



## CHOWGULE STEAMSHIPS

To,  
The Senior General Manager,  
(Listing Compliance Manager)  
BSE Limited  
24th Floor, P.J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**Scrip Code: 501833; Chowgule Steamships Limited**

**Subject: Notice convening the 63<sup>rd</sup> Annual General Meeting of the Company**

**Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Respected Sir/Ma'am,

We hereby inform that the 63rd Annual General Meeting of the Company is scheduled to be held on Wednesday, the 5th Day of August 2026 at 11:00 AM. at 3rd Floor, Centenary, Baina, Vasco-Da-Gama Goa 403802.

The schedule for the same is as follows:

<b>Cut-off date</b> [for determining the Members entitled to vote on the resolutions set forth in this Notice]	<b>: Wednesday, 29th July, 2026</b>
<b>Remote E-voting period</b>	<b>Commence from : 09:00 A.M. IST on Sunday August 02, 2026</b>
	<b>End at : 05:00 P.M. IST, Tuesday, August 04, 2026 [Remote E-voting module shall be disabled post this date]</b>
<b>Book Closure dates:</b>	<b>Thursday July 30, 2026 to Wednesday August 05, 2026 (both days inclusive)</b>

### CHOWGULE STEAMSHIPS LIMITED

Registered Office: 503, 5th Floor, Gabmar Apts, Vasco da Gama, South Goa-403802, Goa-India.

Corporate Office: 9 Mansi, 401, Ram Maruti Road, Cross lane no. 1, Near Tilak Garden, Thane, Mumbai-400 602, Maharashtra-India.

Contact: + 91-22-2530 2030 • Email: [csl@chowgulesteamships.co.in](mailto:csl@chowgulesteamships.co.in)

[www.chowgulesteamships.co.in](http://www.chowgulesteamships.co.in) • [www.chowguleglobal.in](http://www.chowguleglobal.in) • CIN : L63090GA1963PLC00002





## CHOWGULE STEAMSHIPS

Members who have not voted through remote E voting will be given poll papers to vote at the annual general meeting. Members who have already voted remotely will not be permitted to vote again at the meeting.

A copy of the Notice of 63rd Annual General Meeting is attached herewith.

We request you to take the same on record.

Thanking you,

Yours faithfully,

**For Chowgule Steamships Limited**

**Rinky Gupta**  
**Company Secretary and Compliance Officer**  
**Place: Mumbai**  
**Date: July 10, 2026**

### CHOWGULE STEAMSHIPS LIMITED

Registered Office: 503, 5th Floor, Gabmar Appts, Vasco da Gama, South Goa-403802, Goa-India.

Corporate Office: 9 Mansi, 401, Ram Maruti Road, Cross lane no. 1, Near Tilok Garden, Thane, Mumbai-400 602, Maharashtra-India.

Contact: + 91-22-2530 2030 • Email: [csl@chowgulesteamships.co.in](mailto:csl@chowgulesteamships.co.in)

[www.chowgulesteamships.co.in](http://www.chowgulesteamships.co.in) • [www.chowguleglobal.in](http://www.chowguleglobal.in) • CIN : L63090GA1963PLC000002



## NOTICE

NOTICE is hereby given that the Sixty-Third Annual General Meeting of Chowgule Steamships Limited will be held on Wednesday, August 05, 2026 at 11.00 A.M. at 3rd Floor, Centenary, Baina, Vasco-Da-Gama Goa 403802 to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Standalone Financial Statements of the Company for the year ended 31st March, 2026, together with the Report of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Vijay Vishwasrao Chowgule (DIN: 00018903), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

#### 3. RESOLUTION FOR APPROVAL OF RELATED PARTY TRANSACTIONS WITH DOLPHIN INVESTMENTS LIMITED

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 179, 186 and 188 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s), amendment(s), or re-enactment(s) thereof for the time being in force), Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) (including any amendment(s), modification(s), or re-enactment(s) thereof for the time being in force), the recommendations of the Audit Committee and the approval of the Board of Directors of the Company and pursuant to the omnibus approval of the Audit Committee and the Board, and subject to such statutory, regulatory and/or third-party approvals, consents, permissions or sanctions, as may be required under applicable laws, the consent of the members of the Company be and is hereby accorded for the following:

#### Related Party Transactions with Dolphin Investments Limited

Name of Related Party	Nature of Relationship	Nature of Transaction	Amount/Terms	Nature of Approval
Dolphin Investments Limited	Promoter of the Company	To make inter-corporate deposit, grant a loan, make an advance, make an investment or issue a guarantee	Upto INR 2,500 Lakhs	Proposed Transaction
Dolphin Investments Limited	Promoter of the Company	Interest to be received from Dolphin Investments Limited	<b>Rate of Interest:</b> Interest rate determined on the arms-length basis as per prevailing market standards, per annum  <b>Amount of Interest:</b> At actuals based on interest rate	Proposed Transaction

**RESOLVED FURTHER THAT** the above-mentioned transaction(s) be and are hereby considered to be in the ordinary course of business and on an arm’s length basis, and shall qualify as related party transactions falling within the ambit of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI LODR Regulations, 2015, and the approval of the members is hereby granted considering the same to exceed the materiality thresholds as prescribed therein and under the Company’s Policy on Related Party Transactions.

**RESOLVED FURTHER THAT** the members’ consent be and is hereby accorded for the said transaction(s) including those exceeding the thresholds prescribed under Section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** any of the Directors of the Company or /and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or /and Chief Financial Officer, or /and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto,

including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of the loans and advances made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution.

#### 4. RESOLUTION FOR APPROVAL OF PAYMENT OF LIASONING FEES TO DOLPHIN INVESTMENT LIMITED

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), including any statutory modifications, amendments, or re-enactments thereof, and pursuant to the recommendations of the Audit Committee and the approvals of the Board of Directors passed in their respective meetings and pursuant to the omnibus approval of the Audit Committee and the Board, and subject to such other statutory, regulatory or third-party approvals, consents, permissions or sanctions as may be required under applicable laws, the consent of the members of the Company be and is hereby accorded for the following Liasoning fee-related related party transactions with M/s Dolphin Investment Limited, a promoter and related party of the Company, as detailed below:

##### Combined Related Party Transactions – Liasoning Fees

Name of Related Party	Nature of Relationship	Nature of Transaction	Amount/Terms	Nature of Approval
Dolphin Investment Limited	Promoter of the Company	Liasoning Fees towards the engagement of expert personnel for: <ul style="list-style-type: none"> <li>• Providing strategic advice and mentorship for growth of the Company</li> <li>• Assisting in the development of business strategies</li> <li>• Consultancy with respect to Company’s properties</li> <li>• Advisory on commercial &amp; financial matters</li> </ul>	Up to INR 300 Lakhs per annum	Proposed Transaction

**RESOLVED FURTHER THAT** the above-mentioned transactions are hereby confirmed to be carried out in the ordinary course of business and on an arm’s length basis, and accordingly fall within the scope of related party transactions under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI LODR Regulations, 2015.

**RESOLVED FURTHER THAT** the members’ consent be and is hereby accorded through this Special Resolution in compliance with the provisions of Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI LODR Regulations, 2015, and considering that the value of the transactions exceeds the applicable materiality thresholds under the said laws and the Company’s Policy on Related Party Transactions.

**RESOLVED FURTHER THAT** any of the Directors of the Company or /and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or /and Chief Financial Officer, or /and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of agreements made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution.

**5. APPROVAL UNDER SECTION 188 OF COMPANIES ACT, 2013 AND REGULATION 23 OF SEBI (LODR) WITH RESPECT TO THE LEASING OF MOVABLE/IMMOVABLE PROPERTY TO CHOWGULE LAVGAN SHIPREPAIR PRIVATE LIMITED**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendments, from time to time, modifications or re-enactments thereof from time to time, and pursuant to the recommendations of the Audit Committee and the approval of Board of Directors vide resolutions passed in their respective meeting and pursuant to the omnibus approval of the Audit Committee and the Board of Directors and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any, the consent of the members of the Company be and is hereby accorded to the Company to enter into a Related Party transaction (contract(s)/arrangement(s)/transaction(s)) with M/s Chowgule Lavgan Shiprepair Private Limited, related party of the Company, as per the provisions of the Companies Act 2013 and SEBI (LODR) Regulations, as applicable, for leave and license fees in connection with licensing or leasing out the movable or immovable properties of the Company, up to an amount not exceeding INR 300 Lakhs (Indian Rupees Three Hundred Lakhs only) per annum, in one or more tranches and receipt of security deposit with reference to the said licensing or leasing out the movable or immovable properties in one or more tranches.

**RESOLVED FURTHER THAT** based on the above provisions, regulations, recommendations of the Audit Committee and Board of Directors in their respective meetings and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any for the time being in force, the consent of the members of the Company be and is hereby accorded for:

Name of Related Party	Nature of Relationship	Nature of Transaction (contract(s)/arrangement(s)/transaction(s))	Proposed Amount
Chowgule Lavgan Shiprepair Private Limited	Company in which Directors are common	Security Deposit #	Upto INR 100 Lakhs
Chowgule Lavgan Shiprepair Private Limited	Company in which Directors are common	Rent or Fees against Leave and License or lease Agreements for movable or immovable properties	Upto INR 300 Lakhs per annum

**# The security deposit shall be Refundable and non-interest bearing**

**RESOLVED FURTHER THAT**, above said contract(s)/arrangement(s)/transaction(s) be considered to be a contract(s)/arrangement(s)/transaction(s) being carried out in Ordinary Course of Business at arm’s length basis.

**RESOLVED FURTHER THAT** the consent of the members is here by accorded through Special resolution in compliance of Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015 considering the applicability of materiality for the aforesaid transaction (contract(s)/arrangement(s)/transaction(s)) falling within the scope of “Related Party Transactions” under Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015., as it shall exceed the prescribed materiality thresholds. and that the transaction is being undertaken in compliance with the Company’s Policy on Related Party Transactions (contract(s)/arrangement(s)/transaction(s)) and the materiality thresholds as per the provisions of applicable laws for the time being in force.

**RESOLVED FURTHER THAT** any of the Directors of the Company or/and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or/and Chief Financial Officer, or/and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of agreements made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution.

**6. APPROVAL UNDER SECTION 188 OF COMPANIES ACT, 2013 AND REGULATION 23 OF SEBI (LODR) WITH RESPECT TO THE REIMBURSEMENT OF EXPENDITURE INCURRED FOR FENCING OF LAND TO CHOWGULE LAVGAN SHIPREPAIR PRIVATE LIMITED**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 188 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendments, modifications or re-enactments thereof from time to time, and pursuant to the recommendations of the Audit Committee and the approval of the Board of Directors vide resolutions passed in their respective meetings and pursuant to the omnibus approval of the Audit Committee and the Board of Directors and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any, the consent of the members of the Company be and is hereby accorded to the Company to enter into a Related Party transaction (contract(s)/arrangement(s)/transaction(s)) with M/s Chowgule Lavgan Shiprepair Private Limited, related party of the Company, as per the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, as applicable, for reimbursement of expenditure incurred/to be incurred by Chowgule Lavgan Shiprepair Private Limited towards fencing of the land, up to an amount not exceeding INR 200 Lakhs (Indian Rupees Two Hundred Lakhs only), in one or more tranches.

**RESOLVED FURTHER THAT** based on the above provisions, regulations, recommendations of the Audit Committee and Board of Directors in their respective meetings and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any, the consent of the members of the Company be and is hereby accorded for:

Name of Related Party	Nature of Relationship	Nature of Transaction (contract(s)/ arrangement(s) / transaction(s))	Proposed Amount
Chowgule Lavgan Shiprepair Private Limited	Company in which Directors are common	Reimbursement of expenditure incurred/to be incurred towards fencing of land to Chowgule Lavgan Shiprepair Private Limited	Upto INR 200 Lakhs

**RESOLVED FURTHER THAT**, the above said contract(s)/arrangement(s)/transaction(s) be considered to be a contract(s)/arrangement(s)/transaction(s) being carried out in the Ordinary Course of Business at arm's length basis.

