



KNOWLEDGE MARINE & ENGINEERING WORKS LIMITED

Ship Builders, Repairers, Charterers and Marine Contractors

CIN: L74120MH2015PLC269596



Ref: KMEW/SE/Reg-30/2024-25/04

Date: December 24, 2024

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,

Script Code	Symbol	ISIN
543273	KMEW	INE0CJD01011

Sub: Outcome of Board Meeting held on Tuesday, December 24, 2024 under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

In continuance of our letter dated December 19, 2024, and pursuant to 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**") read with Schedule III of the Listing Regulations and Securities and Exchange Board of India circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, each as amended ("**SEBI Circulars**"), we hereby inform you that the Board of Directors of Knowledge Marine & Engineering Works Limited (the "**Company**") at their meeting held on Tuesday, December 24, 2024, has *inter-alia*, approved following:

(A) Sub-division / Split of Shares

The proposal for sub-division of existing 1 (One) equity share of the Company having face value of Rs. 10/- each into 2 (Two) equity shares having face value of Rs. 5/- (Rupees Five Only) each fully paid up was approved by the Board of Directors, subject to approval of the shareholders of the Company and other regulatory/statutory approvals as may be required. (Details are enclosed as **Annexure – A**)



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The record date for the purpose of the above sub-division/split of Equity Shares shall be decided after obtaining approval of the shareholders and will be intimated in due course.

(B) Alteration of Memorandum of Association - Capital Clause (Clause 5)

The proposal of alteration of the Capital Clause (Clause 5) of the Memorandum of Association of the Company (MoA) pursuant to sub-division/split of equity shares of the Company was approved by the Board of Directors, subject to approval of the shareholders of the Company (Details are enclosed as **Annexure – B**).

(C) Approval for Raising of funds

Raising of funds by the Company, by way of *inter-alia*, issue of equity shares or any other equity linked instruments or securities, including convertible preference shares/ fully or partly convertible debentures or by way of a composite issue of non-convertible debentures and warrants entitling the warrant holder(s) to apply for equity shares, or any other eligible securities by way of one or more public and / or private offerings and / or on preferential allotment basis and / or through a qualified institutions placements or through any other permissible mode under applicable laws and/ or combination thereof, as may be considered appropriate, for an aggregate amount of up to Rs. 500 crores (Rupees Five Hundred Crore only), for cash and at such premium/discount, as applicable, subject to such approvals as may be required, including the approval of the Shareholders at a general meeting and further subject to such other statutory/regulatory/other approvals, as applicable (Details are enclosed as **Annexure – C**).

(D) Notice of Extra-Ordinary General Meeting of the Company

The approval of Notice of Extra-Ordinary General Meeting of the Company for obtaining consent of the shareholders. The notice of the Extra-Ordinary General Meeting shall be sent through e-mail to those shareholders who hold shares as on the cut-off date December 20, 2024 and whose email address is registered with the Company's RTA/ Depository Participants (DP).

The Extra-Ordinary General Meeting of the Company will be held on Monday, January 20, 2025 at 04.00 PM through Video-conferencing (VC) facility or Audio-Visual Means (OAVM) and deemed to be held at the Registered Office of the Company situated at Office No. 402, Sai Samarth Business Park, Deonar Village Road, Govandi East, Mumbai - 400 088.



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(E) Constitution of Fund Raising Committee

Approval for Constitution of the Fund-Raising Committee, a committee of the Board of Directors of the Company for dealing with all matters pertaining to the proposed Fund Raising.

The meeting commenced at 11:00 a.m. (IST) and concluded at 11.46 a.m. (IST).

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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Annexure - A

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circulars:

Sub-division/Split of existing equity shares of the Company from 1 (One) equity share having face value of Rs. 10/- (Rupees Ten only) each, fully paid-up into 2 (Two) equity shares having face value of Rs. 5/- (Rupees five only) each fully paid-up.

