was not required during the Financial Year 2022- 2023.

## **8. DECLARATION BY INDEPENDENT DIRECTORS**

Ministry of Corporate Affairs (MCA) vide notification dated 05th July 2017 had amended the Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 which states that unlisted public companies in the nature of wholly owned subsidiary of Public Companies are exempted from the requirement of appointing Independent Directors on their Board. Accordingly, as per Companies Act, 2013 and rules made thereunder ICSL is exempted from the requirement of appointing Independent Directors on the Board.

However, as per DPE's Guidelines on Corporate Governance the Board of Directors of the Company shall have an optimum combination of Functional, Nominee and Independent Directors. Currently, as per DPE Guidelines on Corporate Governance, ICSL does not have optimum combination of Directors on its Board. The Company is undertaking all necessary steps in coordination with appropriate authority to comply with DPE Guidelines.

## **9. DIRECTORS REMUNERATION**

Appointment, terms and conditions of remuneration of Directors are determined by the Administrative Ministry i.e. MoPSW. The Directors of the Company do not draw remuneration from the Company. Except for remuneration drawn by the Directors in their official capacity from holding company for their respective positions in the holding Company i.e. SCI, the Directors have or had no material pecuniary relationship with the Company, its holding, subsidiary or associate company, or their promoters, or directors, if any, during the three immediately preceding financial years or during the current financial year;

## **10. GENERAL BODY MEETINGS**

### **7<sup>th</sup> Annual General Meeting Date, Time & Venue:**

**Monday, 11<sup>th</sup> September, 2023 at 1500 hours IST** at the Registered Office of the Shipping Corporation of India Limited, Mumbai.

### **(a) Details of last three Annual General Meetings are as follows:**

<b>Year</b>	<b>Location</b>	<b>Date and Time</b>	<b>Special Resolutions passed thereat</b>
2021- 2022	Registered office of the Shipping Corporation of India Limited, Mumbai	27.09.2022 at 1400 hours	No
2020- 2021	Registered office of the Shipping Corporation of India Limited, Mumbai	17.08.2021 at 1630 hours	No
2019- 2020	Registered office of the Shipping Corporation of India Limited, Mumbai and also through Audio-Video Conferencing	08.09.2020 at 1230 hours	No

**(b) Details of Extra-Ordinary General Meeting**

Year	Location	Date and Time	Special Resolutions passed thereat
2021- 2022	Registered office of the Shipping Corporation of India Limited, Mumbai	27.10.2021 at 1700 hours	Yes

**11. Shareholding Pattern as on 31st March 2023.**

Sr. No.	Name of Shareholder	Number of Shares held	Amount (In Rs.)
1	The Shipping Corporation of India Limited	10,49,998	104,99,980/-
2	Capt. Binesh Kumar Tyagi	01	10/-
3	Shri Atul Ubale*	01	10/-
	<b>Total</b>	<b>10,50,000</b>	<b>10,500,000/-</b>

\*Shri P. K. Gangopadhyay was holding one share of the Company as nominee of SCI. Pursuant to his Superannuation on 30.11.2022 his shareholding in the Company was transferred to Shri Atul Ubale, Director (Bulk Carrier & Tanker), SCI as nominee of SCI in accordance with Ministry Letter dated 16<sup>th</sup> December 2022.

**12. AUDIT QUALIFICATIONS**

There are no qualifications/reservations/ adverse remarks or disclaimers made by the Statutory Auditors in the Audit Report on the Financial Statements of the Company for the year ended 31.03.2023. Further, the Comptroller and Auditor General of India (C&AG) has given exemption to M/s Inland and Coastal Shipping Limited from the scope of supplementary audit of the financial statements for the year ended March 31, 2023 vide letter dated 30th June 2023 under section 143(6)(a) of the Companies Act, 2013.

**13. MEANS OF COMMUNICATION**

- a) **Website, News release, Presentation etc:** The official news release are displayed on the website under following path [www.shipindia.com](http://www.shipindia.com) → Subsidiaries → ICSSL or direct link [https://www.shipindia.com/page/icsl\\_page](https://www.shipindia.com/page/icsl_page)
- b) **Annual Reports:** Annual Report of the Company inter-alia, contains the Audited Financial Statements, Directors Report, Auditors Report, Comments of the Comptroller and Auditor

General of India, Report on Corporate Governance and Management Discussion and Analysis (MD&A) Report.

The Annual Reports and Financial Statements of ICSL is available on the website under following path [www.shipindia.com](http://www.shipindia.com) → Subsidiaries → ICSL or direct link [https://www.shipindia.com/page/icsl\\_page](https://www.shipindia.com/page/icsl_page)

- c) **Company Secretary:** The Company has appointed Smt. Swapnita Vikas Yadav, Company Secretary of the Company with the effect from 17.03.2021. The Board at its Meeting held on 27.01.2023 appointed Shri Mohammad Firoz as Company Secretary of ICSL with effect from 01.02.2023 consequently, Smt Swapnita Vikas Yadav ceased to be Company Secretary of ICSL with effect from 01.02.2023. Subsequent to cessation of Shri Mohammad Firoz as Company Secretary with effect from 27.04.2023, Smt Swapnita Vikas Yadav was appointed as Company Secretary of ICSL with effect from same date.

#### 14. **DISCLOSURES**

- a) **Related Party Disclosure:** There are no materially significant related party transactions that may have potential conflict with the interests of company at large. As per DPE Guidelines there is no significant related party transactions of Board Members where they have personal interest.
- b) **Compliance of DPE Guidelines on Corporate Governance:** The Ministry of Ports, Shipping and Waterways (“MoPSW”) vide letter 07.03.2022 has clarified that DPE Guidelines on Corporate Governance are applicable to all CPSEs including its subsidiary Companies. Inland & Coastal Shipping Limited (ICSL) is the Wholly Owned Subsidiary of Shipping Corporation of India Limited (SCI). Hence, the DPE Guidelines on Corporate Governance are applicable to ICSL from the date of receipt of such clarity i.e., 07.03.2022. As on 31<sup>st</sup> March, 2023, the Board of ICSL consists of total four (4) Directors comprising of one (1) Chairman and Managing Director viz. Capt. Binesh Kumar Tyagi and three (3) Non-Executive Directors viz Shri Vikram Dingley, Shri N Prakash Subramanya and Shri G. Vinod. Currently, as per DPE Guidelines on Corporate Governance, ICSL does not have optimum combination of Directors on its Board. The Company is undertaking all necessary steps in coordination with appropriate authority to comply with DPE Guidelines. Further, no penalty has been imposed by the Statutory Authority on any matter related to any guidelines issued by Government, during the last three years.
- c) **Whistle Blower Policy:** Currently, the Directors/ Officers of SCI are also working for ICSL. A Whistle Blower Policy has been formulated by our holding/ parent Company viz. SCI which was last reviewed and amended on 03<sup>rd</sup> February 2023. The Company does not have its own Whistle Blower Policy.

- d) **Items of expenditure debited in books of accounts, which are not for the purposes of the business:** NIL
- e) **Expenses incurred which are personal in nature and incurred for the Board of Directors and Top Management:** NIL
- f) **Details of Administrative and office expenses as a percentage of total expenses vis-a-vis financial expenses and reasons for increase:**

(Rs. in Lakhs)

Expenses	FY 2021-2022	%	FY 2022-2023	%
Cost of Services rendered	119.29	94%	115.77	93%
Employee benefits expense	NIL	0%	NIL	0%
Finance Costs	0.00	0%	0.00	0%
Depreciation and Amortisation expenses	0.00	0%	0.01	0%
General, Administration and other expenses	7.92	6%	8.58	7%
<b>Total Expenses</b>	<b>127.21</b>	<b>100%</b>	<b>124.36</b>	<b>100%</b>
Administrative and office expenses as a percentage of total expenses	-	6%	-	7%

Reason for increase - Increase in administration and office expenses are due to agreement between ICSL & SCI for Management expenses & Office Rent in FY 2022-2023.

- g) **Details of Presidential Directives issued by the Central Government and their compliance during the year and also in the last three years:** NIL
- h) **Details of the vigilance cases for the FY 2022- 2023:**  
There are no employees on the payroll of the Company, hence the said requirement is not applicable to the Company.
- i) **Status of Pending CAG Paras and Management Replies:**  
As per Letter dated 30th June, 2023, C&AG has given exemption to the Company from the scope of supplementary audit of the financial statements.

## 15. **COMPLIANCES**

Your Company has complied with all applicable rules and requirements of regulatory authorities, laws, guidelines except as stated in this Report and no penalties or fines were imposed on the Company on any matter related to any guidelines issued by the Government during last three years.