**RESOLVED FURTHER THAT** the consent of the members is hereby accorded through Special Resolution in compliance of Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015, considering the applicability of materiality for the aforesaid transaction (contract(s)/arrangement(s)/transaction(s)) falling within the scope of "Related Party Transactions" under Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015, as it shall exceed the prescribed materiality thresholds, and that the transaction is being undertaken in compliance with the Company's Policy on Related Party Transactions (contract(s)/arrangement(s)/transaction(s)) and the materiality thresholds as per the provisions of applicable laws for the time being in force.

**RESOLVED FURTHER THAT** any of the Directors of the Company or/and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or/and Chief Financial Officer, or/and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of agreements made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution."

**7. APPROVAL UNDER SECTION 188 OF COMPANIES ACT, 2013 AND REGULATION 23 OF SEBI (LODR) WITH RESPECT TO THE LEASING OF MOVABLE/IMMOVABLE PROPERTY TO ANGRE PORT PRIVATE LIMITED**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 188 Section 177(4)(iv), Section 189 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulation 23 and other

applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendments, from time to time, modifications or re-enactments thereof from time to time, and pursuant to the recommendations of the Audit Committee and the approval of Board of Directors vide resolutions passed in their respective meeting and pursuant to the omnibus approval of the Audit Committee and the Board, and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any, the consent of the members of the Company be and is hereby accorded to the Company to enter into a Related Party transaction (contract(s)/arrangement(s)/transaction(s)) with M/s Angre Port Private Limited, related party of the Company, as per the provisions of the Companies Act 2013 and SEBI (LODR) Regulations, as applicable, for leave and license fees in connection with licensing or leasing out the movable or immovable properties of the Company, up to an amount not exceeding INR 300 Lakhs (Indian Rupees Three Hundred Lakhs only) per annum, in one or more tranches and receipt of security deposit with reference to the said licensing or leasing out the movable or immovable properties in one or more tranches.

**RESOLVED FURTHER THAT** based on the above provisions, regulations, recommendations of the Audit Committee and Board of Directors in their respective meetings and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any for the time being in force, the consent of the members of the Company be and is hereby accorded for:

Name of Related Party	Nature of Relationship	Nature of Transaction (contract(s)/arrangement(s)/transaction(s))	Proposed Amount
Angre Port Private Limited	Company in which Directors are common	Security Deposit #	Upto INR 100 Lakhs
Angre Port Private Limited	Company in which Directors are common	Rent or Fees against Leave and License or lease Agreements for movable or immovable properties	Upto INR 300 Lakhs per annum

**# The security deposit shall be Refundable and non-interest bearing**

**RESOLVED FURTHER THAT**, above said contract(s)/arrangement(s)/transaction(s) be considered to be a contract(s)/arrangement(s)/transaction(s) being carried out in Ordinary Course of Business at arm's length basis.

**RESOLVED FURTHER THAT** the consent of the members is here by accorded through Special resolution in compliance of Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015 considering the applicability of materiality for the aforesaid transaction (contract(s)/arrangement(s)/transaction(s)) falling within the scope of "Related Party Transactions" under Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015, as it shall exceed the prescribed materiality thresholds. and that the transaction is being undertaken in compliance with the Company's Policy on Related Party Transactions (contract(s)/arrangement(s)/transaction(s)) and the materiality thresholds as per the provisions of applicable laws for the time being in force.

**RESOLVED FURTHER THAT** any of the Directors of the Company or/and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or/and Chief Financial Officer, or/and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of agreements made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution.

**8. APPROVAL OF GRANT A LOAN, INTER CORPORATE DEPOSIT, MAKE AN ADVANCE, MAKE AN INVESTMENT OR ISSUE A GUARANTEE TO ANGRE PORT PRIVATE LIMITED OF INR 1,000 LAKHS**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of Section 179, Section 185, Section 186 and Section 188 of the Companies Act, 2013, and other applicable provisions of the Companies Act, 2013 and rules made thereunder, and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions thereof, including any amendments,

from time to time, modifications or re-enactments thereof from time to time, and pursuant to the recommendations of the Audit Committee and the approval of Board of Directors vide resolutions passed in their meeting and pursuant to the omnibus approval of the Audit Committee and the Board and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any, the consent of the members of the Company be and is hereby accorded to enter into a Related Party transaction (contract(s)/arrangement(s)/transaction(s)) i.e. to grant a loan, Inter Corporate Deposit, make an advance, make an investment or issue a guarantee up to a sum of INR 1,000 Lakhs (Indian Rupees One Thousand Lakhs only) to M/s Angre Port Private Limited, Company in which Directors are common and a related party, as per the provisions of the Companies Act 2013 and SEBI (LODR) Regulations, as applicable, at an interest rate determined on the arms-length basis as per prevailing market standards, per annum, not exceeding an amount of INR 1000 Lakhs (Indian Rupees One Thousand Lakhs only) from Angre Port Private Limited upon such terms and conditions as may be mutually agreed upon between the Company and Angre Port Private Limited.

**RESOLVED FURTHER THAT** based on the above provisions, regulations, recommendations of the Audit Committee and Board of Directors in their respective meetings and subject to the statutory, regulatory or third-party approvals pursuant to any provisions of the law for the time being in force, if any for the time being in force, the consent of the members of the Company be and is hereby accorded for:

Name of Related Party	Nature of Relationship	Nature of Transaction (contract(s)/ arrangement(s)/ transaction(s))	Proposed Amount
Angre Port Private Limited	Company in which Directors are common	Grant a loan, Inter Corporate Deposit, make an advance, make an investment or issue a guarantee to Angre Port Private Limited	Upto INR 1000 Lakhs
Angre Port Private Limited	Company in which Directors are common	Interest to be received from Angre Port Private Limited	<b>Rate of Interest:</b> Interest rate determined on the arms-length basis as per prevailing market standards, per annum <b>Amount of Interest:</b> At actuals based on interest rate

**RESOLVED FURTHER THAT**, above said contract(s)/arrangement(s)/transaction(s) be considered to be a contract(s)/arrangement(s)/ transaction(s) being carried out in Ordinary Course of Business at arm's length basis.

**RESOLVED FURTHER THAT**, the consent of the members is hereby accorded through special resolution in Compliance of Section 185 of the Companies Act, 2013, and pursuant to the recommendation of the Audit Committee, the foregoing resolution shall be deemed to include and authorize the Company to grant loan(s), whether disbursed in one or more tranches, including those represented by way of book debts (the "Loan"), and/or to provide guarantee(s) and/or security(ies) in connection with any loan to be advanced by the company to any director, or any person in whom any of the director of the company is directly or indirectly interested.

**RESOLVED FURTHER THAT** the consent of the members is here by accorded through Special resolution in compliance of Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015 considering the applicability of materiality for the aforesaid transaction (contract(s)/arrangement(s)/transaction(s)) falling within the scope of "Related Party Transactions" under Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015., as it shall exceed the prescribed materiality thresholds. and that the transaction is being undertaken in compliance with the Company's Policy on Related Party Transactions (contract(s)/arrangement(s)/transaction(s)) and the materiality thresholds as per the provisions of applicable laws for the time being in force.

**RESOLVED FURTHER THAT** based on the above provisions, regulations, recommendations of the Audit Committee and Board of Directors in their respective meetings and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any for the time being in force, the consent of the members of the Company be and is hereby accorded to the transaction (contract(s)/arrangement(s)/transaction(s)) which shall also exceeds the monetary limits and in compliance of provisions prescribed under Section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** any of the Directors of the Company or /and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or /and Chief Financial Officer, or /and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without

limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of agreements made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution.

## 9. APPROVAL FOR RELATED PARTY TRANSACTION WITH CHOWGULE FIBERGLASS SHIPS PRIVATE LIMITED

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 188 Section 177(4)(iv), Section 189 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendments, from time to time, modifications or re-enactments thereof from time to time, and pursuant to the recommendations of the Audit Committee and the approval of Board of Directors vide resolutions passed in their respective meeting and pursuant to the omnibus approval of the Audit Committee and the Board, and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any, the consent of the members of the Company be and is hereby accorded to the Company to enter into a Related Party transaction (contract(s)/arrangement(s)/transaction(s)) with M/s Chowgule Fiberglass Ships Private Limited, related party of the Company, as per the provisions of the Companies Act 2013 and SEBI (LODR) Regulations, as applicable, for leave and license fees in connection with licensing or leasing out the movable or immovable properties of the Company, up to an amount not exceeding INR 300 Lakhs (Indian Rupees Three Hundred Lakhs only) per annum, in one or more tranches and receipt of security deposit with reference to the said licensing or leasing out the movable or immovable properties in one or more tranches.

**RESOLVED FURTHER THAT** based on the above provisions, regulations, recommendations of the Audit Committee and Board of Directors in their respective meetings and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any for the time being in force, the consent of the members of the Company be and is hereby accorded for:

Name of Related Party	Nature of Relationship	Nature of Transaction (contract(s)/ arrangement(s)/ transaction(s))	Proposed Amount
Chowgule Fiberglass Ships Private Limited	Company in which Directors are common	Security Deposit #	Upto INR 100 Lakhs
Chowgule Fiberglass Ships Private Limited	Company in which Directors are common	Rent or Fees against Leave and License or lease Agreements for movable or immovable properties	Upto INR 300 Lakhs per annum

### # The security deposit shall be Refundable and non-interest bearing

**RESOLVED FURTHER THAT**, above said contract(s)/arrangement(s)/transaction(s) be considered to be a contract(s)/arrangement(s)/transaction(s) being carried out in Ordinary Course of Business at arm’s length basis.

**RESOLVED FURTHER THAT** the consent of the members is here by accorded through Special resolution in compliance of Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015 considering the applicability of materiality for the aforesaid transaction (contract(s)/arrangement(s)/transaction(s)) falling within the scope of “Related Party Transactions” under Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015, as it shall exceed the prescribed materiality thresholds. and that the transaction is being undertaken in compliance with the Company’s Policy on Related Party Transactions (contract(s)/arrangement(s)/transaction(s)) and the materiality thresholds as per the provisions of applicable laws for the time being in force.

**RESOLVED FURTHER THAT** any of the Directors of the Company or /and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or /and Chief Financial Officer, or /and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments

including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of the loans and advances made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution.

## 10. APPROVAL FOR RELATED PARTY TRANSACTION WITH CHOWGULE PRESTIGE PRIVATE LIMITED FOR OPERATIONS OF VESSEL

To consider and, if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 188 Section 177(4)(iv), Section 189 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, read with the applicable rules made thereunder, and Regulation 23 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendments, from time to time, modifications or re-enactments thereof from time to time, and pursuant to the recommendations of the Audit Committee and the approval of Board of Directors vide resolutions passed in their respective meeting and pursuant to the omnibus approval of the Audit Committee and the Board, and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any, the consent of the members of the Company be and is hereby accorded to the Company to enter into a Related Party transaction (contract(s)/arrangement(s)/transaction(s)) with M/s Chowgule Prestige Private Limited, related party of the Company, as per the provisions of the Companies Act 2013 and SEBI (LODR) Regulations, as applicable, for leave and license fees in connection with operation of vessel, up to an amount not exceeding INR 100 Lakhs (Indian Rupees One Hundred Lakhs only) per annum, in one or more tranches.

**RESOLVED FURTHER THAT** based on the above provisions, regulations, recommendations of the Audit Committee and Board of Directors in their respective meetings and subject to the statutory, regulatory or third party approvals pursuant to any provisions of the law for the time being in force, if any for the time being in force, the consent of the members of the Company be and is hereby accorded for:

Name of Related Party	Nature of Relationship	Nature of Transaction (contract(s)/arrangement(s)/transaction(s))	Proposed Amount
Chowgule Prestige Private Limited	Company in which Directors are common	Operation of Vessel	INR 350 Lakhs

**RESOLVED FURTHER THAT**, above said contract(s)/arrangement(s)/transaction(s) be considered to be a contract(s)/arrangement(s)/transaction(s) being carried out in Ordinary Course of Business at arm’s length basis.

