

DATIWARE MARITIME INFRA LIMITED

(Formerly known as Ruia Aquaculture Farms Limited)

24th August 2024

BSE Limited
Department of Corporate Services
Floor 25, PhirozeJeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Scrip Code No.: 519413

Dear Sir/Madam,

Sub: Notice of 32nd Annual General Meeting

We are enclosing herewith notice of Thirty Second (32nd) Annual General Meeting (AGM) of Datiware Maritime Infra Limited ("the Company") scheduled to be held on Friday, 20th, September 2024 at 11.00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

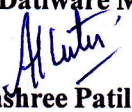
The said notice is also available on the website of the Company at www.datiware.com.

Kindly take same on record.

Thanking you,

Yours faithfully,

For Datiware Maritime Infra Limited


Jayashree Patil
Managing Director
DIN : 02419826
Encl.: A/a



Regd Off: 1st Floor Adams Court Baner Road Pune - 411045

Website: www.datiware.com

CIN: L05000PN1992PLC177590

Email : cs.datiware@gmail.com

Tel: 7410090100

DATIWARE MARITIME INFRA LIMITED

(Formerly known as Ruia Aquaculture Farms Limited)

Registered Office: 1st Floor Adams Court Baner Road Pune – 411045 **CIN:** L05000PN1992PLC177590

Website: www.datiware.com **Email:** cs.datiware@gmail.com **Tel:** 7410090100

NOTICE

Notice is hereby given that the **32nd Annual General Meeting** of the Shareholders of **Datiware Maritime Infra Limited (formerly known as Ruia Aquaculture Farms Limited)** (CIN: L05000PN1992PLC177590) will be held on Friday, September 20, 2024 at 11.00 a.m. IST through Video Conferencing / Other Audio-Visual Means (VC) to transact, with or without modification(s), as may be permissible, the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial statements for the financial year ended March 31, 2024 and the report(s) of the Directors and the Auditors thereon.
2. To appoint a Director in place Mrs. Jayashree Ashok Patil (DIN: 02419826) who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. **Appointment of Statutory Auditor to fill up casual vacancy**

To appoint Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as Ordinary Resolution:

“RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, M/s. Palsule and Associates, Chartered Accountants, (Firm Registration No. 131397W], be and are hereby appointed as Statutory Auditors of the Company, to fill the casual vacancy caused by the resignation of M/s P S Shingte & Co, Chartered Accountants (ICAI Firm Registration No. 114679W)“.

“RESOLVED FURTHER THAT M/s. Palsule and Associates, Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold the office from July 30, 2024, until the conclusion of the 32nd Annual General Meeting of the Company, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

4. **Appointment of Statutory Auditor**

To appoint Auditors of the Company and to fix their remuneration and if thought fit, to pass with or without modification, as Ordinary Resolution:

“RESOLVED THAT subject to the provisions of Section 139, 142 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if

any, M/s. Palsule and Associates, Chartered Accountants, (Firm Registration No. 131397W) be and are hereby appointed as the Statutory Auditor of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the sixth consecutive Annual General Meeting from this Annual General Meeting, at such remuneration and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

“RESOLVED FURTHER THAT any of the Director or Company Secretary of the Company, be and are hereby authorized to do such act, deeds and things and to file necessary e – forms with the concerned Registrar of Companies, to give effect to the aforementioned resolution.”

5. Reappointment of Mrs. Jayashree Ashok Patil (DIN 02419826) as Managing of the Company

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

“RESOLVED THAT pursuant to provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act 2013, as amended from time to time thereto and the Articles of Association of the Company, subject to approval of the Central Government and such other consents and permission as may be necessary, and subject to such modifications, variations as may be approved and acceptable, approval of the Company be and is hereby accorded for the re-appointment of Mrs. Jayashree Ashok Patil (DIN 02419826) as Managing Director of the Company, whose office will be liable to determination by retirement by rotation, for a period of three years from September 15, 2024 to September 14, 2027 and payment such remuneration and terms and conditions as detailed in explanatory statement for the aforesaid period as approved by the Nomination & Remuneration Committee in its meeting held on August 14, 2024.