## **16. DECLARATION OF COMPLIANCE OF CODE OF CONDUCT BY CHAIRMAN**

Your Company is committed to conduct its business in accordance with the highest standards of business ethics and comply with applicable laws, rules and regulations. Your Company has adopted a Code of Business Conduct & Ethics for Board Members (“Code”), which is applicable to all Members of the Board who have confirmed compliance with Code of Conduct for the year under review. A copy of the said Code is available on the Company’s Website under following tabs [www.shipindia.com](http://www.shipindia.com) → Subsidiaries → ICSL → Policies or Code can be directly assessed on the following link [https://www.shipindia.com/page/icsl\\_page/icsl\\_policies](https://www.shipindia.com/page/icsl_page/icsl_policies)

A declaration signed by the Chairman of the Company is given below:

**“It is hereby affirmed that the Company has obtained from all the Members of the Board, affirmation that they have complied with the Code of Business Conduct & Ethics for Board Members during the financial year 2022- 2023”**

**For and on behalf of the Board of Directors  
Inland & Coastal Shipping Limited  
sd/-**

**Place: Mumbai  
Dated: 25.07.2023**

**Capt. Binesh Kumar Tyagi  
Chairman and Managing Director**

## INDEPENDENT AUDITOR'S REPORT

To The Members of  
Inland & Coastal Shipping Limited,  
CIN: U61100WB2016GOI217822

### Report on the Audit of the Standalone Financial Statements

#### Opinion:

We have audited the accompanying standalone financial statements of Inland Coastal Shipping Limited ("the company"), which comprises the Balance Sheet as at March 31, 2023, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information (herein 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 standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2023, its loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion:

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters:

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.



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## Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover 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 and, in doing so, consider whether the other information is materially inconsistent with the other financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibility of Management and those charged with governance for the standalone financial statements:

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance of the company in accordance with the Ind AS and other accounting principles generally accepted in India This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

## Auditor's Responsibility for the Audit of the Standalone Financial Statements:

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements. As part of an audit in

Registered Office:

318A, Martin Burn House,  
1, R N Mukherjee Road, Kolkata-700 001  
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accordance with SAs, we exercise professional judgement and maintain profession skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, make 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 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 control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare

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circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements:

- (1) As required by 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" statement on the matters specified in paragraph 3 and 4 of the Order.
- (2) As required under sub section (5) of section 143 of the Act, in case of a Government company, we give the "Annexure-B" a statement on the matter specified in the directions issued by the Office of the Comptroller and Auditor General of India.
- (3) As required by section 143(3) of the Act, 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 purpose of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of accounts.
  - d) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on March 31, 2023 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2023 from being appointed as a Director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-C".
  - g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year hence section 197(16) of the act is not applicable.
  - h) With respect to the other matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - i. As represented by the management, the Company does not have any pending litigations which would impact its financial position.
    - ii. There are no material foreseeable losses on long term contracts including derivative contracts.
    - iii. There were no amounts which were required to transfer the Investor Education and Protection Fund by the Company.
    - iv.
      - (a) As represented by the management, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or

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- loaned or invested (either from borrowed funds or share premium or any other sources or kinds 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, 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) As represented by the management, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), 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; and
- (c) Based on the audit procedures performed nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The Company has not declared or paid any dividend during the year.

For **R RAMPURIA & COMPANY**

Chartered Accountants

Firm Regn. No.: 325211E



(CA Vardhman Chhalani)

(Partner)

Membership Number: 317143



Place: Kolkata

Dated: 27/04/2023

UDIN: 23317143B6STOE5355

Registered Office:

318A, Martin Burn House,

1, R N Mukherjee Road, Kolkata-700 001

Telephone+91 33 46000001, 46000020

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## ANNEXURE "A" TO THE INDEPENDENT AUDITORS' REPORT

With reference to the Annexure "A" referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date to the Members of Inland and Coastal Shipping Limited on the financial statement for the year ended March 31, 2023, we report that:

- (i)
- (a) The company does not have any Property, Plant & Equipment and Intangible Assets and hence reporting under clause (i)(a) to (i)(d) of paragraph 3 of the Order is not applicable.
  - (b) According to the information and explanation provided to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder and accordingly, reporting under clause (i)(e) of paragraph 3 of the Order is not applicable.
- (ii)
- (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals and no material discrepancies were noticed on physical verification. The procedures of physical verification of inventories followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business.
  - (b) The company does not have any sanctioned working capital limits in excess of five crore rupees during any point of time of the year and hence reporting under clause (ii)(b) of paragraph 3 of the Order is not applicable.
- (iii) According to the information and explanations given to us, the Company has not made 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. and hence reporting under clause (iii)(a) to (iii)(f) of paragraph 3 of the Order is not applicable.
- (iv) The Company has not granted any loans, made investments or provided guarantees and hence reporting under clause (iv) of paragraph 3 of the Order is not applicable.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or deemed deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 and Companies (Acceptance of Deposits) Rule, 2014 (as amended) or any other relevant provisions of the Companies Act, 2013 with regard to deposits. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any Court or any other Tribunal in this respect.

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- (vi) The maintenance of cost records has not been specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 for the business activities carried out by the Company and accordingly, reporting under clause (vi) of paragraph 3 of the Order is not applicable.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees State Insurance, Income-tax, Customs Duty, Goods & Service Tax, cess and other material statutory dues applicable to it to the appropriate authorities.
  - There were no undisputed amounts payable in respect of Provident Fund, Employees State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods & Service Tax, cess and other material statutory dues in arrears as at March 31, 2023 for a period of more than six months from the date they became payable.
  - There are no dues of Income-tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Goods & Service Tax and Value Added Tax as on March 31, 2023 on account of disputes.
- (viii) According to the information and explanations given by the management, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year and accordingly, reporting under clause (viii) of paragraph 3 of the Order is not applicable.
- (ix) In our opinion and according to the information and explanations given to us:
- The Company has not defaulted in the repayment of loans or borrowings to any lender.
  - The Company is not declared wilful defaulter by any bank or financial institution or any other lender.
  - The Company has not availed any term loan and hence reporting under clause (ix)(c) of the Order is not applicable.
  - The Company has not utilized any funds raised on short term basis for long term purposes.
  - The Company has no subsidiaries, associates or joint ventures and hence reporting under clause (ix)(e) & (ix)(f) of paragraph 3 of the Order is not applicable.
- (x) According to the information and explanations given by the management and audit procedures performed by us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) and has not made any preferential allotment or private placement of shares or fully, partly or optionally



# R. RAMPURIA & COMPANY

Chartered Accountants

convertible debentures during the year under review and hence, reporting under clause (x) of paragraph 3 of the order is not applicable.

- (xi) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year. No report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government. The Company has not received any whistle blower complaints during the year.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of paragraph 3 of the Order is not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable Indian accounting standards.
- (xiv) The company is not required to have an internal audit system and hence reporting under clause (xiv)(a) & (xiv)(b) of paragraph 3 of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its holding or persons connected with them and hence provisions of section 192 of the Companies Act, 2013 are not applicable and accordingly, reporting under clause (xv) of paragraph 3 of the Order is not applicable.
- (xvi)
- (a) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and hence reporting under clause (xvi)(a) & (b) of paragraph 3 of the Order is not applicable.
- (b) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence reporting under clause (xvi)(c) of paragraph 3 of the Order is not applicable. Further, according to the information and explanations given to us, the group does not have more than one CIC as part of the Group.
- (xvii) The company has reported cash loss amounted to Rs. 68,13,365 during the current financial year and Rs. 88,96,877 during the preceding financial year.

Registered Office:  
318A, Martin Burn House,  
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# R. RAMPURIA & COMPANY

Chartered Accountants

(xviii) There has been no resignation of the statutory auditors during the year and accordingly, reporting under clause (xviii) of paragraph 3 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) The company is not required to comply with the provisions of Section 135 and hence reporting under clause (xx)(a) & (xx)(b) of paragraph 3 of the Order is not applicable.

(xxi) The company does not have any subsidiaries, associates and joint ventures and hence reporting under the clause (xxi) of paragraph 3 of the Order is not applicable.

For **R RAMPURIA & COMPANY**

*Chartered Accountants*

Firm Regn. No.: 325211E



**(CA Vardhman Chhalani)**

(Partner)

Membership Number: 317143



Place: Kolkata

Dated: 27/04/2023

UDIN: 23317143 B61ST0E5355

# R. RAMPURIA & COMPANY

Chartered Accountants

## ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT

Directions under Section 143(5) of the Companies Act, 2013 on the Accounts of Inland & Coastal Shipping Limited for the year ended March 31, 2023

S. No.	Directions	Remarks
1.	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implication of processing of accounting transactions outside IT system on the integrity of accounts along with the financial implications, if any, may be stated.	The company has only one accounting system i.e., SAP. There are no transactions which are accounted outside the IT system.
2.	Whether there is any restructuring of an existing loan or cases of waive / write off of debts/loans /interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated.	During the year under review the company did not have any existing loans or any cases of waive/write off of debts/loans/interest.
3.	Whether funds received /receivable for specific schemes from Central / State agencies were properly accounted for /utilized as per its terms and conditions? List the cases of deviation.	During the year under review the company has not received/receivable for any specified schemes from Central/ State agencies.

For R RAMPURIA & COMPANY

Chartered Accountants

Firm Regn. No.: 325211E



(CA Vardhman Chhalani)

(Partner)

Membership Number: 317143



Place: Kolkata

Dated: 27/04/2023

UDIN: 23317143B61T0F53CS

Registered Office:

318A, Martin Burn House,

1, R N Mukherjee Road, Kolkata-700 001

Telephone+91 33 46000001, 46000020



# R. RAMPURIA & COMPANY

Chartered Accountants

## ANNEXURE "C" TO THE INDEPENDENT AUDITORS' REPORT

### Report on the Internal Financial control under clause (i) of Sub-section 3 of Section 143 of the Act, 2013 ("the Act")

In conjunction with our audit of the standalone financial statements of the Company as of and for the year ended March 31, 2023, we have audited the internal financial controls over financial reporting of **Inland & Coastal Shipping Limited**, as of that date.