**RESOLVED FURTHER THAT** the consent of the members is here by accorded through Special resolution in compliance of Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015 considering the applicability of materiality for the aforesaid transaction (contract(s)/arrangement(s)/transaction(s)) falling within the scope of “Related Party Transactions” under Section 188 of the Companies Act, 2013, and Regulation 23 of the SEBI (LODR) Regulations, 2015, as it shall exceed the prescribed materiality thresholds. and that the transaction is being undertaken in compliance with the Company’s Policy on Related Party Transactions (contract(s)/arrangement(s)/transaction(s)) and the materiality thresholds as per the provisions of applicable laws for the time being in force.

**RESOLVED FURTHER THAT** any of the Directors of the Company or /and Chief Financial Officer, be and are hereby severally authorized to finalize the terms and conditions of the transaction, and that any of the Directors of the Company or /and Chief Financial Officer, or /and Company Secretary and Compliance Officer, be and are hereby individually or severally authorised to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising and executing necessary documents, including agreement(s), deeds of assignment and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to negotiate, settle any questions, difficulties or doubts that may arise in this regard and incidental thereto, including without limitation to, making necessary regulatory filings, if any, negotiating, finalising and executing any amendments including any change or revision in terms to the original agreement or any further modification made thereto, resulting in extension of agreements made herein through the said resolutions, in relation to any of the Definitive Agreements and/or any other Ancillary Documents or other undertakings, memoranda, deeds, documents and such other papers and writings, as may be deemed necessary or expedient, in connection therewith, and to do all such acts, deeds and things, including filings with the Registrar of Companies or the stock exchange wherever necessary, making necessary entries in the statutory registers of the Company, and any other incidental matters, as may be deemed necessary or desirable to give effect to this resolution.

## 11. INVESTMENT OF SURPLUS FUNDS OF THE COMPANY IN IMMOVABLE PROPERTY FOR LONG-TERM APPRECIATION AND STRATEGIC BUSINESS USE

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 179(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Companies (Meetings of Board and its Powers) Rules, 2014, the Memorandum and Articles of Association of the Company, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the provisions of the Income Tax Act, 1961, and subject to all other applicable laws, rules, regulations, and guidelines as may be in force from time to time, and subject to such other approvals, permissions, and sanctions as may be necessary, and pursuant to the proposal having been approved by the Audit Committee of the Company at its meeting held on [Date] and recommended to the Board of Directors, and thereafter approved, in-principle, by the Board of Directors of the Company at its meeting, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to invest the surplus funds of the Company, presently lying invested in liquid/transferable instruments, for the purpose of acquiring land/immovable property, from time to time, with a view to availing the benefit of appreciation in the value of such land over a period of time, and to enable the Company and/or the Group to utilize such land for its principal business activities or for any other business activities of the Group, as may be required in due course of time.”

**RESOLVED FURTHER THAT** the consent of the Members be and is hereby accorded to confirm, ratify, and approve the recommendation of the Audit Committee and the in-principle approval of the Board of Directors dated, and that the investment of the surplus funds of the Company in land/immovable property, as aforesaid, be and is hereby approved as having been duly considered, reviewed, and recommended by the Audit Committee, and thereafter approved by the Board of Directors, prior to being placed before the Members for their approval.

**RESOLVED FURTHER THAT** any Director of the Company and/or the Chief Financial Officer be and are hereby severally authorized to identify and select suitable land/immovable property for the aforesaid purpose, to negotiate and finalize the terms and conditions of purchase, to execute agreements for sale, sale deeds, conveyance deeds, and all other documents, papers, and writings as may be necessary, to make payments on behalf of the Company, to register the said documents with the concerned Sub-Registrar of Assurances/revenue authorities, to pay stamp duty and registration charges, and to do all such other acts, deeds, and things as may be necessary, proper, or expedient to give effect to this resolution.

**RESOLVED FURTHER THAT** any Director of the Company and/or the Chief Financial Officer and/or the Company Secretary be and are hereby severally authorized to make all necessary filings, disclosures, and intimations as may be required under the Companies Act, 2013, the SEBI (LODR) Regulations, 2015, the Income Tax Act, 1961, and all other applicable laws, rules, and regulations as may be in force from time to time, including filing of necessary forms with the Registrar of Companies, intimation to the Stock Exchange(s) under Regulation 30 of the SEBI (LODR) Regulations, 2015, if applicable, and to do all such acts, deeds, and things as may be necessary, desirable, or expedient to give full effect to this resolution.

**RESOLVED FURTHER THAT** any Director of the Company and/or the Company Secretary be and are hereby severally authorized to maintain and update all relevant statutory registers, records, and minutes of the Company in relation to the Audit Committee’s recommendation, the Board’s approval, and the Members’ approval of the said investment, and to furnish certified copies of this resolution, along with extracts of the relevant Audit Committee and Board meeting minutes, to any bank, financial institution, government authority, statutory body, or any other person as may be required, and to do all such other acts, deeds, and things as may be incidental or necessary to give full and complete effect to this resolution.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized to take all decisions and to do all acts, deeds, and things in connection with the said investment as it may, in its absolute discretion, deem fit and in the best interest of the Company, including with respect to the number, size, location, and timing of acquisition of land parcel(s), without being required to seek any further approval of the Members in respect of each individual acquisition, so long as the aggregate investment and the manner thereof remain consistent with the approval granted by this resolution.

By order of the Board of Directors  
For **Chowgule Steamships Limited**

**Vijay Chowgule**  
Chairman  
(DIN: 00018903)

Place: Goa  
Date: May 26, 2026

## NOTES

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 3 to 11 of the Notice is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/reappointment at this Annual General Meeting ("AGM") are also mentioned.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in an aggregate not more than 10% of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. THE INSTRUMENT APPOINTING THE PROXIES IN ORDER TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY, DULY COMPLETED AND SIGNED NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. Proxies submitted on behalf of the Companies, societies, etc. must be supported by an appropriate resolution/authority, as applicable.
3. During the period beginning twenty-four hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged, at any time during the business hours of the company, provided that not less than three days' notice in writing to inspect is given to the company.
4. The Company's Registrar & Share Transfer Agents (RTA) are: MUFG Intime India Private Limited C-101, 247 Park, L.B. Shastri Marg, Vikhroli (West), Mumbai 400 083 Tel.: (022) 4918 6270/Fax : (022) 4918 6060 Email : investor.helpdesk@in.mpms.mufg.com
5. Shareholders are requested to notify any change of address: a. to their Depository Participants (DPs) in respect of the shares held in Demat form, and b. to the Company to its Legal Department at the Registered Office in respect of the shares held in physical form. c. In case the mailing address mentioned on this Annual Report is without the PIN CODE, inform your DP or the Company, as mentioned above.
6. In view of the relaxations given by MCA circular and SEBI circular dated January 15, 2021 pursuant to the COVID-19 Pandemic, the Annual General Meeting Notice is being sent through email to those Members whose email addresses are registered with the Company/Depositories and no physical copy of the same will be sent by the Company. Members may note that the AGM Notice of the Company for the financial year 2025-26 will also be available on the Company's website [www.chowgulesteamships.co.in](http://www.chowgulesteamships.co.in) and website of the Stock Exchanges.
7. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's Registrars and Transfer Agents, MUFG Intime India Private Limited for assistance in this regard.
8. The Register of members and share Transfer Books of the Company shall remain closed from Thursday July 30, 2026 to Wednesday August 5, 2026 (both days inclusive). The E-voting Shall begin on Sunday August 2, 2026 at 09:00 AM and end on Tuesday August 4, 2026 at 5:00 PM. The Cut off date to determine the shareholders shall be Wednesday, July 29, 2026. The date of Annual General Meeting is Wednesday, August 5, 2026.
9. Unclaimed Dividends up to the year 1994-95 have been transferred to the General Revenue Account of the Central Government. Those shareholders, who have so far not claimed or collected their dividend up to the above financial year, may claim their dividend from the Registrar of Companies, Goa, Daman and Diu.
10. Unclaimed Dividends for the years 1995-96, 1996-97, 2004-05, 2005-06, 2006-07, 2007-08, 2008-09, 2009-10 and 2010-11 have been duly transferred to the Investor Education and Protection Fund.
11. Shareholders are advised to avail of the facility for receipt of future dividends (if any) through National Electronic Clearing Service (NECS). The NECS facility is available at the specified locations. Shareholders holding shares in electronic form are requested to contact their respective Depository Participant for availing NECS facility. The Company or its Registrar and Transfer Agent, MUFG Intime India Private Limited cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Shareholders holding shares in physical form and desirous of either registering bank details or changing bank details already registered against their respective folios are requested to send a request letter for updating Bank Account No. with 9-digit MICR No. to our Registrar and Share Transfer Agent or to the Company with attested copy of your PAN Card and a photo copy of your cheque leaf (to capture correct bank account no, IFSC Code and 9-digit MICR Code).

12. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or RTA for assistance in this regard.
13. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio and subsequently dematerialise the same. Further, as per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialised form with effect from, 01st April 2019. In terms of the said Regulations with effect from 24th January 2022, request for transmission or transposition of securities held in physical or dematerialised form shall be affected only in dematerialised form. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialised form. Members can contact the Company by way of an email to [compliance@chowgulesteamships.co.in](mailto:compliance@chowgulesteamships.co.in) or RTA for assistance in this regard at [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com)
14. As per the provisions of Section 72 of the Act, facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Further, Members desirous of cancelling/varying nomination pursuant to the Rule 19(9) of the Companies (Share Capital and Debentures) Rules, 2014, are requested to send their requests in Form No. SH-14. These forms can be downloaded from the Company's website <https://www.chowgulesteamships.co.in/>. Members are requested to submit the said form to their Depository Participant in case the shares are held in electronic form and to RTA in case the shares are held in physical form
15. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or RTA.
17. Registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost.
18. The Company has designated e-mail id [compliance@chowgulesteamships.co.in](mailto:compliance@chowgulesteamships.co.in) for quick Redressal of shareholders/investors grievances.
19. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available for inspection by the members at the AGM.
20. To support the 'Green Initiative' in Corporate Governance taken by the Ministry of Corporate Affairs, to contribute towards the Greener Environment and to receive all documents, Notices, including Annual Reports and other communications of the Company, investors should register their e-mail addresses with RTA, if shares are held in physical mode or with the Depository Participant if the shares are held in electronic mode.
21. All the Members wishing to ask questions during the 63rd Annual General Meeting should forward them to the registered office of the Company, 7 days before the date of Annual General Meeting.
22. Members who have not voted through Remote E-Voting will be given Poll Papers to vote at the Annual General Meeting. Members who have already voted remotely will not be permitted to vote again at the meeting
23. The Board of Directors has appointed CS Pranay Vaidya, Practicing Company Secretary, as a Scrutinizer to scrutinize the e-voting and Poll process in a fair and transparent manner.
24. The Results shall be declared not later than 48 hours from the conclusion of the AGM of the Company and the resolution will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolution(s)
25. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, will first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and will make, not later than 48 hours from the conclusion of the AGM, a consolidated scrutiniser's report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him in writing who shall countersign the same. The Chairperson or a person authorized by him in writing will declare the result of voting forthwith.

26. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company ([www.chowgulesteamships.co.in](http://www.chowgulesteamships.co.in)) and will be communicated to BSE Limited within 48 hours from the conclusion of the AGM.

By order of the Board of Directors  
For **Chowgule Steamships Limited**

**Vijay Chowgule**  
Chairman  
(DIN: 00018903)

Place: Goa

Date: May 26, 2026

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND STATEMENT OF ADDITIONAL INFORMATION AS REQUIRED UNDER SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) WITH RESPECT TO FOLLOWING ITEMS OF THE NOTICE.

