



Date: - 13.08.2024

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra Kurla Complex
Mumbai-400051

Subject: Disclosure under Regulation 30 of the SEBI (LODR) Regulations, 2015-
Proceedings of the 11th Annual General Meeting held on August 13, 2024.

Symbol: - KRISHNADEF
ISIN: - INE0J5601015

Respected Sir/ Ma'am,

Pursuant to provisions of Regulation 30 read with Schedule III and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, and all other applicable regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, we hereby inform you that the members by way of remote e-voting and e-voting provided during the Annual General Meeting have considered the following items which shall be subject to requisite approvals and including but not limited to receipt of the scrutinizer's report:

1. Increase in Authorised Capital of the Company to Rs. 20,00,00,000/- (Rupees Twenty Crore Only) divided into 2,00,00,000 (Two Crore) Equity Shares of Rs. 10/- (Rupees Ten) each (the additional details are mentioned in Annexure A);
2. The alteration of Memorandum of Association to substitute the existing Clause V with the new Clause V (the additional details are mentioned in Annexure A);
3. Appointment of Mr. Sandeep Ramrao Kadam as Whole Time Director of the Company w.e.f. 25.05.2024; (the additional details are mentioned in Annexure B) and
4. Institution of Employee Stock Option Scheme of the Company named as "ESOP-1" (the additional details are mentioned in Annexure C).

Kindly take the same on the record.

Thanking You,

Yours faithfully,
For Krishna Defence and Allied Industries Limited,

Gunjan Bhagtani
Company Secretary & Compliance Officer
Membership No. A66343





Annexure A

Sr. No	Particulars	Remarks
1	Amendments to memorandum of association of listed entity, in brief	The share capital of the company has to be altered, to be aligned with the growth plans and operations and therefore the authorized share capital of the Company is proposed to be increased from Rs. 15,00,00,000/- (Rupees Fifteen lacs only) to Rs. 20,00,00,000/- (Rupees Twenty lacs only), and the memorandum of association of the company needs to be altered, which shall be passed subject to approval of the shareholders of the Company.
2	Amendments to articles of association of listed entity, in brief	Not Applicable

Annexure B

1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Sandeep Ramrao Kadam as Whole Time Director of the Company.
2.	Date of Appointment & Term of Appointment	With effect from 25.05.2024 pursuant to resolution passed by Board of directors at their meeting held on 25.05.2024 for a period of 5 (five) years, subject to requisite approvals of the members of the company.
3.	Brief Profile	<p>Mr. Sandeep has completed his Bachelor of Engineering (Mechanical) from North Maharashtra University, Jalgaon in the year 1997 and has an experience of around 25 years in the field of project Management / Industrial & Product Engineering.</p> <p>Mr. Sandeep Ramrao Kadam is currently being appointed as Whole Time Director of the Company with effect from 25.05.2024 for a period of 5 years, subject to the approval of the members of the Company.</p> <p>The said appointment is considered for shareholders' approval held today i.e. on 13.08.2024 and shall be passed subject to requisite approval.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	NA
5.	Affirmation that the Director being appointed is not debarred from holding the	Yes





	office of director by virtue of any SEBI order or any other such authority.	
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Annexure C

Sr. No	Particulars	Details
a)	brief details of options granted	Total number of options to be granted under ESOP-1 shall not exceed 3,00,000 (Three Lakh) options to eligible employees of the Company under the said scheme. Each option when exercised would be converted into one equity share of face value of INR 10/- (Rupees Ten Only) fully paid up.
b)	whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes
c)	total number of shares covered by these options	Up to 3,00,000 (Three Lakh) options would be granted to eligible employees of the Company under ESOP 1. Each option when exercised would be converted into one equity share of face value of Rs. 10/- (Rupees Ten Only) fully paid up.
d)	pricing formula	It shall be decided by the Compensation Committee subject to a minimum of face value per share.
e)	options vested	N.A.
f)	time within which option may be exercised	The Exercise Period in respect of a Vested Options shall be maximum of 180 days from the date of Vesting of such Options. The exact Exercise Period of Options in case of any Grant shall be determined by the Nomination and Remuneration Committee at the time of Grant and shall be specified in the Grant Letter.
g)	options exercised	N.A.
h)	money realized by exercise of options	N.A.
i)	the total number of shares arising as a result of exercise of option	3,00,000 Equity Shares of Face Value of Rs. 10/- each will be issued on exercise of options that are granted and vested to the eligible employees
j)	options lapsed	N.A.
k)	variation of terms of options	N.A.





l)	brief details of significant terms;	<p>The grant of options is based on the eligibility criteria as decided by the Nomination and Remuneration Committee.</p> <p>The Grant of an Option shall entitle the holder of option to acquire one Equity share in the Company, upon payment of Exercise Price.</p> <p>The options shall vest based upon the performance of the employee and as per the terms of vesting.</p> <p>The exercise price for options shall be calculated using the Intrinsic Value Method and in compliance with regulations of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2021.</p> <p>In any case, the Exercise price shall not go below the face value of Equity shares of the Company.</p>
m)	subsequent changes or cancellation or exercise of such options	N.A.
n)	diluted earnings per share pursuant to issue of equity shares on exercise of options	N.A.