#### Management's Responsibility for Internal Financial Controls:

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the guidance Note on Audit of Internal financial controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### Auditor's Responsibility:

Our responsibility is to express an opinion of the company's internal financial controls over financial reporting 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") and the Standards of Auditing as specified under section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of Internal financial controls, both applicable to an audit of Internal financial controls and, both issued by the institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed depend on the auditor's judgment, including the assessment of the risk of material misstatement of the standalone financial statements, whether due to fraud and error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

#### Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures

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# R. RAMPURIA & COMPANY

Chartered Accountants

that (1) pertain to the maintenance of records that, in reasonable details, 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 the receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting, may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such other financial controls over financial reporting were operating effectively as at March 31, 2023, based on the internal control over the financial reporting criteria established by the Company considering the essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **R RAMPURIA & COMPANY**

Chartered Accountants

Firm Regn. No.: 325211E



(CA Vardhman Chhalani)

(Partner)

Membership Number: 317143



Place: Kolkata

Dated: 27/04/2023

UDIN: 23317143B61870E5355

Registered Office:

318A, Martin Burn House,

1, R N Mukherjee Road, Kolkata-700 001

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**INLAND & COASTAL SHIPPING LTD**  
**CIN: U61100WB2016GOI217822**  
**Regd Off: Shipping House, 13, Strand Road, Kolkata, West Bengal, 700001**  
**Balance Sheet as at March 31, 2023**

(INR in Lakhs)

Particulars	Notes	As at 31st March 2023 (Audited)	As at 31st March 2022 (Audited)
<b>ASSETS</b>			
<b>Non-Current Assets</b>		-	-
Property, plant and equipment and Intangible assets		-	-
Capital work-in-progress		-	-
Goodwill		-	0.00
Other Intangible assets	02	0.00	-
Right-of-Use Assets		-	-
<b>Financial assets</b>		-	-
i. Investments		-	-
ii. Loans		-	-
iii. Other financial assets		-	-
Deferred tax assets (net)	03	-	-
Income tax assets (net)		-	-
Other non-current assets		0.00	0.00
<b>Total Non-Current Assets</b>		0.00	0.00
<b>Current Assets</b>	04	1.07	3.07
Inventories		-	-
<b>Financial assets</b>		-	11.05
i. Investments	05	4.47	10.18
ii. Trade receivables	06	24.03	-
iii. Cash and cash equivalents	07	-	-
iv. Bank balances other than (iii) above		-	-
v. Loans	08	0.04	26.87
vi. Other financial assets	09	60.09	27.53
Other Current assets		89.69	78.70
<b>Total Current Assets</b>		89.69	78.70
<b>Total Assets</b>		89.69	78.70
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>	10	105.00	105.00
Equity share capital	11	(191.70)	(123.56)
Other equity		(86.70)	(18.56)
<b>Total Equity</b>		-	-
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
<b>Financial liabilities</b>		139.88	50.00
i. Borrowings	12	0.00	0.00
ii. Lease Liabilities	13	5.66	-
iii. Other financial liabilities	14	0.03	0.05
Provisions	15	-	-
Tax liabilities (net)		-	-
Other non-current liabilities		145.57	50.05
<b>Total Non Current Liabilities</b>		145.57	50.05
<b>Current Liabilities</b>			
<b>Financial liabilities</b>		-	-
i. Borrowings	13	0.00	0.00
ii. Lease Liabilities	16	-	-
iii. Trade payables		-	-
(a) total outstanding dues of micro enterprises and small enterprises; and		5.58	9.10
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
iv. Other financial liabilities	17	3.92	5.66
Provisions	14	20.73	31.28
Other Current Liabilities	18	0.58	1.17
<b>Total Current Liabilities</b>		30.82	47.21
<b>Total Liabilities</b>		176.39	97.26
<b>TOTAL EQUITY &amp; LIABILITIES</b>		89.69	78.70

For and on behalf of the Board of Directors,

*[Signature]*  
 Capt. B. K. Tyagi  
 Chairman and Managing Director  
 DIN - 08966904

*[Signature]* Mr. N Subramanya Prakash  
 Director  
 DIN - 09738001

*[Signature]* Mr. Mohammad Firoz  
 Company Secretary

As per our report of even date attached hereto,

*[Signature]*  
 CA Vardhman Chhalani  
 Partner, M No. 317143  
 M/s R Rampuria & Company, Chartered Accountants  
 Firm Regn. No.: 325211E  
 Kolkata dated: 27/04/2023



Mumbai dated: 26/04/2023

UDIN:

**INLAND & COASTAL SHIPPING LTD**  
**CIN: U61100WB2016GOI217822**  
**Regd Off: Shipping House, 13, Strand Road, Kolkata, West Bengal, 700001**  
**Statement of Profit and Loss for the year ended March 31st, 2023**



(INR in Lakhs)

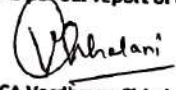
Sr No.	Particulars	Notes	Year ended	
			31 March 2023 (Audited)	31 March 2022 (Audited)
1	Revenue from operations	19	5.95	4.59
2	Other income	20	50.32	33.65
3	<b>Total Income (1+2)</b>		<b>56.27</b>	<b>38.24</b>
	<b>Expenses</b>			
	Cost of Services rendered	21	115.77	119.29
	Employee benefits expense		-	-
	Finance costs	22	0.00	0.00
	Depreciation and amortisation expense	23	0.00	0.00
	General, administration and other expenses	24	8.58	7.92
4	<b>Total expenses (4)</b>		<b>124.36</b>	<b>127.21</b>
5	<b>Profit / (Loss) before exceptional items and tax (3-4)</b>		<b>(68.08)</b>	<b>(88.97)</b>
6a	Exceptional items		-	-
6b	Prior Period Expenses		-	-
7	<b>Profit / (Loss) before tax (5-6)</b>		<b>0.05</b>	<b>-</b>
	<b>Tax expense</b>		<b>(68.13)</b>	<b>(88.97)</b>
	-Current tax		-	-
	-Tax pertaining to earlier years		-	-
	-Deferred tax		-	-
	-MAT Credit Entitlement		-	-
8	<b>Total tax expense (8)</b>		<b>-</b>	<b>-</b>
9	<b>Profit / (Loss) for the period (7-8)</b>		<b>(68.13)</b>	<b>(88.97)</b>
	Other comprehensive Income		-	-
	<i>Items that will not be reclassified to profit or loss:</i>		-	-
10	<b>Other comprehensive income for the period, net of tax (10)</b>		<b>-</b>	<b>-</b>
11	<b>Total comprehensive income for the period (9+10)</b>		<b>(68.13)</b>	<b>(88.97)</b>
12	Earnings per equity share		(6.49)	(8.47)
	Basic earnings per share	25	(6.49)	(8.47)
	Diluted earnings per share		(6.49)	(8.47)

For and on behalf of the Board of Directors,

As per our report of even date attached hereto,

  
**Capt. B. K. Tyagi**  
 Chairman and Managing Director  
 DIN - 08966904

   
**Mr. N Subramanya Prakash** **Mr. Mohammad Firoz**  
 Director **Company Secretary**  
 DIN - 09738001

  
**CA Vardhman Chhalani**  
 Partner, M No. 317143  
 M/s R Rampuria & Company, Chartered Accountants  
 Firm Regn. No.: 325211E  
 Kolkata dated: 27/04/2023

Mumbai dated: 26/04/2023

UDIN:



**INLAND & COASTAL SHIPPING LTD**  
**Statement of Cash Flows for the year ended March 31, 2023**  
 CIN: U61100WB2016GOI217822

(INR in Lakhs)

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
<b>A Cash Flow from operating activities</b>		
Profit / (Loss) before income tax	(68.13)	(88.97)
Adjustments for		
Add:		
Finance costs	0.00	0.00
Depreciation	0.00	0.00
Less:		
Interest received	(0.01)	(0.38)
Change in operating assets and liabilities		
(Increase)/decrease in other financial assets	26.83	(26.17)
(Increase)/decrease in trade receivable	(0.45)	(7.75)
(Increase)/decrease in inventories	2.01	5.66
(Increase)/decrease in other current assets	(25.53)	(24.80)
Increase/(decrease) in other financial liabilities	3.92	5.66
(Increase)/decrease in trade payable	(3.52)	9.10
Increase/(decrease) in provisions	(10.58)	11.89
Increase/(decrease) in other current liabilities	(0.59)	1.09
Cash generated from operations	(76.03)	(114.66)
Income taxes paid	-	-
<b>Net cash inflow (outflow) from operating activities (A)</b>	<b>(76.03)</b>	<b>(114.66)</b>
<b>B Cash flow from investing activities:</b>		
Proceeds from sale of current investments	-	-
Purchase of current investments	0.01	0.38
Interest received	0.01	0.38
<b>Net cash inflow (outflow) from investing activities (B)</b>	<b>0.01</b>	<b>0.38</b>
<b>C Cash flow from financing activities</b>		
Share Application Money pending allotment	-	50.00
Loan from SCI Ltd	89.88	0.01
Income tax (Paid)/Refund	-	-
<b>Net cash inflow (outflow) from financing activities (C)</b>	<b>89.88</b>	<b>50.01</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>13.85</b>	<b>(64.28)</b>
<b>Add: Cash and cash equivalents at the beginning of the financial year</b>	<b>10.18</b>	<b>74.45</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>24.03</b>	<b>10.18</b>
<b>Cash Flow statement as per above comprises of the following</b>		
Cash and cash equivalents	24.03	10.18
Bank overdrafts	-	-
<b>Total</b>	<b>24.03</b>	<b>10.18</b>

For and on behalf of the Board of Directors,

As per our report of even date attached hereto.