### ITEM, NO 3.

#### RESOLUTION FOR APPROVAL OF RELATED PARTY TRANSACTIONS WITH DOLPHIN INVESTMENTS LIMITED

The Board of Directors of Chowgule Steamships Limited (“the Company”), at its meeting held on May 26, 2026, based on the recommendation of the Audit Committee, approved entering into certain Related Party Transactions with M/s Dolphin Investments Limited (“DIL”), a promoter and related party of the Company as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(1) (zb) of the SEBI (LODR) Regulations, 2015.

The transactions involve:

- **Proposed** financial assistance by way of inter-corporate deposit, loan, advance, investment or issuance of guarantee up to INR 1,000 Lakhs, and

All transactions are undertaken in the ordinary course of business and on an arm’s length basis with interest at commercially benchmarked rates.

In accordance with the provisions of Sections 188 and 186 of the Companies Act, 2013, Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, and Regulation 23 of SEBI (LODR) Regulations, 2015, these transactions are considered material and thus require approval or ratification by shareholders through a special resolution, with related parties abstaining from voting.

The key details are as unde:

Particulars	Details
Name of Related Party	Dolphin Investments Limited
Country of Incorporation	India
Nature of Business	Business Consultancy Services in all areas of business
Whether there is Holding and Subsidiary relationship?	NA
Nature of Relationship	Promoter of Chowgule Steamships Limited
Nature of Transaction	<b>Proposed:</b> Inter-corporate loan/advance/investment/guarantee and interest thereon
Proposed Transaction Value	Up to INR 2,500 Lakhs
Interest on Proposed Transaction	Interest rate determined on the arms-length basis as per prevailing market standards, per annum; Amount: At actuals based on interest Rate
Tenure of Transaction	Three Years* or as agreed between the parties
Terms of Transaction	Unsecured, repayable within agreed tenure, arm’s length interest, penal provisions for delay
Utilization of Funds	Legitimate business purposes aligned with promoter’s and Company’s strategic objectives
Source of Funds	From Company’s own reserves
Nature of Indebtedness (if any)	Not applicable
Justification	The proposed Inter Corporate Deposit of INR 1,000 lakhs to Dolphin Investment Limited (“DIL”), a promoter of the Company, is considered commercially prudent and in the Company’s interest. The transaction will be undertaken at an arm’s length interest rate, ensuring fairness and regulatory compliance. A similar Inter Corporate Deposit was previously extended to DIL, which was serviced and aligned with the Company’s strategic objectives. DIL’s promoter status, longstanding association, and demonstrated reliability supports the decision. Both past and proposed transactions reflect sound commercial judgment and reinforce promoter alignment. The Board recommends approval in the interest of transparency and good governance.
Materiality	Exceeds thresholds under Section 188 and Regulation 23 of SEBI LODR; requires shareholder approval

Particulars	Details
Audit Committee Recommendation	Yes; the Audit committee has passed an omnibus approval for the same
Valuation Report	Not applicable
Any Default by Related Party	None
Omnibus Approval Sought	Yes
Total amount of RPT with DIL during FY 25-26	During the year 2025-26 no amount was advanced to Dolphin Investments Limited

\* The board of Directors pursuant to the approval of audit committee dated May 26, 2026 and the resolution passed by the members in the previous Annual General Meeting dated August 08, 2025 have passed a resolution dated May 26, 2026 amending the closure of said arrangement until FY 2028-29.

### Interest of Directors, KMPs, and their Relatives

Except for the promoter and directors namely Mr. Vijay Chowgule, Dr. Rohini Chowgule and Mr. Ramesh Chowgule, who are directly or indirectly interested in Dolphin Investments Limited, none of the other Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the proposed or ratified resolutions.

### Recommendation

The Audit Committee and the Board of Directors (excluding interested directors) have reviewed and approved the transaction(s) and recommend the same to the members of the Company for approval/ratification by way of Special Resolution(s). The Audit Committee has also passed an omnibus approval for the same.

### ITEM NO. 4 – APPROVAL FOR PAYMENT OF LIASONING FEES TO DOLPHIN INVESTMENT LIMITED, A PROMOTER AND RELATED PARTY

The Board of Directors of Chowgule Steamships Limited (“the Company”), at its meeting held on May 26, 2026, based on the recommendation of the Audit Committee, considered and approved a proposal for entering into, a Related Party Transaction with M/s Dolphin Investment Limited (“DIL”), a promoter and related party of the Company, as defined under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”).

During the financial year 2025–26, the Company engaged DIL for Liasoning services across a range of strategic, commercial, and financial areas. These services were undertaken in the ordinary course of business and on an arm’s length basis, and included:

- Strategic advice and mentorship to support growth and expansion;
- Development and refinement of long-term business strategies;
- Advisory on commercial potential and utilization of the Company’s land and property assets;
- Expert consultancy in commercial and financial decision-making.

These services were provided by experienced professionals affiliated with DIL and were benchmarked against prevailing market rates to ensure commercial fairness.

Given that the aggregate value of this related party transaction exceeds the materiality thresholds prescribed under Section 188 of the Companies Act, 2013 and Regulation 23 of the SEBI LODR Regulations, the Company seeks shareholders’ approval for the proposed transaction. The approval is sought by way of a Special Resolution.

The Audit Committee and the Board of Directors (excluding any interested Directors) have reviewed and approved the said transactions. They are satisfied with the commercial justification and the alignment of the services with the strategic objectives of the Company, and affirm that the transaction does not prejudice the interests of the Company or its minority shareholders.

As required under Regulation 23(4) of the SEBI LODR Regulations, all related parties, irrespective of their involvement in the transaction, shall abstain from voting on this resolution.

### Disclosures under the Companies Act, 2013 and SEBI LODR Regulations, 2015

Particulars	Details
Name of the Related Party	Dolphin Investment Limited
Country of incorporation of the related party	India
Nature of Business of Related Party	Business Consultancy Services in all areas of business

Particulars	Details
Whether Holding and Subsidiary Relationship	No
Nature of Relationship	Promoter and Related Party
Nature of Transaction	Payment of Liasoning fees for strategic, commercial, and financial advisory services
Aggregate Transaction Value	INR 110 Lakhs (aggregated till March 31, 2026)
Duration of Transaction	As may be mutually agreed under the lease/license agreement
Terms	At arm's length, in the ordinary course of business, and based on market rates
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	INR 110 Lakhs (aggregated till March 31, 2026)
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR 15 Lakhs
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Financial performance of the related party for the immediately preceding financial year:	Financial Year 2025-26 (Unaudited Figures): Turnover: INR 3,495.78 Lakhs Profit After Tax (PAT): INR 414.99 Lakhs Net Worth: INR 4,183.15 Lakhs
Whether omnibus approval is being sought?	Yes
Basis of determination of price.	Arms-length considering Market conditions
Type, material terms and particulars of the proposed transaction;	Payment of Liasoning fees for strategic, commercial, and financial advisory services
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Directors namely Mr. Vijay Chowgule, Dr. Rohini Chowgule and Mr. Ramesh Chowgule, and their relatives who are directly or indirectly interested in Dolphin Investments Limited, none of the other Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the proposed or ratified resolutions.  Dolphin Investment Limited is also a Promoter of the Company
Tenure of the proposed transaction (particular tenure shall be specified);	Yearly or as agreed between the parties
Value of the proposed transaction;	Up to INR 300 Lakhs per annum
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	91.66%

Particulars	Details
Whether the transaction related to Loan?	Not Applicable
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	For their business purpose only.
Justification as to why the RPT is in the interest of the listed entity;	The payment of professional and legal fees to Dolphin Investment Limited (“DIL”), a promoter of the Company, is justified based on the strategic, commercial, and legal advisory services rendered on an arm’s length basis. DIL has consistently provided expert mentorship, business planning, and consultancy on optimal utilization of the Company’s assets. Their deep institutional knowledge and alignment with the Company’s long-term goals have ensured value-added support. As a promoter entity, DIL has acted in the Company’s best interest, making them a credible and reliable partner for such professional engagements.
Valuation report from external party	Not Applicable
Percentage of the counter-party’s annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	8.58%
Any other information that may be relevant	Not Applicable

### Interest of Directors, KMPs, and their Relatives

Except for the promoter and directors namely Mr. Vijay Chowgule, Dr. Rohini Chowgule and Mr. Ramesh Chowgule, who are directly or indirectly interested in Dolphin Investments Limited, none of the other Directors, Key Managerial Personnel, or their relatives are concerned or interested, financially or otherwise, in the proposed or ratified resolutions.

### Recommendation

The Audit Committee and the Board of Directors (excluding interested directors) have reviewed and approved the transaction(s) and recommend the same to the members of the Company for approval/ratification by way of Special Resolution(s). The Audit Committee has also passed an omnibus approval for the same

### ITEM NO. 5 - LEASING OF MOVABLE/IMMOVABLE PROPERTY TO CHOWGULE LAVGAN SHIPREPAIR PRIVATE LIMITED.

The Board of Directors of Chowgule Steamships Limited (“the Company”) has, in its meeting held on May 26, 2026, approved entering into a Related Party Transaction with M/s Chowgule Lavgan Shiprepair Private Limited (CLSPL), a company in which certain directors of the Company are interested, and which therefore qualifies as a “Related Party” in terms of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”).

The transaction involves licensing or leasing of movable or immovable property owned by the Company to CLSPL for a consideration upto INR 300 Lakhs per annum, and the receipt of a security deposit# up to INR 100 Lakhs, both in one or more tranches. The arrangement is proposed to be carried out in the ordinary course of business and on an arm’s length basis, supported by appropriate valuation and commercial terms.

In accordance with the provisions of Section 188 of the Companies Act, 2013, the above transaction relates to the leasing of property of any kind to a related party. Although the transaction is being undertaken in the ordinary course of business and at arm’s length, the value of the proposed transaction exceeds the thresholds specified under the prescribed Section 188 of the companies act read with rules framed thereunder and the provisions of the SEBI (LODR) Regulations 2015, including the threshold limit pertaining to materiality and thus requires prior approval of the shareholders by way of an Special resolution.