Sr. No.	Particulars	Description																					
1.	Split Ratio	Existing 1 (One) equity share of the Company having face value of Rs. 10/- (Rupees Ten only) each fully paid-up will be sub-divided/split into 2 (Two) equity shares having face value of Rs. 5/- (Rupees Five only) each fully paid-up, subject to regulatory/statutory approvals as may be required and the approval of the shareholders of the Company.																					
2.	Rationale behind the Split	To enhance the liquidity in the capital market, to widen shareholder base and to make the shares more affordable to small investors.																					
3.	Pre and post share capital - authorized, paid-up and subscribed	<table border="1"> <thead> <tr> <th>Particulars</th> <th colspan="3">Pre-Split / Sub-Division of Equity Shares</th> <th colspan="3">Post-Split / Sub-Division of Equity</th> </tr> <tr> <th></th> <th>Number of shares</th> <th>Face Value (in Rs.)</th> <th>Total (in Rs.)</th> <th>Number of shares</th> <th>Face Value (in Rs.)</th> <th>Total (in Rs.)</th> </tr> </thead> <tbody> <tr> <td>Authorized Share</td> <td>1,50,00,000</td> <td>10/-</td> <td>15,00,00,000/-</td> <td>3,00,00,000</td> <td>5/-</td> <td>15,00,00,000/-</td> </tr> </tbody> </table>	Particulars	Pre-Split / Sub-Division of Equity Shares			Post-Split / Sub-Division of Equity				Number of shares	Face Value (in Rs.)	Total (in Rs.)	Number of shares	Face Value (in Rs.)	Total (in Rs.)	Authorized Share	1,50,00,000	10/-	15,00,00,000/-	3,00,00,000	5/-	15,00,00,000/-
		Particulars	Pre-Split / Sub-Division of Equity Shares			Post-Split / Sub-Division of Equity																	
			Number of shares	Face Value (in Rs.)	Total (in Rs.)	Number of shares	Face Value (in Rs.)	Total (in Rs.)															
Authorized Share	1,50,00,000	10/-	15,00,00,000/-	3,00,00,000	5/-	15,00,00,000/-																	



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		Capital						
		Issued, Subscribed and Paidup Capital	1,08,01,000	5/-	10,80,10,000/-	2,16,02,000	5/-	10,80,10,000/-
4.	Expected time of completion	Within 3 months from the date of shareholder's approval						
5.	Class of shares which are Subdivided	Equity Shares (There is only one class of Shares i.e. Equity shares)						
6.	Number of shares of each class pre and post split	As per details provided in Clause 3 above						
7.	Number of shareholders who did not get any shares in consolidation and their pre-consolidation shareholding	Not Applicable						



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Annexure - B

Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circulars:

Disclosure required in relation to Alteration of Clause V – Capital Clause of the Memorandum of Association of the Company

Sr. No.	Details of events that needs to be provided	Information of such event(s)
1.	Amendments to Memorandum of association of listed entity, in brief	Subject to the approval of the Shareholders of the Company, it is proposed to alter the existing Clause V of the Memorandum of Association with the following new Clause V “The Authorized Share Capital of the Company is Rs. 15,00,00,000/- (Rupees Thirty Crores only) divided into 3,00,00,000 (Three Crores) Equity Shares of Rs. 5 (Five) each”.
2.	Amendments to Articles of association of listed entity, in brief	Not Applicable



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Annexure - C

Disclosure of Event and Information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circulars

Disclosure required in relation to Raising of Funds:

Sr. No.	Particulars of Securities	Details of Securities
a)	Type of securities proposed to be issued	Equity Shares
b)	Type of issuance	Qualified Institutions Placements (‘QIP’) in accordance with the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Section 42 and other applicable provisions of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable laws, or preferential allotment or through any other permissible mode and/or combination thereof as may be considered appropriate under applicable law.
c)	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Upto Rs. 500 Crores (Rupees Five Hundred Crores Only)
d)	In case of preferential issue, the listed entity shall disclose the additional details to the stock exchange(s)	Not Applicable
e)	In case of bonus issue the listed entity shall disclose additional details to the stock exchange(s)	Not Applicable
f)	In case of issuance of	Not Applicable



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	depository receipts (ADR/GDR) or FCCB the listed entity shall disclose additional details to the stock exchange(s)	
g)	In case of issuance of debt securities or other nonconvertible securities the listed entity shall disclose additional details to the stock exchange(s)	Not Applicable
h)	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

For **Knowledge Marine & Engineering Works Limited**

Avdhoot Kotwal
Company Secretary & Compliance Officer