*P.K. Tyagi*  
 Capt. B. K. Tyagi  
 Chairman and Managing Director  
 DIN - 08966904

*N. Subramanya Prakash*  
 Mr. N Subramanya Prakash  
 Director  
 DIN - 09738001

*Firoz*  
 Mr. Mohammad Firoz  
 Company Secretary

*Chhalani*  
 CA Vardhman Chhalani  
 Partner, M No. 317143  
 M/s R Rampuria & Company, Chartered Accountants  
 Firm Regn. No.: 325211E  
 Kolkata dated: 27/04/2023

Mumbai dated: 26/04/2023

UDIN:



**INLAND & COASTAL SHIPPING LTD**  
**Standalone Statement of Changes in Equity**  
**CIN: U61100WB2016GOI217822**

(INR in Lakhs)

	As at 31 March 2023		As at 31 March 2022		Total equity	
	No of Shares	Amount (Rs.)	No of Shares	Amount (Rs.)		
<b>A. Equity Share Capital (Refer Note 10)</b>						
Balance at the beginning of the reporting period	10.50	105.00	0.50	5.00		
Add: Issued during the year	-	-	10.00	100.00		
Add: Issue of Bonus Shares	-	-	-	-		
Less: Shares bought back during the year	-	-	-	-		
Balance at the end of the reporting period	10.50	105.00	10.50	105.00		
<b>B. Other Equity</b>						
	Share application money pending allotment	Capital Reserve	Securities Premium Reserve	Retained Earnings	Other Reserves	
					General Reserve	Tonnage Tax Reserve (utilized)
Balance as at 31st March 2021	100.00	-	-	(34.59)	-	-
Profit for the year 2021-22	-	-	-	(88.97)	-	-
Other Comprehensive Income for the year	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	(88.97)	-	-
Share Allotment	(100.00)	-	-	-	-	-
Transfer from debenture redemption reserve	-	-	-	-	-	-
Transfer to debenture redemption reserve	-	-	-	-	-	-
Transfer to general reserve	-	-	-	-	-	-
Dividend paid on equity shares	-	-	-	-	-	-
Dividend distribution tax paid	-	-	-	-	-	-
Balance as at 31st March 2022	-	-	-	(123.56)	-	-
Profit for the year 2022-23	-	-	-	(68.13)	-	-
Other Comprehensive Income for the year	-	-	-	-	-	-
Total Comprehensive Income for the year	-	-	-	(68.13)	-	-
Share Allotment	-	-	-	-	-	-
Transfer from debenture redemption reserve	-	-	-	-	-	-
Transfer to debenture redemption reserve	-	-	-	-	-	-
Transfer to general reserve	-	-	-	-	-	-
Dividend paid on equity shares	-	-	-	-	-	-
Dividend distribution tax paid	-	-	-	-	-	-
Balance as at 31st March 2023	-	-	-	(191.70)	-	-

The accompanying notes no. 1 to 28 are an integral part of these Standalone Financial Statements.

For and on behalf of the Board of Directors,

*Prakash*  
 Capt. B. K. Tyagi  
 Chairman and Managing Director  
 DIN - 08966904

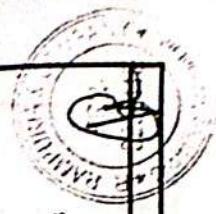
*Naresh*  
 Mr. N Subramanya Prakash  
 Director  
 DIN - 09738001

*Firoz*  
 Mr. Mohammed Firoz  
 Company Secretary

As per our report of even date attached hereto.

*V. Chelani*  
 CA Vardhman Chhalani  
 Partner, M No. 317143  
 M/s R Rampuria & Company, Chartered Accountants  
 Firm Regn. No.: 325211E  
 Kolkata dated: 27/04/2023  
 UDIN:

Mumbai dated: 26/04/2023



**Note 01 - Significant Accounting Policies**

**General information**

Inland & Coastal Shipping Limited (I&CSL) has been formed as a wholly owned subsidiary of The Shipping Corporation of India Limited (SCI) with Corporate Office at Kolkata on 29.09.2016 to harness business potential in the areas of Inland and Coastal Shipping. The Company has recently become operational and entered into a Memorandum of Understanding (MOU) with Inland Waterways Authority of India (IWAI) whereby the Company has been entrusted with the operation and management of 3 containerized / break bulk Vessels plying in the Inland Waterways of India on Bare Boat charter basis.

The registered office of the Company is located at Shipping House, 13, Strand Road, Kolkata – 700 001.

These financial statements are approved for issue by the Board of Directors on 26.04, 2023.

**1. Basis of preparation, measurement and significant accounting policies**

The principal accounting policies applied in the preparation of these financial statements are set out below.

**1.1 Basis of Preparation**

**(a) Compliance with Indian Accounting Standards**

The financial statements of the company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and relevant provisions of the Companies Act, 2013 ("the Act") and current practices prevailing within the Shipping Industries in India. The policies set out below have been consistently applied during the year presented.

**(b) Historical cost convention**

The financial statements have been prepared under the historical cost convention.

The assets and liabilities reported in the balance sheet are classified on a "current/non-current basis". Current assets, which include cash and cash equivalents, are assets that are intended to be realized, sold or consumed during the normal operating cycle of the Company or in the 12 months following the balance sheet date; current liabilities are liabilities that are expected to be settled during the normal operating cycle of the Company or within the 12 months following the balance sheet date.

The financial statements are presented in 'Indian Rupees' (INR), which is also the Company's functional currency, unless otherwise stated.

**1.2 Cash and cash equivalents**

Cash and cash equivalents includes cash at bank and in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less from date of acquisition.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above.

**1.3 Provisions**

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated.



#### **1.4 Earnings per share**

Basic and Diluted earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period.

#### **1.5 Cash flow statement**

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

#### **1.6 Investment**

All investments have been recorded as per transaction cost.

#### **1.7 Inventories**

Inventories are valued at cost (as determined on Moving Average/Weighted Average method) or net realisable value, whichever is lower, unless otherwise stated.

Fuel oil purchases are initially booked as stock. The value of year-end stock is arrived at after charging consumption on "moving average /weighted average" method.

Store/Spares/Lubricants including paints, etc. are charged to revenue as consumed when delivered to ships.

#### **1.8 Borrowing Costs**

Borrowing costs that are directly attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

#### **1.9 Lease Accounting**

The Company has implemented the Ind AS 116 w.e.f. 22<sup>nd</sup> January 2021 for its Leases with the taking over of the first Vessel under the MOU with IWAI. This has resulted in recognising a lease liability measured at present value of the remaining lease payments and a corresponding Right-of-Use (ROU) asset as if the lease has been commenced w.e.f. 22<sup>nd</sup> January 2021.

For the purpose of calculating the present value, the interest rate implicit in the lease or an incremental borrowing rate is used as discount factor. Where the rate implicit in the lease is not readily available, an incremental borrowing rate is applied. This incremental borrowing rate reflects the rate of interest that the lessee would have to pay to borrow over a similar term, with a similar security, the funds necessary to obtain an asset of a similar nature and value to the right-of-use asset. Determination of the incremental borrowing rate requires estimation.

The Company has formed its judgements and assumptions based on historical experience, internal and external information and data available and applied the SBI base rate as the borrowing rate since the Company has no historical data for similar circumstances and any borrowing capacity of its own as on date.

The Company has elected to apply the requirements of Ind AS 116 to long term leases with lease term beyond 1 year. The rights of use assets are depreciated on a straight line basis over a lease term. Expense for the Lease accounting has been considered in the nature of depreciation cost for the right-of-use asset and finance cost for interest accrued on lease liability.





#### **1.10 Trade Receivables**

Trade receivables are amounts due from customers for sale of goods or services performed in the ordinary course of business. Trade receivables are recognized at fair value.

#### **1.11 Revenue Recognition**

Revenue Income is recognised in the Statement of Profit and Loss when:

- The income generating activities have been carried out on the basis of a binding agreement
- The income can be measured reliably
- It is probable that the economic benefits associated with the transaction will flow to the Company
- Costs relating to the transaction can be measured reliably

Revenue for all businesses is recognised when the performance obligation has been satisfied, which happens upon the transfer of control to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for the goods and services.

Revenue is recognised when or as performance obligations are satisfied by transferring the promised goods or services to the customer, provided that the stage of completion can be measured reliably.

Revenue mainly comprises of freight whereby the freight comprises of revenue generated from multimodal transportation activities including end to end logistics.

Cost of services rendered includes port expenses, bunkers (Fuel Oil), cargo related expenses, stores, spares, repair and maintenance expenses, Insurance expenses, Manning expenses etc.

Financial expenses - Financial expenses comprise interest expenses.

Other expenses – Other expenses which comprise office expenses, provisions, managements cost and other expenses relating to administration.