**The details of the proposed transaction, including disclosures required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as follows:**

Particulars	Details
Name of the Related Party	Chowgule Lavgan Shiprepair Private Limited
Country of incorporation of the related party	India
Nature of Business of Related Party	Ship Repairing, Engineering, Processing and commissioning
Whether Holding and Subsidiary Relationship	No

Particulars	Details
Nature of Relationship	Company in which Directors of the Company are common
Nature of Transaction	Leave and License/Lease of movable or immovable property; receipt of Security Deposit
Aggregate Transaction Value	Upto INR 300 Lakhs per annum (Rent/License Fees) + Upto INR 100 Lakhs (Security Deposit)#
Duration of Transaction	As may be mutually agreed under the lease/license agreement
Terms	At arm's length, in the ordinary course of business, and based on market rates
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	During FY 2025-2026: Security Deposit: INR 3.38 Lakhs Lease Rent: 24.38 Lakhs
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Lease Rent: 7.89 Lakhs
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Financial performance of the related party for the immediately preceding financial year:	Financial Year 2025-26 (Unaudited Figures): Turnover: INR 22,824.57 Lakhs Profit After Tax (PAT): INR 3,673.32 Lakhs Net Worth: INR 30,479.81 Lakhs
Whether omnibus approval is being sought?	Yes
Basis of determination of price.	Arms-length considering Market conditions
Type, material terms and particulars of the proposed transaction;	The lease or leave and license arrangement with M/s Chowgule Lavgan Shiprepair Private Limited shall be for a tenure mutually agreed upon by the parties, with the option of renewal subject to mutual consent and compliance with applicable laws. The license or rental fee shall not exceed INR 300 Lakhs per annum, payable as per the agreed terms and subject to applicable taxes. A refundable, non-interest-bearing# security deposit of up to INR 100 Lakhs shall be paid, which will be returned upon termination of the agreement, provided all obligations are fulfilled and no dues or damages remain. The movable/immovable property shall be used strictly for permitted business and operational purposes, and the related party shall ensure full compliance with applicable laws, regulatory, environmental, and municipal requirements.
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Vijay Chowgule, Whole-Time Director of Chowgule Steamships Limited, also serves as a Director on the Board of Chowgule Lavgan Shiprepair Private Limited. Mr. Ramesh Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited also serves as a Director on the Board of Chowgule Lavgan Shiprepair Private Limited. Prof. (Dr.) Rohini V. Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, is a relative of Mr. Vijay Chowgule and Mr. Ramesh Chowgule
Tenure of the proposed transaction (particular tenure shall be specified);	11 months or as agreed between the parties
Value of the proposed transaction;	License or Lease fees upto INR 300 Lakhs per annum. Security Deposit of up to INR 100 Lakhs#

Particulars	Details
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	91.66%
Whether the transaction related to Loan?	Not Applicable
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	The company is offering its movable and immovable property on leave and license/lease for the principal object of CLSPL
Justification as to why the RPT is in the interest of the listed entity;	The proposed leasing of property to Chowgule Lavgan Shiprepair Private Limited ("CLSPL"), a related party with common directors, is a strategic decision aligned with the business interests of both companies. CSL and CLSPL operate with a shared business vision and similar operational models, ensuring seamless integration and utilization of resources. The subject property, owned by CSL, is located adjacent to CLSPL's existing premises, making it a natural extension for their expanding operations. Given that both entities function within a common area and are part of the same group, the arrangement promotes operational synergies and optimizes asset utilization without disrupting the group's strategic cohesion.
Valuation report from external party	Not Applicable
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	1.31%
Any other information that may be relevant	Not Applicable

### # The security deposit shall be Refundable and non-interest bearing

None of the Directors, Key Managerial Personnel or their relatives, except those who are interested in the transaction due to their association with M/s Chowgule Lavgan Shiprepair Private Limited, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members of the Company by way of a Special Resolution, in compliance with the provisions of the Companies Act, 2013 and SEBI LODR Regulations, 2015.

### ITEM NO. 6 - APPROVAL UNDER SECTION 188 OF COMPANIES ACT, 2013 AND REGULATION 23 OF SEBI (LODR) WITH RESPECT TO THE REIMBURSEMENT OF EXPENDITURE INCURRED FOR FENCING OF LAND TO CHOWGULE LAVGAN SHIPREPAIR PRIVATE LIMITED

The Board of Directors of Chowgule Steamships Limited ("the Company") has, in its meeting held on May 26, 2026, approved entering into a Related Party Transaction with M/s Chowgule Lavgan Shiprepair Private Limited (CLSPL), a company in which certain directors of the Company are interested, and which therefore qualifies as a "Related Party" in terms of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The transaction involves reimbursement of expenditure incurred / to be incurred by CLSPL towards fencing of the land belonging to the Company, for a consideration up to INR 200 Lakhs, in one or more tranches. The fencing of the said land is undertaken for the purpose of security and protection of the property, and the reimbursement thereof is proposed to be carried out in the ordinary course of business and on an arm's length basis, supported by appropriate documentation and commercial terms.

In accordance with the provisions of the Companies Act, 2013, the above transaction relates to reimbursement of expenditure with a related party. Although the transaction is being undertaken in the ordinary course of business and at arm's length, the value of the proposed transaction exceeds the thresholds specified under Section 188 of the Companies Act read with the rules framed thereunder and the provisions of the SEBI (LODR) Regulations, 2015, including the threshold limit pertaining to materiality, and thus requires prior approval of the shareholders by way of a Special Resolution.

**The details of the proposed transaction, including disclosures required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as follows:**

Particulars	Details
Name of the Related Party	Chowgule Lavgan Shiprepair Private Limited
Country of incorporation of the related Party	India

Particulars	Details
Nature of Business of Related Party	Ship Repairing, Engineering, Processing and commissioning
Whether Holding and Subsidiary Relationship	No
Nature of Relationship	Company in which Directors of the Company are common
Nature of Transaction	Reimbursement of Expenditure
Aggregate Transaction Value	INR 200 Lakhs
Duration of Transaction	As may be mutually agreed
Terms	At arm's length, in the ordinary course of business, and based on market rates
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	During FY 2025-2026: Security Deposit: INR 3.38 Lakhs Lease Rent: INR 24.38 Lakhs
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Lease Rent: INR 7.89 Lakhs
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Financial performance of the related party for the immediately preceding financial year:	Financial Year 2025-26 (Unaudited Figures): Turnover: INR 22,824.57 Lakhs Profit After Tax (PAT): INR 3,673.32 Lakhs Net Worth: INR 30,479.81 Lakhs
Whether omnibus approval is being sought?	Yes
Basis of determination of price.	At Actuals
Type, material terms and particulars of the proposed transaction;	The transaction pertains to reimbursement by the Company to M/s Chowgule Lavgan Shiprepair Private Limited of expenditure incurred / to be incurred towards fencing of the land belonging to the Company. The fencing work is undertaken by CLSPL for the purpose of demarcation, security and protection of the said land, and the expenditure incurred thereon shall be reimbursed by the Company up to an amount not exceeding INR 200 Lakhs, payable as per the agreed terms and subject to applicable taxes. The reimbursement shall be made against actual expenditure incurred, duly supported by invoices, bills or other documentary evidence, and in one or more tranches as may be mutually agreed between the parties. The fencing so undertaken shall remain the property of / accrue to the benefit of the Company, and CLSPL shall ensure that the fencing work is carried out in compliance with applicable laws, regulatory, environmental, and municipal requirements.
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Vijay Chowgule, Whole-Time Director of Chowgule Steamships Limited, also serves as a Director on the Board of Chowgule Lavgan Shiprepair Private Limited. Mr. Ramesh Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited also serves as a Director on the Board of Chowgule Lavgan Shiprepair Private Limited. Prof. (Dr.) Rohini V. Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, is a relative of Mr. Vijay Chowgule and Mr. Ramesh Chowgule
Tenure of the proposed transaction (particular tenure shall be specified);	As agreed between the parties

Particulars	Details
Value of the proposed transaction; Security Deposit of up to INR 100 Lakhs#	Reimbursement of Expenses
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	91.66%
Whether the transaction related to Loan?	Not Applicable
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	The Company is paying to CLSPL towards the reimbursement of expenses for fencing the land.
Justification as to why the RPT is in the interest of the listed entity;	The proposed reimbursement of expenditure incurred by Chowgule Lavgan Shiprepair Private Limited ("CLSPL"), a related party with common directors, towards fencing of the land owned by Chowgule Steamships Limited ("CSL") and given to CLSPL, is in the interest of the Company. The fencing work ensures adequate demarcation, security and protection of the Company's land, thereby safeguarding the Company's asset from encroachment, unauthorized use and potential disputes. It is administratively efficient and cost-effective for CLSPL to undertake the fencing work directly, with the expenditure being reimbursed by the Company. This arrangement ensures timely execution of the security measures without disruption to ongoing operations, while the resulting improvement to the property accrues to the benefit of the Company as the owner of the land. Given that both entities function within a common area and are part of the same group, the arrangement promotes operational efficiency and protects the long-term value of the Company's asset without disrupting the group's strategic cohesion.
Valuation report from external party	Not Applicable
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	0.88%
Any other information that may be relevant	Not Applicable

None of the Directors, Key Managerial Personnel or their relatives, except those who are interested in the transaction due to their association with M/s Chowgule Lavgan Shiprepair Private Limited, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members of the Company by way of a Special Resolution, in compliance with the provisions of the Companies Act, 2013 and SEBI LODR Regulations, 2015.

## **ITEM NO. 7 - LEASING OF MOVABLE/IMMOVABLE PROPERTY TO ANGRE PORT PRIVATE LIMITED.**

The Board of Directors of the Company at its meeting held on May 26, 2026 approved entering into a Related Party Transaction with M/s Angre Port Private Limited (APPL), a company in which certain Directors of the Company are interested, and which therefore qualifies as a "Related Party" under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The transaction involves licensing or leasing of movable or immovable property owned by the Company to APPL for a consideration upto INR 300 Lakhs per annum, and the receipt of a security deposit# up to INR 100 Lakhs, both in one or more tranches. The arrangement is proposed to be carried out in the ordinary course of business and on an arm's length basis, supported by appropriate valuation and commercial terms.

In accordance with the provisions of Section 188 of the Companies Act, 2013, the above transaction relates to the leasing of property of any kind to a related party. Although the transaction is being undertaken in the ordinary course of business and at arm's length, the value of the proposed transaction exceeds the thresholds specified under the prescribed Section 188 of the companies act read with rules framed thereunder and the provisions of the SEBI (LODR) Regulations 2015, including the threshold limit pertaining to materiality and thus requires prior approval of the shareholders by way of an Special resolution.

**The details of the proposed transaction, including disclosures required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as follows:**

Particulars	Details
Name of the Related Party	Angre Port Private Limited
Country of incorporation of the related party	India
Nature of Business of Related Party	Port Operations
Whether Holding and Subsidiary Relationship	No
Nature of Relationship	Company in which Directors of the Company are common
Nature of Transaction	Leave and License/Lease of movable or immovable property; receipt of Security Deposit
Transaction Value	INR 300 Lakhs (per annum) for rent/license fees + INR 100 Lakhs (security deposit)#
Duration of the Transaction	As mutually agreed under the agreement
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	During the Financial Year 2025-26: Security Deposit: INR 3.22 Lakhs Lease Rent: 14.25 Lakhs
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Lease Rent: INR 5.05 Lakhs
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Financial performance of the related party for the immediately preceding financial year:	Financial Year 2025-26 (Unaudited Figures): Turnover: INR 7,280.55 Lakhs Profit After Tax (PAT): INR 1,031.12 Lakhs Net Worth: INR 24,190.31 Lakhs
Whether omnibus approval is being sought?	Yes
Basis of determination of price.	Arms-length considering Market conditions
Type, material terms and particulars of the proposed transaction;	The leave and license/lease arrangement with M/s Angre Port Private Limited shall be for a tenure mutually agreed upon by the parties, with the possibility of renewal upon expiry, subject to mutual consent and compliance with applicable laws. The license or rental fee shall be upto INR 300 Lakhs per annum, payable as per the agreed terms and frequency in the definitive agreement, and will be subject to applicable taxes. A refundable, non-interest-bearing# security deposit of up to INR 100 Lakhs shall be paid by M/s Angre Port Private Limited, which will be returned upon termination of the agreement, provided all obligations are fulfilled and there are no outstanding dues or damages. The premises shall be used solely for lawful business and operational purposes, and the related party shall ensure full compliance with all applicable regulatory, environmental, and municipal requirements.

Particulars	Details
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Vijay Chowgule, Whole-Time Director of Chowgule Steamships Limited, also serves as a Director on the Board of Angre Port Private Limited. Prof. (Dr.) Rohini V. Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, likewise holds a directorship in Angre Port Private Limited. Additionally, Mr. Ramesh Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, is the cousin of both Mr. Vijay Chowgule and Prof. (Dr.) Rohini V. Chowgule.
Tenure of the proposed transaction (particular tenure shall be specified);	11 months or as agreed between the parties
Value of the proposed transaction;	License or Lease fees shall be upto INR 300 Lakhs per annum Security Deposit of up to INR 100 Lakhs#
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	91.66%
Whether the transaction related to Loan?	Not Applicable
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	The company is offering its movable and immovable property on leave and license/lease for the principal object of Angre Port Private Limited
Justification as to why the RPT is in the interest of the listed entity;	The proposed leasing of property to Angre Port Private Limited ("APPL"), a related party with common directors, is a commercially sound and strategically aligned decision. CSL and APPL operate with a shared business approach and vision, ensuring operational compatibility. The property in question, owned by CSL, is situated adjacent to APPL's existing premises and is being leased to support their business expansion. Given their presence in a common industry and group affiliation, the arrangement promotes efficiency and synergy. The continued use of CSL's property by APPL is thus logical and mutually beneficial, enhancing value for both entities.
A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	4.12%
Any other information that may be relevant	Not Applicable

### # The security deposit is refundable non-interest bearing

None of the Directors, Key Managerial Personnel or their relatives, except those who are interested in the transaction due to their association with M/s Angre Port Private Limited, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members of the Company by way of a Special Resolution, in compliance with the provisions of the Companies Act, 2013 and SEBI LODR Regulations, 2015.

