

Amit Dharmani & Associates

Company Secretaries

Registered office: 205, Kalp trade Centre, Opp. Dr. Bharat Jain, Near Shahid Park,

Freeganj, Ujjain-456010

Tel No. 0734- 3561834 Cell: 8827738332

Email: amitekumardharmani@gmail.com/csamitdharmani@gmail.com

To,

The Board of Directors

KNOWLEDGE MARINE & ENGINEERING WORKS LIMITED

Unit No. 706-707, The Epicentre,

W. T. Patil Marg, Off Eastern Freeway,

BEST Colony, Near Shivaji Chowk,

Chembur East, Mumbai – 400 071

Certificate of compliance with conditions of proposed preferential issue of Equity Shares and warrants

1. In connection with the proposed preferential issue of Equity shares of Knowledge Marine & Engineering Works Limited (“**Company**”), the Company is required to obtain a report from the Practicing Company Secretary, with regard to compliance with the conditions of the proposed preferential issue of Securities, as required by Securities and Exchange Board of India (SEBI) (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “ICDR Regulations”).
2. For the purpose of confirming that proposed preferential issue is in compliance of the applicable provisions of the ICDR Regulations, we have examined the following limited documents as provided by the Company and available on the date of this certificate:



- i) Copy of board resolution proposing the preferential issue, subject to necessary approvals.
 - ii) Review of terms of preferential issue of Equity shares proposed to be issued by the Company.
3. In our opinion and to the best of our knowledge and according to the verifications as considered necessary and explanations furnished to us by the Company and its Officers. We certify that the proposed preferential issue is in compliance with the conditions/ requirements of ICDR Regulations stated above under the heading of verification

Place: Ujjain
Date: 17.09.2025

For Amit Dharmani & Associates
Company Secretaries



Amit Dharmani
Proprietor
ICSI Fellow Membership No.: 12050
ICSI Certificate of Practice No.: 18179
UDIN: F012050G001265258
Unique Identification No.: S2017MP474100
Peer review certificate number: 996/2020