**INLAND & COASTAL SHIPPING LTD**  
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(INR in Lakhs)

**02. RIGHT OF USE ASSETS**

Particulars	As at 31 March 2023	As at 31 March 2022
Gross Carrying amount		
Opening Gross Carrying amount	0.00	0.00
Additions during the Year	-	-
<b>Closing Gross Carrying amount</b>	<b>0.00</b>	<b>0.00</b>
Accumulated Depreciation		
Opening Accumulated Depreciation	0.00	0.00
Depreciation charge for the year	0.00	0.00
<b>Closing Accumulated Depreciation</b>	<b>0.00</b>	<b>0.00</b>
<b>Net Carrying Amount</b>	<b>0.00</b>	<b>0.00</b>

**03. INCOME TAX ASSET (NET)**

Particulars	As at 31 March 2023	As at 31 March 2022
TDS on Accrued Interest on Term Deposit	-	-
<b>Income tax (net)</b>	<b>-</b>	<b>-</b>

**04. INVENTORIES**

Particulars	As at 31 March 2023	As at 31 March 2022
Fuel Oil	1.07	3.07
<b>Total Inventories</b>	<b>1.07</b>	<b>3.07</b>

**05. TRADE RECEIVABLES**

Particulars	As at 31 March 2023	As at 31 March 2022
Trade Receivable	4.47	11.05
<b>Total Receivables</b>	<b>4.47</b>	<b>11.05</b>
Current portion	4.47	11.05
Non Current portion	-	-

**AGEING OF TRADE RECEIVABLES**

Particulars	Outstanding for following periods from due date of payment					Total
	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables - Considered good	-	2.49	1.98	-	-	4.47
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
Disputed Trade Receivables–considered good	-	-	-	-	-	-
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
<b>Total Trade Receivables</b>	<b>-</b>	<b>2.49</b>	<b>1.98</b>	<b>-</b>	<b>-</b>	<b>4.47</b>

**06. CASH AND CASH EQUIVALENTS**

Particulars	As at 31 March 2023	As at 31 March 2022
Balances with Banks		
- In Current Accounts	24.03	10.18
<b>Total cash and cash equivalents</b>	<b>24.03</b>	<b>10.18</b>

**07. BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS**

Particulars	As at 31 March 2023	As at 31 March 2022
Other Deposits with Banks	-	-
<b>Total Bank balances other than cash and cash equivalents</b>	<b>-</b>	<b>-</b>

**08. OTHER FINANCIAL ASSETS**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Current	Non Current	Current	Non Current
Income accrued on deposits/investments	-	-	-	-
Security Deposit to Vendors	0.04	-	-	-
Unbilled Revenue (Contract Asset)	-	-	26.87	-
<b>Total other financial assets</b>	<b>0.04</b>	<b>-</b>	<b>26.87</b>	<b>-</b>



**INLAND & COASTAL SHIPPING LTD**  
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**09. OTHER CURRENT ASSETS**

Particulars	As at 31 March 2023	As at 31 March 2022
Advance to Others	-	13.89
<b>Others</b>		
- GST Receivables*	27.26	13.50
- TCS Receivable (Income Tax)	0.06	0.05
- TDS Receivable (Income Tax)	0.13	0.09
- Financial Assistance receivable from IWAJ	32.64	-
- Prepaid Lease Liability - Vessels	0.00	-
- Prepaid Interest On Lease Liability	0.00	-
<b>Total Other Assets</b>	<b>60.09</b>	<b>27.53</b>

\* The GST receivables have been calculated on net basis after adjusting GST output liabilities

**10. EQUITY SHARE CAPITAL**

Particulars	As at 31 March 2023	As at 31 March 2022
<b>Authorised</b>		
1,00,00,000 [31 Mar 2021: 1,00,00,000] Equity Shares of INR 10 each	1,000.00	1,000.00
<b>Issued, subscribed and fully paid up</b>		
10,50,000 [31 Mar 2021: 50,000] Equity Shares of INR 10 each	105.00	105.00
	<b>105.00</b>	<b>105.00</b>

**( a ) Reconciliation of number of shares**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Number of shares	Amount	Number of shares	Amount
Equity Shares :				
Balance as at the beginning of the year	10.50	105.00	10.50	105.00
Add: Issued during the year	-	-	-	-
Add: Bonus Shares issued during the year	-	-	-	-
Less: Shares bought back during the year	-	-	-	-
<b>Balance as at the end of the year</b>	<b>10.50</b>	<b>105.00</b>	<b>10.50</b>	<b>105.00</b>

**( b ) Details of equity shares held by shareholders holding more than 5% of the aggregate shares**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Number of shares	% of share holding	Number of shares	% of share holding
Equity Shares :				
The Shipping Corporation of India Ltd.	10.50	1.00	10.50	100%
<b>Balance as at the end of the year</b>	<b>10.50</b>	<b>1.00</b>	<b>10.50</b>	<b>100%</b>

**( c ) Details of equity shares held by promoters**

Promoter name	As at 31 March 2023		As at 31 March 2022		% change during the year
	Number of shares	% of total shares	Number of shares	% of share holding	
Equity Shares :					
The Shipping Corporation of India Ltd.	10.50	100%	10.50	100%	0%
<b>Balance as at the end of the year</b>	<b>10.50</b>	<b>100%</b>	<b>10.50</b>	<b>100%</b>	

( d ) For the period of five years immediately preceding the date as at which the Balance Sheet is prepared, no shares have been issued for consideration other than cash, no shares have been issued as bonus shares & no shares have been bought back.

**( e ) Rights/Preference/Restriction attached to Equity Shares**

The Company has only one class of Equity shares having par value of Rs 10 till date. Each shareholder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive the remaining assets of the company after distribution of all preferential allotment in proportion to their shareholding. The dividend whenever proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

( f ) There are no shares reserved for issue under option and contract/ commitment for the sale of shares/ disinvestment.

**11. OTHER EQUITY**

Particulars	As at 31 March 2023	As at 31 March 2022
Capital reserve	-	-
Securities premium reserve	-	-
General reserve	-	-
Retained Earnings (a)	(191.70)	(123.56)
Share application money pending allotment	-	-
<b>Closing Balance</b>	<b>(191.70)</b>	<b>(123.56)</b>

**(a) RETAINED EARNINGS**

Particulars	As at 31 March 2023	As at 31 March 2022
Opening balance	(123.56)	(34.59)
Add: Profit / (Loss) for the year	(68.13)	(88.97)
<b>Closing Balance</b>	<b>(191.70)</b>	<b>(123.56)</b>



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**12. NON-CURRENT BORROWINGS**

Particulars	As at 31 March 2023	As at 31 March 2022
Loan from related parties - Unsecured (Loan from Holding Company - SCI Ltd)	139.88	50.00
<b>Closing Balance</b>	<b>139.88</b>	<b>50.00</b>

**13. LEASE LIABILITIES**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Current	Non Current	Current	Non Current
Lease liabilities	0.00	0.00	0.00	0.00
<b>Total Lease Liability</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

**14. PROVISIONS**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Current	Non Current	Current	Non Current
<b>Other Provisions</b>				
Provision for Profession Tax Registration	-	-	-	0.03
Provision for Trade License Registration	-	0.03	-	0.03
Provision For Expenses	17.21	-	24.35	-
Provision For Income	(3.42)	-	-	-
Provision for Initial Inventory Transfer (Fuel Oil)	6.94	-	6.94	-
<b>Total Provisions made</b>	<b>20.73</b>	<b>0.03</b>	<b>31.28</b>	<b>0.05</b>

Short term provision	As at 31 Mar 2022	Provided during the Year	Utilised during the Year	Amount reversed	As at 31 Mar 2023
<b>Other Provisions</b>					
Provision for Profession Tax Registration	0.03	-	0.03	-	-
Provision for Trade License Registration	0.03	-	-	-	0.03
Provision For Expenses	24.35	46.19	53.33	-	17.21
Provision For Income	-	(2.05)	1.37	-	(3.42)
Provision for Initial Inventory Transfer (Fuel Oil)	6.94	-	-	-	6.94
<b>Total Provisions made</b>	<b>31.33</b>	<b>44.14</b>	<b>54.73</b>	<b>-</b>	<b>20.75</b>

**Note:**  
( a ) Provision for Trade license application and Profession tax registration amounting to Rs. 2,500 (Rupees Two Thousand Five Hundred) each has been made in 2016-17 as per requirement of respective Acts is still carried forward.