### ITEM NO. 8 – APPROVAL OF GRANT A LOAN, AN INTER CORPORATE DEPOSIT, MAKE AN ADVANCE, MAKE AN INVESTMENT OR ISSUE A GUARANTEE TO ANGRE PORT PRIVATE LIMITED OF INR 1,000 LAKHS

The Board of Directors of the Company, at its meeting held on May 26, 2026, has approved a proposal to enter into a transaction with M/s Angre Port Private Limited, a company in which Directors of the Company are also directors/shareholders and which therefore qualifies as a Related Party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The transaction involves granting a Inter Corporate Deposit, making an advance, investing funds, or providing a guarantee or security for an amount upto INR 1,000 Lakhs (Rupees One Thousand Lakhs only), at an interest rate determined on the arms-length basis as per prevailing market standards, per annum, on such terms and conditions as may be mutually agreed between the parties.

The transaction is proposed to be undertaken in the in ordinary course of business and at arm's length basis as per section 188 of the companies act 2013, it exceeds the materiality threshold as prescribed under Regulation 23 of the SEBI LODR Regulations and as per the Company's Policy on Related Party Transactions. Therefore, it requires prior approval of the shareholders.

Additionally, the proposed transaction attracts the provisions of Section 185 of the Companies Act, 2013, as the loan is proposed to be extended to a body corporate in which Directors of the Company are interested. As per Section 185, a company may advance any loan to, or give any guarantee or provide any security in connection with any loan taken by, any person or entity in whom any of the Directors of the company is interested, subject to passing of a special resolution by shareholders and fulfilling the prescribed conditions.

Further, the transaction exceeds the prescribed monetary limits under Section 186 of the Companies Act, 2013, and accordingly, shareholders' approval by way of a special resolution is also required in that regard.

**The details of the proposed transaction, including disclosures required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as follows:**

Particulars	Details
Name of Related Party	Angre Port Private Limited
Country of incorporation of the related party	India
Nature of Business of Related Party	Port Operations
Whether Holding and Subsidiary Relationship	No
Nature of Relationship	Company in which Directors are common.
Nature of Transaction	Inter Corporate Deposit
Amount of Transaction	Up to INR 1,000 Lakhs
Rate of Interest	Interest rate determined on the arms-length basis as per prevailing market standards, per annum
Amount of Interest	At actuals based on interest rate
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	During FY 2025-26: Interest Received INR 91 Lakhs
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	INR 15.71 lakhs
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Financial performance of the related party for the immediately preceding financial year:	Financial Year 2025-26 (Unaudited Figures): Turnover: INR 7,280.55 Lakhs Profit After Tax (PAT): INR 1,031.12 Lakhs Net Worth: INR 24,190.31 Lakhs
Whether omnibus approval is being sought?	Yes

Particulars	Details
Type, material terms and particulars of the proposed transaction;	The Company proposes to grant an unsecured loan, Inter Corporate Deposit, make an advance, investment, or guarantee to Angre Port Private Limited, a related party, for an amount not exceeding INR 1,000 Lakhs (Rupees One Thousand Lakhs only). The loan, if extended, shall carry an interest rate of [insert interest rate]% per annum and shall be governed by terms and conditions mutually agreed between the parties, ensuring commercial prudence. The repayment shall be made in equal instalments over a period of three years, or such other tenure as may be mutually decided. This transaction shall be undertaken in the ordinary course of business and on an arm's length basis. However, given the quantum, it qualifies as a material related party transaction in accordance with Regulation 23(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and shall accordingly require shareholders' approval.
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Vijay Chowgule, Whole-Time Director of Chowgule Steamships Limited, also serves as a Director on the Board of Angre Port Private Limited.  Prof. (Dr.) Rohini V. Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, likewise holds a directorship in Angre Port Private Limited.  Additionally, Mr. Ramesh Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, is the cousin of both Mr. Vijay Chowgule and Prof. (Dr.) Rohini V. Chowgule.
Tenure of the proposed transaction (particular tenure shall be specified);	Three Years or as agreed between the parties
Repayment schedule & terms	As per terms and conditions mutually agreed
Value of the proposed transaction;	INR 1,000 Lakhs (Rupees One Thousand Lakhs only)
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	305.52%
Details of the source of funds in connection with the proposed transaction;	The company is deploying the said funds out of its reserves.
Nature of indebtedness;	Unsecured Loans advances to Related Party.
Cost of funds;	NIL cost has been incurred
Tenure	Three Years or as agreed between the parties
Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	As mentioned in Type, material terms and particulars of the proposed transaction
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	For principal business and Object clause of the company

Particulars	Details
Justification as to why the RPT is in the interest of the listed entity;	The proposal to grant a loan Inter Corporate Deposit upto INR 1,000 lakhs to Angre Port Private Limited ("APPL"), a related party with common directors, is based on sound commercial and strategic considerations. APPL operates in the same industry as Chowgule Steamships Limited, ensuring alignment in business objectives and operational familiarity. The loan will be extended at an arm's length interest rate, maintaining fairness and compliance. Given the presence of common directors, there is an inherent level of trust and transparency in dealings. APPL's commitment to safeguarding the interests of Chowgule Steamships Limited further reinforces the prudence of this arrangement.
A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable
Percentage of the counter-party's annual Standalone and consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	13.73%
Any other information that may be relevant	Not Applicable

None of the Directors, Key Managerial Personnel or their relatives, except those having a direct or indirect interest in M/s Angre Port Private Limited, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends passing of the resolution as set out in the accompanying Notice as a Special Resolution, in view of the requirements under Sections 185 and 186 of the Companies Act, 2013.

#### **ITEM NO. 9 – APPROVAL FOR RELATED PARTY TRANSACTION WITH CHOWGULE FIBERGLASS SHIPS PRIVATE LIMITED**

The Board of Directors of the Company at its meeting held on May 26, 2026 approved entering into a Related Party Transaction with M/s Chowgule Fiberglass Ships Private Limited, a company in which certain Directors of the Company are interested, and which therefore qualifies as a "Related Party" under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The transaction involves licensing or leasing of movable or immovable property owned by the Company to Chowgule Fiberglass Ships Private Limited for a consideration upto INR 300 Lakhs per annum, and the receipt of a security deposit# up to INR 100 Lakhs, both in one or more tranches. The arrangement is proposed to be carried out in the ordinary course of business and on an arm's length basis, supported by appropriate valuation and commercial terms.

In accordance with the provisions of Section 188 of the Companies Act, 2013, the above transaction relates to the leasing of property of any kind to a related party. Although the transaction is being undertaken in the ordinary course of business and at arm's length, the value of the proposed transaction exceeds the thresholds specified under the prescribed Section 188 of the companies act read with rules framed thereunder and the provisions of the SEBI (LODR) Regulations 2015, including the threshold limit pertaining to materiality and thus requires prior approval of the shareholders by way of an Special resolution

**The details of the proposed transaction, including disclosures required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as follows:**

Particulars	Details
Name of the Related Party	Chowgule Fiberglass Ships Private Limited
Country of incorporation of the related party	India
Nature of Business of Related Party	Manufacturing and repairs/ maintenance. of Ships, Boats, and projects related to the same.
Whether Holding and Subsidiary Relationship	No
Nature of Relationship	Company in which Directors of the Company are common
Nature of Transaction	Leave and License/Lease of movable or immovable property; receipt of Security Deposit
Transaction Value	INR 300 Lakhs (per annum) for rent/license fees + INR 100 Lakhs (security deposit)#
Duration of the Transaction	As mutually agreed under the agreement
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	NIL

Particulars	Details
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Financial performance of the related party for the immediately preceding financial year:	Financial Year 2025-26 (Unaudited Figures): Turnover: INR 5,937.22 Lakhs Profit After Tax (PAT): INR 72.61 Lakhs Net Worth: INR 1,105.52 Lakhs
Whether omnibus approval is being sought?	Yes
Basis of determination of price.	Arms-length considering Market conditions
Type, material terms and particulars of the proposed transaction;	The leave and license/lease arrangement with M/s Chowgule Fiberglass Ships Private Limited shall be for a tenure mutually agreed upon by the parties, with the possibility of renewal upon expiry, subject to mutual consent and compliance with applicable laws. The license or rental fee shall be upto INR 300 Lakhs per annum, payable as per the agreed terms and frequency in the definitive agreement, and will be subject to applicable taxes. A refundable, non-interest-bearing <sup>#</sup> security deposit of up to INR 100 Lakhs shall be paid by M/s Chowgule Fiberglass Ships Private Limited, which will be returned upon termination of the agreement, provided all obligations are fulfilled and there are no outstanding dues or damages. The premises shall be used solely for lawful business and operational purposes, and the related party shall ensure full compliance with all applicable regulatory, environmental, and municipal requirements.
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Vijay Chowgule, Whole-Time Director of Chowgule Steamships Limited, also serves as a Director on the Board of Chowgule Fiberglass Ships Private Limited. Prof. (Dr.) Rohini V. Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, is a relative of Mr. Vijay Chowgule. Additionally, Mr. Ramesh Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, is the cousin of Mr. Vijay Chowgule.
Tenure of the proposed transaction (particular tenure shall be specified);	11 months or as agreed between the parties
Value of the proposed transaction;	License or Lease fees shall be upto INR 300 Lakhs per annum Security Deposit of up to INR 100 Lakhs <sup>#</sup>
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	91.66%
Whether the transaction related to Loan?	Not Applicable

Particulars	Details
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	The company is offering its movable and immovable property on leave and license/lease for the principal object of Chowgule Fiberglass Ships Private Limited
Justification as to why the RPT is in the interest of the listed entity;	The proposed leasing of property to Chowgule Fiberglass Ships Private Limited, a related party with common directors, is a commercially sound and strategically aligned decision. CSL and Chowgule Fiberglass Ships Private Limited operate with a shared business approach and vision, ensuring operational compatibility. The property in question, owned by CSL, is situated adjacent to Chowgule Fiberglass Ships Private Limited's existing premises and is being leased to support their business expansion. Given their presence in a common industry and group affiliation, the arrangement promotes efficiency and synergy. The continued use of CSL's property by Chowgule Fiberglass Ships Private Limited is thus logical and mutually beneficial, enhancing value for both entities.
A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	5.05%
Any other information that may be relevant	Not Applicable

#### # The security deposit is refundable non-interest bearing

None of the Directors, Key Managerial Personnel or their relatives, except those who are interested in the transaction due to their association with M/s Chowgule Fiberglass Ships Private Limited, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members of the Company by way of a Special Resolution, in compliance with the provisions of the Companies Act, 2013 and SEBI LODR Regulations, 2015.

#### ITEM NO 10: TRANSACTIONS WITH CHOWGULE PRESTIGE PRIVATE LIMITED FOR OPERATIONS OF VESSEL.

The Board of Directors of the Company at its meeting held on May 26, 2026 approved entering into a Related Party Transaction with M/s Chowgule Prestige Private Limited, a company in which certain Directors of the Company are interested, and which therefore qualifies as a "Related Party" under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

The transaction involves Operations of vessels for Chowgule Prestige Private Limited for a consideration upto INR 100 Lakhs per annum in one or more tranches. The arrangement is proposed to be carried out in the ordinary course of business and on an arm's length basis, supported by appropriate valuation and commercial terms.