“RESOLVED FURTHER THAT consent is further hereby granted pursuant to proviso of subsection 3 (a) of section 196 of the companies Act, 2013 to continue her position of Managing Director post completion of age of 70 years during the tenure of her managing Directorship.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the currency of tenure of the appointment, the Managing Director shall be paid salary, perquisites and other allowances as set out in Explanatory Statement, as the minimum remuneration, subject to ceiling as specified in Schedule V of the Companies Act, 2013 from time to time and subject to the approval of the Central Government, if so required, in accordance with the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorised to take such steps and do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution.”

6. Appointment of Mrs. Aarati Sachin Khare (DIN: 06916222) as an Independent Director of the Company and in this connection, if thought fit, to pass, with or without modification(s), the following resolution as Special Resolution

“RESOLVED THAT pursuant to the provisions of Sections 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and

Qualification of Directors) rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force) and LODR regulation Mrs. Aarati Sachin Khare (DIN: 06916222) who was appointed by the Board of Directors as an Additional Director of the Company with effect from February 12, 2024 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 ("Act"), but who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act, proposing her candidature for the office of a Director of the Company, be and is hereby appointed as a Director of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act, as amended from time to time and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, appointment Mrs. Aarati Sachin Khare (DIN: 06916222), who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from February 12, 2024 be and is hereby approved

By Order of Board of Directors

Piyush Kale
Company Secretary and Compliance Officer

Date: 14-08-2024
Place: Pune

NOTES:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Purva Shareregistry (India) Private Limited (Purva) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by Purva.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.datiware.com. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of PURVA (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. <https://evoting.purvashare.com/>.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and

MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

8. In continuation of this Ministry's **General Circular No. 20/2020**, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January,13,2021.
9. 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 electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 20, 2024. Members seeking to inspect such documents can send an email to cs.datiware@gmail.com.
10. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again
11. The Board has appointed M/s. Shrenik Nagaonkar & Associates, Practicing Company Secretaries, as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner
12. Statement pursuant to section 102 (1) of the Companies Act 2013 and Additional information, pursuant to Regulation 36 of the LODR, forms part of this Notice.
13. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
14. As per the provisions of Section 72 of the Act, the 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. The form can be downloaded from the Company's website at www.datiware.com. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, Purva Shareregistry (India) Private Limited, in case the shares are held in physical form.
15. The Register of Members and the Share Transfer Books of the Company will remain closed from September 13, 2024 to September 20, 2024 (both days inclusive).
16. Pursuant to SEBI circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018, shareholders whose ledger folios did not had/had incomplete details with respect to PAN and Bank particulars were mandatorily required to furnish these details to the Company/Registrar & Transfer Agent ("RTA") for registration/ updation in the physical folio. The Company had sent intimation followed by two reminders to those shareholders. Shareholders are requested to update the same at the earliest.

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

- (i) The voting period begins on September 17, 2024 (9.00 AM) and ends on September 19, 2024 (5.00 PM) During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 13, 2024 may cast their vote electronically. The e-voting module shall be disabled by Purva for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, 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 in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting

	option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME/PURVA, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once

securities in demat mode) login through their Depository Participants	you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- The shareholders should log on to the e-voting website <https://evoting.purvashare.com>.
- Click on "Shareholder/Member" module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- If you are holding shares in demat form and had logged on to www.evotingindia.com or www.evoting.nsdl.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVENT NO. for the relevant Datiware Maritime Infra Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO/ABSTAIN” for voting. Select the option YES or NO or ABSTAIN as desired. The option YES implies that you assent to the Resolution, option NO implies that you dissent to the Resolution and option ABSTAIN implies that you are not voting either for or against the Resolution.
- (xi) Click on the “NOTICE FILE LINK” if you wish to view the Notice.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) **Facility for Non – Individual Shareholders and Custodians – Remote Voting**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://evoting.purvashare.com> and register themselves in the “Custodians / Mutual Fund” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to evoting@purvashare.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs.datiware@gmail.com, if they have voted from individual tab & not uploaded same in the Purva e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVENT NO. of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs.datiware@gmail.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at cs.datiware@gmail.com. These queries will be replied to by the company suitably by email.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
9. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the Purva e-Voting System, you can write an email to evoting@purvashare.com or contact at 022-49614132 and 022-49700138. All grievances connected with the facility for voting by electronic means may be addressed to Ms. Deepali Dhuri, Compliance Officer, Purva Shareregistry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Lower Parel (East), Mumbai - 400011 or send an email to evoting@purvashare.com or contact at 022- 022-49614132 and 022-35220056..