( b ) Provision for Expenses	As at 31 Mar 2023	As at 31 Mar 2022
Container Handling & Transportation Charges	1.79	1.79
Container Rental & Incidental Charges	4.31	2.96
Terminal Handling Charges	0.33	0.47
Port Expenses	0.98	0.57
Agency Charges	1.61	1.55
Repairs & Maintenance	-	2.49
Manning Expenses	3.02	3.51
Inspection & Survey Charges	-	0.50
Management Expenses	0.54	6.43
Office Rent	-	0.17
Lub Oil	-	0.44
Fuel Oil (Net)	0.13	-
Vessel Insurance	4.50	3.47
	<b>17.21</b>	<b>24.35</b>

( c ) Provision for Initial Inventory Transfer (Fuel Oil) during taking over of vessels amounting to Rs. 6.93 lakhs for two vessels

**15. TAX LIABILITIES (NET)**

Particulars	As at 31 March 2023	As at 31 March 2022
MAT @ 18.5% of book profits and 4% education cess is applicable, pertaining to FY 2018-19	-	-
<b>Total tax liabilities</b>	<b>-</b>	<b>-</b>



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**16. TRADE PAYABLES**

Particulars	As at 31 March 2023	As at 31 March 2022
<b>Trade payables</b>		
(a) total outstanding dues of micro enterprises and small enterprises; and	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	5.58	9.10
<b>Total Trade Payables</b>	<b>5.58</b>	<b>9.10</b>
<b>Disclosure requirement under MSMED Act, 2006</b>		
Particulars	As at 31 March 2023	As at 31 March 2022
(a) (i) the principal amount remaining unpaid to any supplier at the end of each accounting year;	-	-
(ii) the interest due hereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year;	-	-
(b) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	-	-
(c) the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006;	-	-
(d) the amount of interest accrued and remaining unpaid at the end of each accounting year; and	-	-
(e) the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006.	-	-
The information has been given in respect of such vendors to the extent they could be identified as Micro, Small and Medium enterprises on the basis of information available with the Company.		

**AGEING OF TRADE PAYABLES**

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	-	-	-	-	-
Others	4.69	0.89	-	-	5.58
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
<b>Total Trade Payables</b>	<b>4.69</b>	<b>0.89</b>	<b>-</b>	<b>-</b>	<b>5.58</b>

**17. OTHER FINANCIAL LIABILITIES**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Current	Non Current	Current	Non Current
<b>Financial Liabilities at amortised cost</b>				
Security deposits	3.86	5.66	5.66	-
GST TDS Payable	0.06	-	-	-
<b>Total Other Financial Liabilities</b>	<b>3.92</b>	<b>5.66</b>	<b>5.66</b>	<b>-</b>

**18. OTHER CURRENT LIABILITIES**

Particulars	As at 31 March 2023		As at 31 March 2022	
	Current	Non Current	Current	Non Current
Payable to M/s SCI Ltd	-	-	-	-
Deferred Trade Receivable (Contract Liability)	-	-	0.84	-
Statutory Audit Fees payable	0.25	-	0.20	-
TDS Payable (Income Tax)	0.33	-	0.13	-
<b>Total Other Current Liabilities</b>	<b>0.58</b>	<b>-</b>	<b>1.17</b>	<b>-</b>



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(INR in Lakhs)

**19. REVENUE FROM OPERATIONS**

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
Revenue From Operations		
(a) Freight Income	2.78	3.43
(a) Charter Hire Income	3.17	1.16
<b>Total</b>	<b>5.95</b>	<b>4.59</b>

**20. OTHER INCOME**

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
Interest on Financial Assets carried at amortized cost		
(a) Fixed deposits with banks	-	0.38
(b) Others-Interest on Income Tax Refund	0.01	0.00
Financial Assistance from IWAI	50.31	33.27
<b>Total</b>	<b>50.32</b>	<b>33.65</b>

**21. COST OF SERVICES RENDERED**

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
Cost Of Services Rendered		
(i) <u>Direct Expenses</u> :		
(a) Container Rental Expenses	1.35	2.33
(b) Fuel Oil (Net)	45.33	54.18
(c) Terminal Handling Charges	0.67	1.47
(d) Container Handling & Transportation Charges	2.93	1.87
(e) Port Expenses	1.00	1.61
(f) Manning Expenses	34.12	40.61
(g) Lub Oil	0.62	1.16
(h) Agency Charges	0.05	1.55
(i) Stores	3.85	0.02
(j) Spares	4.21	-
(k) Transport Expenses	0.25	-
(l) Gain/Loss on accounting for bunker	-	(0.00)
(ii) <u>Indirect Expenses</u> :		
(a) Cargo Insurance	-	0.01
(b) Vessel Insurance	10.57	8.69
(c) Repairs & Maintenance	10.70	4.74
(d) Inspection & Survey Charges	0.13	1.04
<b>Total</b>	<b>115.77</b>	<b>119.29</b>



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(INR in Lakhs)

**22. FINANCE COST**

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
Interest On Lease Liability	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>

**23. DEPRECIATION & AMORTISATION EXPENSES**

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
Depreciation on ROU Assets	0.00	0.00
<b>Total</b>	<b>0.00</b>	<b>0.00</b>

**24. GENERAL, ADMINISTRATION & OTHER EXPENSES**

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
Profession Tax - Employers Contribution	0.03	-
Bank Charges	0.00	0.00
<b>Payment to auditors</b>		
<b>Statutory auditors</b>		
(a) Audit fees (Statutory)	0.25	0.20
(b) Certification Work	-	-
(c) Out of pocket expenses	-	-
(d) GST Paid on Audit Fees	-	-
(e) Audit fees (Limited Review)	0.11	0.09
Professional fees, filing fees etc.	0.92	0.87
Interest expenses	0.02	-
Office Rent	0.17	0.17
Management Expenses	6.43	6.43
GST ineligible ITC	0.65	0.12
Miscellaneous Exps	0.01	0.03
Rounding Off Difference	0.00	(0.00)
<b>Total</b>	<b>8.58</b>	<b>7.92</b>

**25. EARNINGS PER SHARE**

Particulars	Year Ended 31 March 2023 (Audited)	Year Ended 31 March 2022 (Audited)
Weighted Average Number of Equity Shares used as denominator for calculating Basic and Diluted	10,50,000.00	10,50,000.00
Earning Per Share (EPS)		
Face Value per Equity Share	10.00	10.00
Basic Earning Per Share	(6.48)	(8.47)
Diluted Earning Per Share	(6.48)	(8.47)



**INLAND & COASTAL SHIPPING LTD**  
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(INR in Lakhs)

**26. DEFERRED TAX ASSET OR LIABILITY**

Timing difference has not been originated during the year hence no Deferred Tax Asset or Liability has been recognised as per Ind AS 12

**27. REGROUPING / REARRANGEMENT**

The figures of previous year have been regrouped or rearranged wherever necessary to confirm to current year's presentation as per schedule III (Division II) to the Companies Act 2013

**28. RELATED PARTY TRANSACTIONS**

(a) ICSL is a wholly owned subsidiary of SCI.

(b) Key Management Personnel:

- a) Capt B K Tyagi
- b) Mr. N Subramanya Prakash
- c) Shri G Vinod
- d) Shri Vikram Dingley

\* Key management personnel compensation is NIL

**(c) Transactions and Outstanding Balances with SCI Ltd**

Nature of Transactions	31 March 2023	31 March 2022
(1) Expenses Reimbursed during the year	25.32	18.97
(2) Share application money received, pending allotment	-	-
(3) Share Allotment	-	100.00
(4) Loan received	89.88	50.00
<b>Outstanding Balances</b>		
	31 March 2023	31 March 2022
(1) Loan Received	139.88	50.00
(2) Other Payables	-	-

**(d) Transactions with Government related entities**

Government related entities along with description of relationship wherein transaction carried out:

Name of Related Party	Relation	Nature of Transaction	31 March 2023	31 March 2022
Inland Waterways Authority of India	Ministry of Port, Shipping & Waterways	Recovery of reimbursable expenses	73.53	5.95
Inland Waterways Authority of India	Ministry of Port, Shipping & Waterways	Lease Liability	-	0.00
Inland Waterways Authority of India	Ministry of Port, Shipping & Waterways	Reimbursement of expenses	-	0.89
Food Corporation of India	Ministry of Consumer Affairs, Food and Public Distribution	Revenue from Freight	-	1.98
Indian Oil Corporation Limited	Central PSU	Purchases of Bunker, Oil etc	25.94	33.20

Government related entities along with description of relationship wherein balance receivable/payable from/to related parties are as follows:

Name of Related Party	Relation	Nature of Transaction	31 March 2023	31 March 2022
Inland Waterways Authority of India	Ministry of Port, Shipping & Waterways	Financial Assistance receivable	32.64	7.02
Inland Waterways Authority of India	Ministry of Port, Shipping & Waterways	Trade Payable	0.89	0.89
Food Corporation of India	Ministry of Consumer Affairs, Food and Public Distribution	Trade Receivable	1.98	1.98
Indian Oil Corporation Limited	Central PSU	Advance to Vendor	-	13.89





Chartered Accountants

## INDEPENDENT AUDITOR'S REPORT

The Board of Directors,  
**Inland & Coastal Shipping Limited,**  
Shipping House,  
13 Strand Road,  
Kolkata - 700001.

### Report on the Audit of the Standalone Financial Results

#### Opinion:

We have audited the accompanying standalone financial results of **Inland & Coastal Shipping Limited** for the quarter ended on March 31, 2023 and the year-to-date results for the period April 1, 2022 to March 31, 2023 attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulation").

In our opinion and to the best of our information and according to the explanations given to us these standalone financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 in this regard; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted in India of the net loss and other financial information for the quarter ended March 31, 2023 as well as the year-to-date results for the period from April 1, 2022 to March 31, 2023.

#### Basis for Opinion:

We conducted our audit of the statement in accordance with the Standard on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results 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 together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Our opinion is not modified in respect of this matter.