In accordance with the provisions of Section 188 of the Companies Act, 2013, the above transaction relates to the sale of services to a related party. Although the transaction is being undertaken in the ordinary course of business and at arm's length, the value of the proposed transaction exceeds the thresholds specified under the prescribed Section 188 of the companies act read with rules framed thereunder and the provisions of the SEBI (LODR) Regulations 2015, including the threshold limit pertaining to materiality as per LODR Regulations and thus requires prior approval of the shareholders by way of an Special resolution

**The details of the proposed transaction, including disclosures required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, are as follows:**

Particulars	Details
Name of the Related Party	Chowgule Prestige Private Limited
Country of incorporation of the related party	India
Nature of Business of Related Party	Operation of Vessels and related activities
Whether Holding and Subsidiary Relationship	No
Nature of Relationship	Company in which Directors of the Company are common
Nature of Transaction	Operation of Vessels

Particulars	Details
Transaction Value	INR 350 Lakhs (per annum)
Duration of the Transaction	As mutually agreed under the agreement
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	NIL
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	NA
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
Financial performance of the related party for the immediately preceding financial year:	Financial Year 2025-26 (Unaudited Figures): Turnover: NIL Profit After Tax (PAT): INR 7.025 Lakhs Net Worth: INR (8.82) Lakhs
Whether omnibus approval is being sought?	Yes
Basis of determination of price.	Arms-length considering Market conditions
Type, material terms and particulars of the proposed transaction;	The Operation of Vessel with M/s Chowgule Prestige Private Limited shall be for a tenure mutually agreed upon by the parties, with the possibility of renewal upon expiry, subject to mutual consent and compliance with applicable laws. The fee shall be upto INR 100 Lakhs per annum, payable as per the agreed terms and frequency in the definitive agreement, and will be subject to applicable taxes.
Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Mr. Vijay Chowgule, Whole-Time Director of Chowgule Steamships Limited, also serves as a Director on the Board of Chowgule Prestige Private Limited. Mr. Ramesh Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, likewise holds a directorship in Chowgule Prestige Private Limited. Additionally, Prof. (Dr.) Rohini V. Chowgule, Non-Executive, Non-Independent Director of Chowgule Steamships Limited, is a relative of Mr. Vijay Chowgule and Mr. Ramesh Chowgule.
Tenure of the proposed transaction (particular tenure shall be specified);	As mutually agreed or for a period of One year
Value of the proposed transaction;	INR 350 Lakhs
The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	106.93%
Whether the transaction related to Loan?	Not Applicable

Particulars	Details
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	The company is offering its services pertaining to operation of vessels
Justification as to why the RPT is in the interest of the listed entity;	The said transaction shall generate revenue from operation by operating vessels for Chowgule Prestige Private Limited a related party with common directors, is a commercially sound and strategically aligned decision. CSL and Chowgule Prestige Private Limited operate with a shared business approach and vision, ensuring operational compatibility. Given their presence in a common industry and group affiliation, the arrangement promotes efficiency and synergy.
A copy of the valuation or other external party report, if any such report has been relied upon;	Not Applicable
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	Considering the Turnover of related party is Nil the said percentage cannot be calculated.
Any other information that may be relevant	Not Applicable

None of the Directors, Key Managerial Personnel or their relatives, except those who are interested in the transaction due to their association with M/s Chowgule Prestige Private Limited, are concerned or interested, financially or otherwise, in the resolution.

The Board recommends the resolution as set out in the accompanying Notice for approval of the members of the Company by way of a Special Resolution, in compliance with the provisions of the Companies Act, 2013 and SEBI LODR Regulations, 2015

## **ITEM NO 11. INVESTMENT OF SURPLUS FUNDS OF THE COMPANY IN IMMOVABLE PROPERTY FOR LONG-TERM APPRECIATION AND STRATEGIC BUSINESS USE**

The Company presently has surplus funds which are not immediately required for its day-to-day business operations and are, for the time being, lying invested in liquid/transferrable instruments. With a view to deploying such surplus funds productively, the Board of Directors of the Company has evaluated a proposal to invest the said surplus funds in immovable property, namely land.

The rationale for the proposed investment is twofold: firstly, to avail the benefit of long-term capital appreciation in the value of the land over a period of time, which would be beneficial to the Company and to group of companies ("the Group") as a whole; and secondly, to enable the Company and/or the Group companies to utilize the said land, from time to time, for their principal business activities or for any other business activities of the Group, as may be required in due course of time.

It is clarified that the proposed investment constitutes a deployment of the Company's own surplus funds in immovable property in the Company's own name, and does not constitute a loan, guarantee, or security of the nature governed under Section 186 of the Companies Act, 2013. It is further clarified that the said investment is in the nature of acquisition of an asset by the Company, and not a sale, lease, or disposal of the whole or substantially the whole of the undertaking of the Company, and therefore the restrictions under Section 180(1)(a) of the Companies Act, 2013 are not attracted. This reference to Section 180(1)(a) is made purely as a clarificatory and precautionary disclosure.

The Board of Directors, at its meeting held on May 26, 2026, after due deliberation, has approved the proposal as being in the interest of the Company and has recommended the same for the approval of the Members by way of the Special resolution set out at Notice.

Members may also note that the acquisition of immovable property of the nature and value contemplated herein may, depending on the Company's Materiality Policy framed under the SEBI (LODR) Regulations, 2015, require disclosure to the Stock Exchange(s) as a material event under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with Schedule III thereto, and the Company shall make such disclosure(s) as may be applicable at the relevant time.

Members may further note that the acquisition, holding, and any future appreciation or disposal of the land would be subject to the applicable provisions of the Income Tax Act, 1961, including those relating to capital gains and stamp duty, and the Company shall comply with all such provisions as may be applicable at the relevant time.

**Disclosure of interest of Directors/Key Managerial Personnel:** None of the other Directors, Key Managerial Personnel of the Company, or their respective relatives, is in any way, financially or otherwise, concerned or interested in the said resolution.

The Board recommends the Special Resolution set out in this Notice for the approval of the Members.

**In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.**

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

## Login method for Individual shareholders holding securities in demat mode:

### Individual Shareholders holding securities in demat mode with NSDL

#### METHOD 1 - NSDL OTP BASED LOGIN

- a) Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- c) Enter the OTP received on your registered email ID/mobile number and click on login.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### METHOD 2 - NSDL IDEAS FACILITY

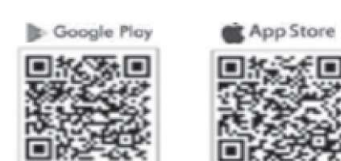
Shareholders registered for IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "IDeAS Login Section".
- b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".
- c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.
- d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### Shareholders not registered for IDeAS facility:

- a) To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- c) Enter the last 4 digits of your bank account/generate 'OTP'
- d) Post successful registration, user will be provided with Login ID and password.
- e) Follow steps given above in points (a-d).

Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



#### METHOD 3 - NSDL E-VOTING WEBSITE

- a) Visit URL: <https://www.evoting.nsdl.com>
- b) Click on the "Login" tab available under 'Shareholder/Member' section.
- c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on "Login".
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

## Remote Evoting Instructions:

### Individual Shareholders holding securities in demat mode with CDSL

#### METHOD 1 - CDSL E-VOTING PAGE

- a) Visit URL: <https://www.cdslindia.com>.
- b) Go to e-voting tab.
- c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on "Submit".
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### METHOD 2 - CDSL EASI/EASIEST FACILITY:

Shareholders registered for Easi/Easiest facility:

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or Visit URL: [www.cdslindia.com](http://www.cdslindia.com), click on "Login" and select "My Easi New (Token)".
- b) Enter existing username, Password & click on "Login".
- c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

#### Shareholders not registered for Easi/Easiest facility:

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Home/EasiRegistration> / <https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration>.
- b) Proceed with updating the required fields for registration.
- c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

### Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL/CDSL for e-voting facility.

- a) Login to DP website
- b) After Successful login, user shall navigate through "e-voting" option.
- c) Click on e-voting option, user will be redirected to NSDL/CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) Post successful authentication, click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

### Login method for shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode/Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

#### STEP 1: LOGIN/SIGNUP ON INSTAVOTE

Shareholders registered for INSTAVOTE facility:

- a) Visit URL: <https://instavote.linkintime.co.in> & click on "Login" under 'SHARE HOLDER' tab.
- b) Enter details as under:
  1. User ID: Enter User ID
  2. Password: Enter existing Password
  3. Enter Image Verification (CAPTCHA) Code
  4. Click "Submit".

(Home page of e-voting will open. Follow the process given under "Steps to cast vote for Resolutions")

<b>InstaVote User ID</b>	<b>NSDL</b>	User ID is 8 Character DP ID followed by 8 Digit Client ID (eg. IN123456) and 8 digit Client ID (eg. 12345678).
	<b>CDSL</b>	User ID is 16 Beneficiary ID.
	<b>SHARES HELD IN PHYSICAL FORM</b>	User ID is Event No. + Folio No. registered with the Company.

### Shareholders not registered for INSTAVOTE facility:

a) Visit URL: <https://instavote.linkintime.co.in> & click on "**Sign Up**" under 'SHARE HOLDER' tab & register with details as under:

1. User ID: Enter User ID
2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/Company shall use the sequence number provided to you, if applicable).
3. DOB/DOI: Enter the Date of Birth (DOB)/Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)
4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
  - Shareholders, holding shares in **NSDL form**, shall provide 'point 4' above.
  - Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
  - Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above
5. Set the password of your choice. (The password should contain minimum 8 characters, at least one special Character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).
6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

Post successful registration, click on "**Login**" under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

### STEP 2: STEPS TO CAST VOTE FOR RESOLUTIONS THROUGH INSTAVOTE

- A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".
- B. Select 'View' icon. E-voting page will appear.
- C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour /Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
- D. After selecting the desired option i.e. Favour/Against, click on 'Submit'.
- E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

**NOTE:** Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

**Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) and the company at registered email address.

## Guidelines for Institutional shareholders (“Custodian/Corporate Body/Mutual Fund”)

### STEP 1 – CUSTODIAN/CORPORATE BODY/MUTUAL FUND REGISTRATION

- A. Visit URL: <https://instavote.linkintime.co.in>
- B. Click on “Sign Up” under “Custodian/Corporate Body/Mutual Fund”
- C. Fill up your entity details and submit the form.
- D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to [insta.vote@linkintime.co.in](mailto:insta.vote@linkintime.co.in).
- E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person’s email ID. (You have now registered on InstaVote)

### STEP 2 – INVESTOR MAPPING

- A. Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- B. Click on “Investor Mapping” tab under the Menu section
- C. Map the Investor with the following details:
  - 1) ‘Investor ID’ – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e. IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.
  - 2) ‘Investor’s Name - Enter Investor’s Name as updated with DP.
  - 3) ‘Investor PAN’ - Enter your 10-digit PAN.
  - 4) ‘Power of Attorney’ - Attach Board resolution or Power of Attorney.

**NOTE:** File Name for the Board resolution/Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

- D. Click on Submit button. (The investor is now mapped with the Custodian/Corporate Body/Mutual Fund Entity). The same can be viewed under the “Report section”.

### STEP 3 – STEPS TO CAST VOTE FOR RESOLUTIONS THROUGH INSTAVOTE

The corporate shareholder can vote by two methods, during the remote e-voting period.

#### METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) Click on “Votes Entry” tab under the Menu section.
- c) Enter the “Event No.” for which you want to cast vote.  
Event No. can be viewed on the home page of InstaVote under “On-going Events”.
- d) Enter “16-digit Demat Account No.”.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour /Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link). After selecting the desired option i.e. Favour /Against, click on ‘Submit’.
- f) A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

#### METHOD 2 - VOTES UPLOAD

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will see “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name/Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.

