



KNOWLEDGE MARINE & ENGINEERING WORKS LIMITED

Ship Builders, Repairers, Charterers and Marine Contractors

CIN: L74120MH2015PLC269596



Ref: KMEW/SE/Reg-30/2024-25/08

Date: January 20, 2025

To,
Listing Department
BSE Limited
P. J. Towers,
Dalal Street, Fort
Mumbai- 400001

Listing & Compliance Department
The National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051

Dear Sir/Ma'am,

Scrip Code	Symbol	ISIN
543273	KMEW	INEOCJD01011

Sub: Proceedings of the Extra-Ordinary General Meeting of the Knowledge Marine & Engineering Works Limited

The Extra-Ordinary General Meeting (“EOGM”) of the Knowledge Marine & Engineering Works Limited (the “Company”) was held today, i.e., on Monday, January 20, 2025 at 04:00 PM (IST). The EOGM was conducted through Video Conferencing / Other Audio-Visual Means to transact the business as stated in the Notice dated December 24, 2024, convening the EOGM.

In this regard, please find enclosed herewith the Summary of the Proceedings of the EOGM of the Company as required under Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015, as amended (“Listing Regulations”).

The Summary of proceedings of the EOGM of the Company is also available on the website of the Company at <https://www.kmew.in/investor-information.html>.

We request you to take the above information on your records.
Thanking You,

Yours Faithfully,
For **Knowledge Marine & Engineering Works Limited**

Avdhoot Kotwal
Company Secretary & Compliance Officer

Encl.: a/a



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Summary of the Proceedings of the Extra-Ordinary General Meeting of the Knowledge Marine & Engineering Work Limited

The Extra-Ordinary General Meeting ('EOGM'/'Meeting') of the Members of Knowledge Marine & Engineering Works Limited (the 'Company') was held today i.e., on Monday, January 20, 2025, at 04:00 p.m. (IST), through Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'), to transact the business as stated in the Notice convening this EOGM dated December 24, 2024. The meeting was conducted in accordance and in compliance with relevant circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") in this regard and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

Mr. Avdhoot Kotwal, Company Secretary & Compliance Officer, welcomed the Members to the Meeting.

Mrs. Kanak Kewalramani, Whole-time Director of the Company, Chairperson of this EOGM, chaired the Meeting.

Directors Present at the EOGM:

1. Mrs. Kanak Kewalramani: Whole-time Director & CFO - attended through VC from Registered Office at Mumbai
2. Mr. Ashish Mohandas: Independent Director – attended through VC from Kerala
3. Mr. Shailesh Bhambhani: Independent Director - attended through VC from Pune
4. Mr. Jagat Jiban Biswas: Non-Executive Director - attended through VC from Kolkata
5. Mr. Saurabh Daswani: Managing Director - attended through VC from Mumbai

Mr. Sujay Kewalramani, CEO and Mr. Avdhoot Kotwal, Company Secretary & Compliance Officer attended the EOGM through VC from Registered Office at Mumbai.

The Company Secretary welcomed all the members and Directors to the meeting and requested those, who joined through VC, to introduce themselves to the Members. The respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee, and Risk Management Committee were present at the EOGM. The representative of the Company's Statutory Auditors and Scrutinizer were also present at the Meeting through VC. As confirmed by the moderators, the requisite quorum being present, the Chairperson called the meeting to be open and in order. Then, The Company Secretary informed the members on certain points relating EOGM:



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- That the EOGM being held through video conferencing in accordance with the various circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.
- That the facility for joining this Meeting through video conference was made available for the members on a first-come-first-served basis, except for large shareholders, promoters, institutional investors, directors, key-managerial personnel, the chairperson of the respective committees as well as the auditors who are allowed to attend the EOGM without any restrictions.
- The Company has taken all feasible efforts to enable the members to participate in this meeting through video conference and to vote at the EOGM.
- That the Company has tied up with Link Intime India Private Limited to avail the facility of e-voting and for participating in this EOGM through video conferencing.
- That the EOGM is being conducted through video conferencing, the facility of appointment of proxies by members was not applicable. Hence, the proxy register for inspection is not available. However, the body corporate is entitled to appoint authorized representatives to attend the EOGM through VC, and participate and cast their votes through e-voting.
- That the Register of Directors and the Key Managerial Personnel, the Register of Contracts or Arrangements and other documents mentioned in the EOGM Notice have been made available electronically for inspection during this EOGM.
- That the registered office of the Company is situated at Mumbai and shall deemed to be the venue for this EOGM and proceedings of the EOGM. The EOGM shall deemed to be conducted here.
- That the proceedings of this Meeting were recorded by Link Intime India Private Limited (“LIPL”). The Chairperson then addressed the speech to the members.

The Chairperson, then requested Mr. Kotwal, Company Secretary of the Company to conduct the meeting. The Company Secretary thanked the Chairperson. Since the Notice of EOGM was already circulated to all the members, the Notice convening this EOGM was taken as read. He informed that the Members who were present at the EOGM but had not cast their votes earlier through remote e-voting, may cast their vote during the EOGM. He has also explained the process of e-voting on the Resolutions during the meeting through the Insta-vote Link Intime for e-voting. The Company Secretary then read out all the resolution placed in the Notice of EOGM.

The following items of business as per the Notice of the Extra-Ordinary General Meeting were commended for Members’ consideration and approval:



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Sr. No.	Details of the Resolution	Type of Resolution
1.	Sub-division of Equity Shares of the Company in the ratio of 1 (One) fully paid-up equity Shares having face value of Rs. 10/- (Rupees Ten each) fully paid-up equity Share, into 2 (Two) fully paid-up equity Shares, having face value of Rs. 5/- (Rupee Five) each	Special Resolution
2	Alteration of Memorandum of Association of the Company pursuant to Sub-division of Equity Shares of the Company.	Special Resolution
3.	Approval for raising of funds in one or more tranches, by issuance of securities by way of private offerings, Qualified Institutions Placement(s) and/or any combination thereof or any other method as may be permitted under applicable law for an amount not exceeding Rs. 500 crore	Special Resolution

The Company Secretary informed the members that since the Meeting was being held through VC and the resolutions were put to vote only through e-Voting, the practice of proposing and seconding of resolutions was not being followed. The Company Secretary further informed the members that the text of the resolutions and explanatory statement is provided in the notice of EOGM circulated to the members. The Company Secretary briefed about two modes of voting in the EOGM i.e., remote e-voting from Thursday, January 16, 2025 at 9.00 a.m. (IST) and concluded yesterday, i.e. on Sunday, January 19, 2025 at 5.00 p.m. (IST) and the e-voting during this EOGM.

Further, the Company Secretary informed the members, that the Board of Directors of the Company has appointed Ms. Preeti Singhania, Proprietor of M/s. P Singhania & Associates, Chartered Accountants, as the Scrutinizer for remote e-voting as well as e-voting at this EOGM, who would scrutinize the votes and hand over the combined report on voting within 2 working days from the conclusion of this EOGM. Upon receipt of the result of voting along



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with the Scrutinizer's Report, the same shall be uploaded on the website of the Company and shall also be submitted to the Stock Exchanges.

The Chairperson, thereafter, thanked all the Members, Directors, Employees, Senior Management Team, Auditor and Scrutinizer and prayed for their good health and safety. The meeting commenced at 04:00 p.m. (IST) and concluded at 04:14 p.m. (IST). The e-voting facility was kept open for the 20 (Twenty) minutes after the conclusion of EOGM to enable the Members to cast their vote.

For **Knowledge Marine & Engineering Works Limited**

Avdhoot Kotwal
Company Secretary & Compliance Officer