Registered Office:  
318A, Martin Burn House,  
1, R N Mukherjee Road, Kolkata-700 001  
Telephone+91 33 46000001, 46000020



# R. RAMPURIA & COMPANY

Chartered Accountants

## Management's Responsibilities for the Standalone Financial Results

These quarterly financial results as well as the year-to-date standalone financial results have been prepared on the basis of this interim financial statements. The Company's Board of Directors are responsible for the preparation of these financial results that give a true and fair view of the net profit/loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, 'Interim Financial Reporting' prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities ; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement , whether due to fraud and error.

In preparing the standalone financial results, the Board of Directors 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 for accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results 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 it is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risk of material misstatement of the standalone financial results, 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

Registered Office:  
318A, Martin Burn House,  
1, R N Mukherjee Road, Kolkata-700 001  
Telephone+91 33 46000001, 46000020



# R. RAMPURIA & COMPANY

Chartered Accountants

- 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors' 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 results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For **R RAMPURIA & COMPANY**

Chartered Accountants

Firm Regn. No.: 325211E



(CA Vardhman Chhalani)

(Partner)

Membership Number: 317143



Place: Kolkata

Dated: 27/04/2023

UDIN: 23317143 B61STDF1293

**Registered Office:**  
318A, Martin Burn House,  
1, R N Mukherjee Road, Kolkata-700 001  
Telephone+91 33 4600001, 4600020

**INLAND & COASTAL SHIPPING LTD**  
**CIN: U61100WB2016GOI217822**  
 Regd Off: Shipping House, 13, Strand Road, Kolkata, West Bengal, 700001  
 Balance sheet as at March 31st, 2023

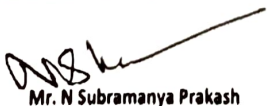
(INR in Lakhs)


Particulars	As at 31st March 2023 (Audited)	As at 31st March 2022 (Audited)
<b>ASSETS</b>		
<b>Non-Current Assets</b>		
Property, plant and equipment and intangible assets	-	-
Capital work-in-progress	-	-
Goodwill	-	-
Other intangible assets	-	-
Right-of-Use Assets	0.00	0.00
<b>Financial assets</b>		
i. Investments	-	-
ii. Loans	-	-
iii. Other financial assets	-	-
Deferred tax assets (net)	-	-
Income tax assets (net)	-	-
Other non-current assets	-	-
<b>Total Non-Current Assets</b>	<b>0.00</b>	<b>0.00</b>
<b>Current Assets</b>		
Inventories	1.07	3.07
<b>Financial assets</b>		
i. Investments	-	-
ii. Trade receivables	4.47	4.02
iii. Cash and cash equivalents	24.03	10.18
iv. Bank balances other than (iii) above	-	-
v. Loans	-	-
vi. Other financial assets	0.04	26.87
Other Current assets	60.09	34.56
<b>Total Current Assets</b>	<b>89.69</b>	<b>78.70</b>
<b>Total Assets</b>	<b>89.69</b>	<b>78.70</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	105.00	105.00
Other equity	(191.70)	(123.56)
<b>Total Equity</b>	<b>(86.70)</b>	<b>(18.56)</b>
<b>LIABILITIES</b>		
<b>Non-Current Liabilities</b>		
<b>Financial liabilities</b>		
i. Borrowings	139.88	50.00
ii. Lease Liabilities	0.00	0.00
iii. Other financial liabilities	5.66	-
<b>Provisions</b>	0.03	0.05
<b>Tax liabilities (net)</b>	-	-
<b>Other non-current liabilities</b>	-	-
<b>Total Non Current Liabilities</b>	<b>145.57</b>	<b>50.05</b>
<b>Current Liabilities</b>		
<b>Financial liabilities</b>		
i. Borrowings	-	-
ii. Lease Liabilities	0.00	0.00
iii. Trade payables	-	-
(a) total outstanding dues of micro enterprises and small enterprises; and (b) total outstanding dues of creditors other than micro enterprises and small enterprises	5.58	9.10
iv. Other financial liabilities	3.92	5.66
<b>Provisions</b>	20.73	31.28
<b>Other Current Liabilities</b>	0.58	1.17
<b>Total Current Liabilities</b>	<b>30.82</b>	<b>47.21</b>
<b>Total Liabilities</b>	<b>176.39</b>	<b>97.26</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>	<b>89.69</b>	<b>78.70</b>

For and on behalf of the Board of Directors,

As per our report of even date attached hereto,

  
 Capt. B. K. Tyagi  
 Chairman and Managing Director  
 DIN - 08966904

  
 Mr. N Subramanya Prakash  
 Director  
 DIN - 09738001

  
 CA Vardhman Chhalani  
 Partner, M No. 317143  
 M/s R Rampuria & Company, Chartered Accountants  
 Firm Regn. No.: 325211E  
 Kolkata dated: 27/04/2023

Mumbai dated: 26/04/2023

66

UDIN:



**INLAND & COASTAL SHIPPING LTD**  
**CIN: U61100WB2016GD1217822**  
**Regd Off: Shipping House, 13, Strand Road, Kolkata, West Bengal, 700001**  
**Statement of Profit and Loss for the quarter and year ended March 31st, 2023**

(INR In Lakhs)

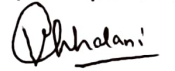
Sr No.	Particulars	Quarter ended			Year ended	
		31 March 2023 (Audited)	31 Dec 2022 (Unaudited)	31 March 2022 (Audited)	31 March 2023 (Audited)	31 March 2022 (Audited)
1	Revenue from operations	0.07	(0.07)	3.14	5.95	4.59
2	Other income	21.01	15.60	33.32	50.32	33.65
3	<b>Total Income (1+2)</b>	<b>21.07</b>	<b>15.53</b>	<b>36.46</b>	<b>56.27</b>	<b>38.24</b>
	<b>Expenses</b>					
	Cost of Services rendered	33.30	21.45	41.95	115.77	119.29
	Employee benefits expense	-	-	-	-	-
	Finance costs	0.00	0.00	0.00	0.00	0.00
	Depreciation and amortisation expense	0.00	0.00	0.00	0.00	0.00
	General, administration and other expenses	2.66	2.21	6.95	8.58	7.92
4	<b>Total expenses (4)</b>	<b>35.96</b>	<b>23.67</b>	<b>48.90</b>	<b>124.36</b>	<b>127.21</b>
5	<b>Profit / (Loss) before exceptional items and tax (3-4)</b>	<b>(14.89)</b>	<b>(8.14)</b>	<b>(12.44)</b>	<b>(68.08)</b>	<b>(88.97)</b>
6a	Exceptional items	-	-	-	-	-
6b	Prior Period Expenses	0.05	-	-	0.05	-
7	<b>Profit / (Loss) before tax (5-6)</b>	<b>(14.94)</b>	<b>(8.14)</b>	<b>(12.44)</b>	<b>(68.13)</b>	<b>(88.97)</b>
	<b>Tax expense</b>					
	-Current tax	-	-	-	-	-
	-Tax pertaining to earlier years	-	-	0.00	-	0.00
	-Deferred tax	-	-	-	-	-
	-MAT Credit Entitlement	-	-	-	-	-
8	<b>Total tax expense (8)</b>	<b>-</b>	<b>-</b>	<b>0.00</b>	<b>-</b>	<b>0.00</b>
9	<b>Profit / (Loss) for the period (7-8)</b>	<b>(14.94)</b>	<b>(8.14)</b>	<b>(12.44)</b>	<b>(68.13)</b>	<b>(88.97)</b>
	<b>Other comprehensive income</b>					
	Items that will not be reclassified to profit or loss:	-	-	-	-	-
10	<b>Other comprehensive income for the period, net of tax (10)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
11	<b>Total comprehensive income for the period (9+10)</b>	<b>(14.94)</b>	<b>(8.14)</b>	<b>(12.44)</b>	<b>(68.13)</b>	<b>(88.97)</b>
12	<b>Earnings per equity share</b>					
	Basic earnings per share (in INR)	(1.42)	(0.77)	(1.19)	(6.49)	(8.47)
	Diluted earnings per share (in INR)	(1.42)	(0.77)	(1.19)	(6.49)	(8.47)

For and on behalf of the Board of Directors,

As per our report of even date attached hereto,

  
**Capt. B. K. Tyagi**  
 Chairman and Managing Director  
 DIN - 08966904

  
**Mr. N Subramanya Prakash**  
 Director  
 DIN - 09738001

  
**CA Vardhman Chhalani**  
 Partner, M No. 317143  
 M/s R Rampuria & Company, Chartered Accountants  
 Firm Regn. No.: 325211E

Mumbai dated: 26/04/2023

Kolkata dated: 27/04/2023

UDIN:



**INLAND & COASTAL SHIPPING LTD**  
**Statement of Cash Flows for the year ended March 31, 2023**  
**CIN: U61100WB2016GOI217822**

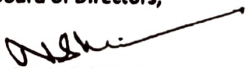
(INR in Lakhs)