- f) Cast your vote by selecting your desired option 'Favour/Against' in the sample vote file and upload the same under "Upload Vote File" option.
- g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

**NOTE: Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) and the company at registered email address.

## HELPDESK:

### Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at [enotices@in.mpms.mufg.com](mailto:enotices@in.mpms.mufg.com) or contact on: - Tel: 022 – 4918 6000.

### Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

## Login type

### Helpdesk details

Individual Shareholders holding securities in demat mode with NSDL Members facing any technical issue in login can contact NSDL helpdesk by sending request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or call at: 022 - 4886 7000

### Individual Shareholders holding securities in demat mode with CDSL

Members facing any technical issue in login can contact CDSL helpdesk by sending request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 22 55 33

## Forgot Password:

Individual Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode/Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on "Login" under 'SHARE HOLDER' tab.
- Further Click on "forgot password?"
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case Custodian/Corporate Body/Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian/Corporate Body/Mutual Fund" tab
- Further Click on "forgot password?"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

*In case shareholders have a valid email address, Password will be sent to his/her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.*

### Individual Shareholders holding securities in demat mode with NSDL/CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/depository participants website.

## General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/members can login any number of time till they have voted on the resolution(s) for a particular "Event".

The Register of members and share Transfer Books of the Company shall remain closed from Thursday July 30, 2026 to Wednesday August 5, 2026 (both days inclusive). The E-voting Shall begin on Sunday August 2, 2026 at 09:00 AM and end on Tuesday August 4, 2026 at 5:00 PM. The Cut off date to determine the shareholders shall be Wednesday, July 29, 2026. The date of Annual General Meeting is Wednesday, August 5, 2026.

By order of the Board of Directors  
For **Chowgule Steamships Limited**

**Vijay Chowgule**  
Chairman  
(DIN: 00018903)

Place: Goa

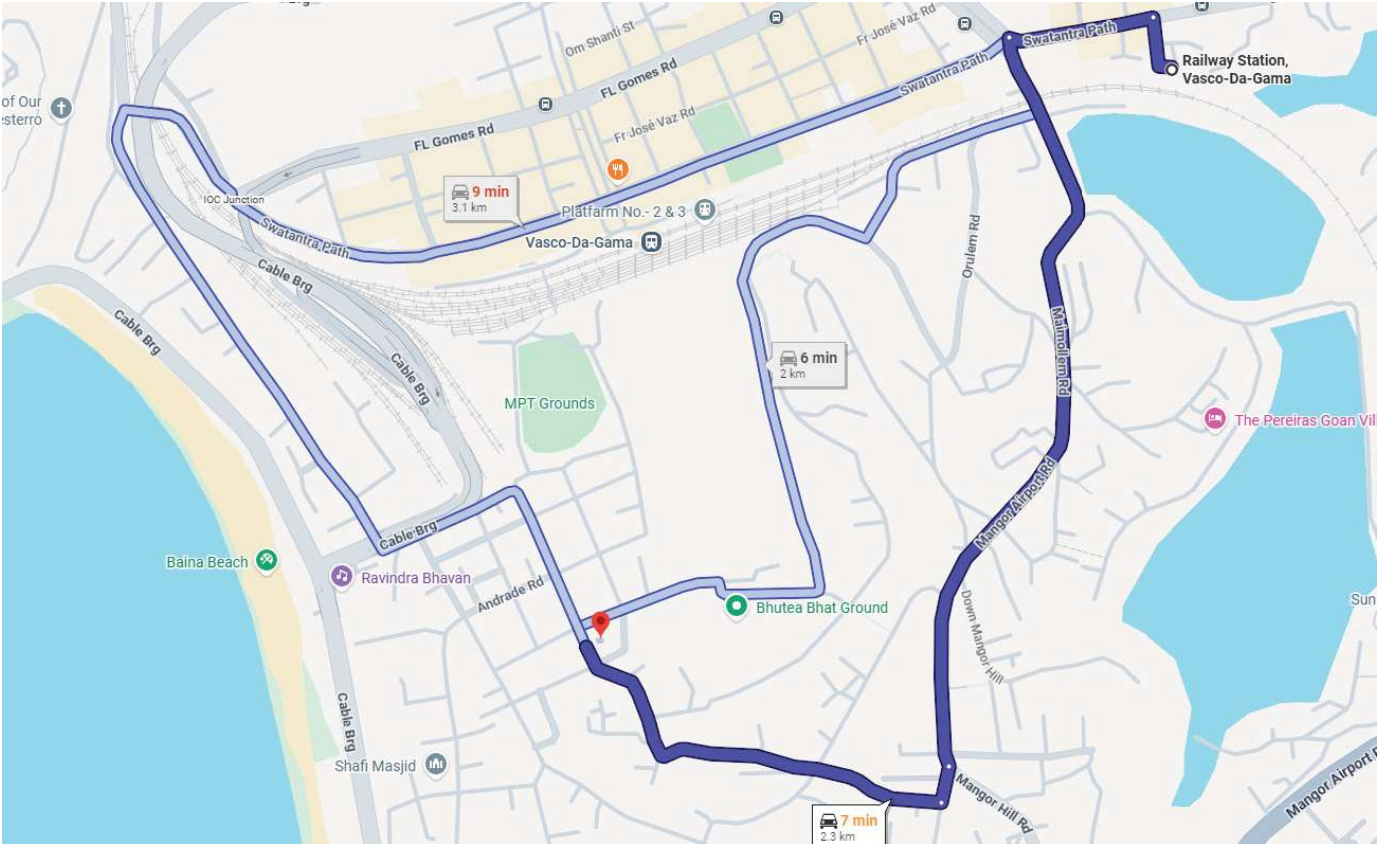
Date: May 26, 2026

## BRIEF PROFILE OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT

(Pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India)

<b>Name of the Director</b>	<b>Mr. Vijay Vishwasrao Chowgule</b>
DIN	00018903
Date of Birth	August 22, 1946
Nationality	Indian
Date of Appointment on the Board	January 14, 2021
Experience	More than 3 decades of experience
Qualifications	Mr. Vijay Chowgule aged 79 years has done his B.S. (textile Chemistry) and Industrial Management.
Expertise in specific functional area	<ol style="list-style-type: none"> <li>1. Strategy and Planning</li> <li>2. Governance</li> <li>3. Financial</li> </ol> <p>He has been on the Board of Directors of other public and private companies. He has vast, rich and varied business experience. Mr. Vijay V Chowgule has been associated with the Group for more than 30 years. His long association with the Company and valuable experience in shipping field have contributed immensely to the growth of the Company</p>
Terms and Conditions	Appointed as Whole Time Director
Number of Equity Shares held in the Company	17,96,262
Chairman/Member of Board Committee of listed companies	He is a member of Stakeholders Relationship Committee of Chowgule Steamships Limited. A member of Nomination and Remuneration Committee in Keltech Energies Limited
Disclosure of relationships between Directors/KMP inter-se	Mr. Vijay V. Chowgule (DIN: 00018903) is related to Prof. (Dr.) Rohini Chowgule (DIN: 00019057) being a brother, and to Mr. Ramesh Chowgule (DIN: 00018910), his cousin and a Director of the Company
Number of Board Meetings attended	4
Names of the listed Companies in which person holds Directorship	Chowgule Steamships Limited and Keltech Energies Limited
Names of listed Companies in which person ceased to be a Director in past three years	NA
Skills and capabilities required for the role of Independent Director and the manner in which the proposed person meets such requirements	NA

# ROUTE MAP





**CHOWGULE  
STEAMSHIPS**

### **Chowgule Steamships Limited**

CIN: L63090GA1963PLC000002

Regd. Off. : 503, 5th Floor, Gabmar Apartment, Vasco Da Gama, South Goa 403 803, India  
Corporate Off.: 9, Mansi, 4th Floor Near Tilak Garden, Gaondevi, Thane West, Thane 400 602

Tel: 022-25302030/E-mail: compliance@chowgulesteamships.co.in/Website: www.chowgulesteamships.co.in

#### **PROXY FORM**

#### **SIXTY-THIRD ANNUAL GENERAL MEETING ON WEDNESDAY, AUGUST 05, 2026**

Name of the Member(s):	
Registered Address:	
E-mail ID:	
Folio No./DP ID/Client ID:	

I/We being member(s) of Chowgule Steamships Limited, holding \_\_\_\_\_ shares of the Company, hereby appoint:

- (1) Name: \_\_\_\_\_ Address \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him;
- (2) Name: \_\_\_\_\_ Address \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him;
- (3) Name: \_\_\_\_\_ Address \_\_\_\_\_  
Email Id: \_\_\_\_\_ Signature \_\_\_\_\_ or failing him;

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 63rd Annual General Meeting of the Company to be held on Wednesday, August 5, 2026 at 11:00 a.m. at 3rd Floor, Centenary, Baina, Vasco-da-Gama, South Goa, Goa - 403802 and at any adjournment thereof in respect of following resolutions:

<b>Resolutions</b>	<b>For</b>	<b>Against</b>
<b>Ordinary Business:</b>		
1. To receive, consider, approve and adopt the Audited Standalone Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2026, together with the Report of the Board of Directors and Auditors thereon		
2. To appoint a director in place of Mr. Vijay Vishwasrao Chowgule (DIN: 00018903), who retires by rotation and being eligible, offers himself for re-appointment.		
<b>Special Business:</b>		
3. Resolution for Approval of Related Party Transactions with Dolphin Investments Limited		
4. Resolution for approval of payment of liasoning fees to Dolphin Investment Limited		
5. Approval under Section 188 of Companies Act, 2013 and Regulation 23 of SEBI (LODR) with respect to the leasing of movable / immovable property to Chowgule Lavgan Shiprepair Private Limited		
6. Approval under Section 188 of Companies Act, 2013 and Regulation 23 of SEBI (LODR) with respect to the reimbursement of expenditure incurred for fencing of land to Chowgule Lavgan Shiprepair Private Limited		
7. Approval under Section 188 of Companies Act, 2013 and Regulation 23 of SEBI (LODR) with respect to the leasing of movable/immovable property to Angre Port Private Limited		
8. Approval of grant a loan, inter corporate deposit, make an advance, make an investment or issue a guarantee to Angre Port Private Limited of INR 1,000 lakhs		
9. Approval for Related Party Transaction with Chowgule Fiberglass Ships Private Limited		
10. Approval for Related Party Transaction with Chowgule Prestige Private Limited for operations of vessel		
11. Investment of surplus funds of the company in immovable property for long-term appreciation and strategic business use		

Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2026

Signature of the Member \_\_\_\_\_

Signature of the Proxy holder(s) \_\_\_\_\_

Affix  
Revenue  
Stamp  
₹ 1/-

THIS PAGE IS INTENTIONALLY KEPT BLANK



**CHOWGULE  
STEAMSHIPS**

## **Chowgule Steamships Limited**

CIN: L63090GA1963PLC000002

Regd. Off. : 503, 5th Floor, Gabmar Apartment, Vasco Da Gama, South Goa 403 803, India

Corporate Off.: 9, Mansi, 4th Floor Near Tilak Garden, Gaondevi, Thane West, Thane 400 602

Tel: 022-25302030/E-mail: [compliance@chowgulesteamships.co.in](mailto:compliance@chowgulesteamships.co.in)/Website: [www.chowgulesteamships.co.in](http://www.chowgulesteamships.co.in)

### **ATTENDANCE SLIP**

#### **PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL**

Joint Shareholders may obtain additional Slip at the venue of the meeting.

Folio No.	
No. of Shares	

DP Id*	
Client Id*	

NAME AND ADDRESS OF THE SHAREHOLDER

---

---

---

I hereby record my presence at the 63<sup>rd</sup> ANNUAL GENERAL MEETING of the Company held on Wednesday, August 5, 2026 at 11:00 a.m. at 3<sup>rd</sup> Floor, Centenary, Baina, Vasco-da-Gama, South Goa, Goa - 403802.

---

Signature of the Shareholder

\* Applicable for investors holding shares in electronic form.