



KNOWLEDGE MARINE & ENGINEERING WORKS LIMITED

Ship Builders, Repairers, Charterers and Marine Contractors

CIN: L74120MH2015PLC269596



Ref: KMEW/BSE/Reg-30/2024-25/19

Date: 19th September, 2024

To,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Dear Sir/Ma'am,

Scrp Code	Symbol	ISIN
543273	KMEW	INEOCJD01011

Sub: Proceedings of the 09th Annual General Meeting of the Knowledge Marine & Engineering Works Limited

The 09th Annual General Meeting (“AGM”) of Knowledge Marine & Engineering Works Limited (the “Company”) was held on Thursday, 19th September, 2024 at 04:00 PM (IST). The AGM was conducted through Video Conferencing / Other Audio-Visual Means to transact the business as stated in the Notice dated 16th August, 2024, convening the AGM.

In this regard, please find enclosed herewith the Summery of the Proceedings at the 09th AGM of the Company as required under Regulation 30 read with Para A of Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirement) Regulation, 2015, as amended (“Listing Regulations”). The Summery of proceedings of the 09th AGM of the Company is also available on the website of the Company at <https://www.kmew.in/investor-information.html>.

Kindly take the same on record & oblige.

Thanking You,

Yours Faithfully,

For **Knowledge Marine & Engineering Works Limited**

Avdhoot Kotwal
Company Secretary & Compliance Officer

Regd Office: Office no 402, Sai Samarth Business Park, Deonar Village Rd, Govandi (East), Mumbai - 88
Phone: 022 - 35530988 E-mail: info@kmew.in, Website: www.kmew.in
Listed on BSE SME exchange (KMEW | 543273 | INE0CJD01011)



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Summary of the Proceedings of the 09th Annual General Meeting of the Knowledge Marine & Engineering Work Limited

The 09th Annual General Meeting ('AGM'/'Meeting') of the Members of Knowledge Marine & Engineering Works Limited (the 'Company') was held today i.e., on Thursday, 19th September, 2024, 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 AGM dated 16th August, 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 AGM, chaired the Meeting.

Directors Present at the AGM:

1. Mrs. Kanak Kewalramani: Whole-time Director & CFO - attended through VC from Registered Officer 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 Myanmar

Mr. Avdhoot Kotwal, Company Secretary & Compliance Officer attended the AGM 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 AGM. The representative of the Company's Statutory Auditors and Scrutinizer were also present at the Meeting through VC. As

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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 AGM:

- (a) That the AGM 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.
- (b) 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 AGM without any restrictions.
- (c) The Company has taken all feasible efforts to enable the members to participate in this meeting through video conference and to vote at the AGM.
- (d) That the Company has tied up with Link Intime India Private Limited to avail the facility of e-voting and for participating in this AGM through video conferencing.
- (e) That the AGM 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 AGM through VC, and participate and cast their votes through e-voting.
- (f) That the Register of Directors and the Key Managerial Personnel, the Register of Contracts or Arrangements and other documents mentioned in the AGM Notice have been made available electronically for inspection during this AGM.
- (g) That the registered office of the Company is situated at Mumbai and shall be deemed to be the venue for this AGM and proceedings of the AGM. The AGM shall be deemed to be conducted here.
- (h) That the proceedings of this Meeting were recorded by Link Intime India Private Limited ("LIPL").

The Chairperson then addressed the speech to the members. In her speech, She spoke about India and the port Sector, Company's Performance in 2023-24 and Future Prospects about the Company, Companies Migration to Main Board of BSE & NSE and the steps taken by the Company towards Corporate Social Responsibility.



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The Chairperson, then requested Mr. Kotwal, Company Secretary of the Company to conduct the meeting and present Auditor's Report.

The Company Secretary thanked the Chairperson. Since the Notice of AGM was already circulated to all the members, the Notice convening this AGM was taken as read.

He informed that the Members who were present at the AGM but had not cast their votes earlier through remote e-voting, may cast their vote during the AGM. 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 AGM.

Further, the Company Secretary informed the members that the Statutory Auditors' and Secretarial Auditors have expressed unqualified opinion in their respective Audits Report and did not contain any qualifications, other reservations, adverse remarks, or disclaimers. Hence Annual Accounts and Audit Report were duly considered as read.

The following items of business as per the Notice of the 09th Annual General Meeting were commended for Members' consideration and approval:

Sr. No.	Details of the Resolution	Type of Resolution
1.	Adoption of Audited Financial Statements and together with Reports of Board of Director's and Auditors thereon	Ordinary
2.	Appointment of Mr. Jagat Jiban Biswas (DIN 07311532), who retires by rotation	Ordinary
3.	Re-appointment of Mr. Saurabh Daswani (DIN: 07297445) as a Managing Director of the Company for a period of 5 Years	Special
4.	Re-appointment of Mrs. Kanak Kewalramani (DIN: 06678703) as a Whole-time Director of the Company for a period of 5 Years	Special
5.	Re-appointment of Mr. Ashish Mohandas (DIN: 08708036) as an Independent Director of the Company for Second term of 5 Years	Special



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6.	Increase in the Authorized Share Capital of the Company from Rs. 11,00,00,000/- (Rupees Eleven Crores Only) to 15,00,00,000/- (Rupees Fifteen Crores Only)	Ordinary
7.	Approval for alteration of Clause V of the Memorandum of Association pursuant to increase in the Authorized Share Capital of the Company	Special
8.	Approval for alteration of Clause III B of the Memorandum of Association of the Company	Special
9.	Approval for enhancing the borrowing powers of the Company from Rs. 300 Crores to 500 Crores	Special

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 AGM circulated to the members.

The Company Secretary briefed about two modes of voting in the AGM i.e., remote e-voting from Monday, September 16, 2024 at 9.00 a.m. (IST) and concluded yesterday, i.e. on Wednesday, September 18, 2024 at 5.00 p.m. (IST) and the e-voting during this AGM.

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 AGM, who would scrutinize the votes and hand over the combined report on voting within 2 working days from the conclusion of this AGM. Upon receipt of the result of voting along 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.



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The Chairperson, thereafter, thanked all the Members, Directors, Employees, Senior Management Team, Customers, Channel partners, Bankers and Government authorities and prayed for their good health and safety.

The meeting commenced at 04:00 p.m. (IST) and concluded at 04:24 p.m. (IST). The e-voting facility was kept open for the 20 (Twenty) minutes after the conclusion of AGM to enable the Members to cast their vote.

For **Knowledge Marine & Engineering Works Limited**

Avdhoot Kotwal
Company Secretary & Compliance Officer