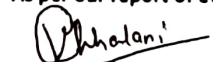
Particulars	Year Ended	
	31 March 2023 (Audited)	31 March 2022 (Audited)
<b>A Cash Flow from operating activities</b>		
Profit / (Loss) before income tax	(68.13)	(88.97)
Adjustments for		
Add:		
Finance costs	0.00	0.00
Depreciation	0.00	0.00
Less:		
Interest received	(0.01)	(0.38)
<b>Change in operating assets and liabilities</b>		
(Increase)/decrease in other financial assets	26.83	(26.17)
(Increase)/decrease in trade receivable	(0.45)	(7.75)
(Increase)/decrease in inventories	2.01	5.66
(Increase)/decrease in other current assets	(25.53)	(24.80)
Increase/(decrease) in other financial liabilities	3.92	5.66
(Increase)/decrease in trade payable	(3.52)	9.10
Increase/(decrease) in provisions	(10.58)	11.89
Increase/(decrease) in other current liabilities	(0.59)	1.09
<b>Cash generated from operations</b>	(76.03)	(114.66)
Income taxes paid	-	-
<b>Net cash inflow (outflow) from operating activities (A)</b>	<b>(76.03)</b>	<b>(114.66)</b>
<b>B Cash flow from investing activities:</b>		
Proceeds from sale of current investments	-	-
Purchase of current investments	-	-
Interest received	0.01	0.38
<b>Net cash inflow (outflow) from investing activities (B)</b>	<b>0.01</b>	<b>0.38</b>
<b>C Cash flow from financing activities</b>		
Share Application Money pending allotment	-	-
Loan from SCI Ltd	89.88	50.00
Income tax (Paid)/Refund	-	0.01
<b>Net cash inflow (outflow) from financing activities (C)</b>	<b>89.88</b>	<b>50.01</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>13.85</b>	<b>(64.28)</b>
Add: Cash and cash equivalents at the beginning of the financial year	10.18	74.45
<b>Cash and cash equivalents at the end of the year</b>	<b>24.03</b>	<b>10.18</b>
<b>Cash Flow statement as per above comprises of the following</b>		
Cash and cash equivalents	24.03	10.18
Bank overdrafts	-	-
<b>Total</b>	<b>24.03</b>	<b>10.18</b>

For and on behalf of the Board of Directors,

As per our report of even date attached hereto.

  
 Mr. B. K. Tyagi  
 Chairman and Managing Director  
 DIN - 08966904

  
 Mr. N Subramanya Prakash  
 Director  
 DIN - 09738001

  
 CA Vardhman Chhalani  
 Partner, M No. 317143  
 M/s R Rampuria & Company, Chartered Accountants  
 Firm Regn. No.: 325211E  
 Kolkata dated: 27/04/2023

Mumbai dated: 26/04/2023

UDIN:



Notes to standalone financial results:

- 1 The above standalone financial results were approved by the Board of Directors at their respective meetings held on 26/04/2023.
- 2 The Statutory Auditors of the Company have carried out the review of the standalone financial results for the quarter ended 31<sup>st</sup> March 2023, pursuant to the requirements of Regulation 33 of the SEBI (LODR) Regulations, 2015 (as amended from time to time).
- 3 The standalone financial results of the Company have been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards (IndAS) as prescribed under Section 133 of the Companies Act 2013, read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and other accounting principles generally accepted in India.
- 4 Change in presentation and subsequent reclassification – In line with the presentation of current statement of standalone financial results, certain figures reported in the statement of standalone financial results for the year ended March 31, 2022 have been reclassified. This re-classifications had no effect on the reported results of operations of the Company. An adjustment has been made to the statement of standalone financials results for the year ended March 31, 2022, to identify the financial assistance received from Inland Waterways Authority of India as per Ind AS 20 - Accounting for Government Grants and Disclosure of Government Assistance. As per Ind AS 20 a government grant that becomes receivable as compensation for expenses or losses already incurred shall be recognised in profit or loss of the period in which it becomes receivable. With regards to presentation in standalone financial results, as per Ind AS 20, grants related to income can be presented as a credit in the statement of profit and loss under a general heading such as 'Other income'. Consequently, 'Other income' for the year ended March 31, 2022 is increased by Rs.33,27,094 with a corresponding decrease of Rs.33,27,094 in 'Revenue from operations'. This change in classification does not affect previously reported 'Total Income' in the Statement of standalone financial result for the year ended March 31, 2022.
- 5 The figures of the previous year/ period have been regrouped or rearranged wherever necessary / practicable to conform to current year / period's presentations.

For The Inland & Coastal Shipping Limited

  
Capt. B. K. Tyagi

Chairman and Managing Director  
DIN - 08966904

Place: Mumbai  
Date: 26/04/2023





सत्यमेव जयते

भारतीय लेखा परीक्षा और लेखा विभाग  
INDIAN AUDIT AND ACCOUNTS DEPARTMENT

महानिदेशक लेखा परीक्षा (खान) का कार्यालय  
OFFICE OF THE DIRECTOR GENERAL OF AUDIT (MINES)

1, काउंसिल हाउस-स्ट्रीट, कोलकाता- 700 001

1, COUNCIL HOUSE STREET, KOLKATA-700 001

दिनांक / Dated... 30 JUN 2023

सेवा में

The Managing Director,  
Inland & Coastal Shipping Limited,  
Shipping House,  
13, Strand Road,  
Kolkata – 700001

**विषय:** कम्पनी अधिनियम 2013 की धारा 143(6)(b) के अधीन Inland & Coastal Shipping Limited के वर्ष 2022-23 के लेखों पर भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणीयाँ ।

महोदय,

कम्पनी अधिनियम 2013 की धारा 143(6)(b) के अन्तर्गत 31 मार्च को समाप्त वर्ष 2022-23 के लिए Inland & Coastal Shipping Limited के लेखों पर भारत के नियंत्रक-महालेखा परीक्षक की टिप्पणीयाँ प्रेषित की जा रही हैं।

कृपया इस पत्र की पावती भेजे ।

अनु: यथोपरि।

भवदीय,

अतुल प्रकाश  
(अतुल प्रकाश)

प्रधान निदेशक लेखापरीक्षा (खान)

कोलकाता



**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF INLAND AND COASTAL SHIOPPING LIMITED FOR THE YEAR ENDED 31 MARCH 2023**

The preparation of financial statements of Inland & Coastal Shipping Limited for the year ended 31 March 2023 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 these financial statements under section 143 of the Act based on independent audit in accordance with the 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 27 April 2023.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of Inland & Coastal Shipping Limited for the year ended 31 March 2023 under section 143(6)(a) of the Act.

For and on the behalf of the  
Comptroller & Auditor General of India



(Atul Prakash)

Principal Director of Audit (Mines)  
Kolkata

Place: Kolkata

Date: 30 JUN 2023

**Form No. AOC-2**

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the

Companies (Accounts) Rules, 2014]

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

**1. Details of contracts or arrangements or transactions not at arm's length basis**

There were no contracts or arrangements or transactions entered into during the year ended 31<sup>st</sup> March, 2023 which were not at arm's length basis.

**2. Details of material contracts or arrangement or transactions at arm's length basis**

Below transactions occurred at arm's length price with holding company Shipping Corporation of India Ltd during the FY 2022-23.

- ICSL has paid Rs.9,83,818/- as reimbursement of expenses to SCI

- ICSL has received an interest free loan of Rs. 1,10,87,978/- during FY 2022-23 which is payable on demand from SCI. Out of previous year loan of Rs. 50 Lakhs, ICSL has repaid Rs. 21,00,000/- during FY 2022-23.

- Agreement for licensing space in SCI Kolkata Office w.e.f April 01, 2021 has been executed with SCI during FY 2022-23 for Office Rent of Rs.1,440 per month. ICSL has paid Rs. 34,560/- as rent for the period April 01, 2021 till March 31, 2023 and a security deposit of Rs. 3,600/- during FY 2022-23.

- Agreement for Management Consultancy w.e.f. April 01, 2021 for services rendered by SCI for Rs. 53,550 per month has been executed during FY 2022-23. ICSL has paid Rs. 12,31,650/- as management fee for the period April 01, 2021 till Feb 28, 2023 during FY 2022-23.

**72**

**Mumbai** **For and on behalf of the Board of Directors**

sd/-

**Capt. B.K.Tyagi, CMD**

**DIN:08966904**

**Date : 25.07.2023**



# Ragini Chokshi & Co.

## Company Secretaries

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.  
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com  
web: csraginichokshi.com

ANNEXURE- E

Tel. : 022-2283 1120  
022-2283 1134

Date : 28.06.2023

To,

The Members,

**INLAND & COASTAL SHIPPING LIMITED**

We have examined the compliance of the conditions of Corporate Governance by **INLAND & COASTAL SHIPPING LIMITED**, CIN: U61100WB2016GOI217822 ('the Company') for the financial year ended March 31, 2023, as stipulated in the Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) 2010 issued by the Department of Public Enterprises (DPE).

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

Based on our examination of the relevant records and in our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of the Corporate Governance as stipulated in the guidelines issued by the DPE for the year ended March 31, 2023 subject to the following:

- a) The Company has not complied with the clause 3.1 of DPE Guidelines regarding composition of Directors viz. Functional Directors, Nominee Directors and Independent Directors on the Board of the Company and consequently the Company has not constituted Audit Committee and Nomination and Remuneration Committee.

It was clarified that, the Company being a PSU the powers to appoint/nominate/change Directors on the Board of Company are vested with the Administrative Ministry i.e Ministry of Ports, Shipping and Waterways (MoPSW). The Company is taking all appropriate actions in coordination with the Ministry to comply with the said clause.

For Ragini Chokshi & Co.  
(P.R. Certificate No.: 659/2020)

Place: Mumbai  
Date: 28.06.2023



*R. K. Chokshi*

Ragini Chokshi  
(Partner)

Mem. No.: 2390

C.P. No.: 1436

UDIN: F002390E000516301