By Order of Board of Directors

Piyush Kale

Company Secretary and Compliance Officer

Date: 14-08-2024

Place: Pune

Nomination Facility:

As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available for the Members in respect of the shares held by them. Members holding shares in single name and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record fresh nomination, he may submit the same in Form No. SH-14. Both Forms are appended at the end of the Annual Report. Members holding shares in physical form are requested to submit the forms to the Company's Share Registrars and Transfer Agents. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.

MANDATORY UPDATION OF PAN AND BANK DETAILS

Pursuant to SEBI circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April 2018, shareholders whose ledger folio did not had/had incomplete details with respect to PAN and Bank particulars were mandatorily required to furnish these details to the Company/ Registrar & Transfer Agent (RTA) for registration/updation in the physical folio. The Company had sent intimation followed by two reminders to those shareholders.

The shareholders who have not yet responded are requested to submit the details at earliest

MANDATORY DEMATERIALISATION OF PHYSICAL SHARES FOR TRANSFER OF SECURITIES

Pursuant to SEBI Circular dated 8th June 2019 & 27th March 2019 any investor/shareholders who is desirous of transferring shares (which are held in physical form) after 1st April 2019 can do so only after the shares are dematerialized. Hence, those shareholders who are still holding shares in physical form are requested to dematerialize the same at earliest. The Company had sent intimation followed by two reminders to physical shareholders.

By Order of Board of Directors

Piyush Kale
Company Secretary and Compliance Officer

Date: 14-08-2024
Place: Pune

DATIWARE MARITIME INFRA LIMITED

(Formerly known as Ruia Aquaculture Farms Limited)

Registered Office: 1st Floor Adams Court Baner Road Pune – 411045 **CIN:** L05000PN1992PLC177590

Website: www.datiware.com **Email:** cs.datiware@gmail.com **Tel:** 7410090100

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3 & 4

M/s P S Shingte & Co, Chartered Accountants (ICAI Firm Registration No. 114679W) resigned w.e.f. May 14, 2024 due to preoccupation with other assignments hence they would not be able to continue as the Statutory Auditor of the Company and conduct the Audit for the financial year 2024 – 25 w.e.f. May 14, 2024. In order to fill up such casual vacancy, the company has appointed M/s. Palsule and Associates, Chartered Accountants, (Firm Registration No. 131397W, to conduct the audit in the Board Meeting held on July 30, 2024. In pursuance to the provisions of Section 139(8) of the Companies Act, 2013, the company needs to approve the appointment of /s. Palsule and Associates, Chartered Accountants, (Firm Registration No. 131397W, in the General Meeting of the Company within 3 (three) months from the date of appointment by the Board. Hence, the company has proposed their approval of the members in the item number 3 of the notice. Further, the company has proposed their appointment in the item number 4 of the notice, for the period of 5 (five) years. The Board commends the Ordinary Resolutions set out at Item Nos. 3 and 4 of the Notice for approval by the members. None of the directors and key managerial personnel are interested in these resolutions.

Item No. 5

The Company's Nomination and Remuneration Committee ('the Committee') of the Board at its meeting held on August 14, 2024 considered and recommended to the Board the re-appointment of Mrs. Jayashree Ashok Patil (DIN 02419826) as Managing Director of the Company, along with the terms of appointment. The Audit Committee of the Board also at its meeting held on August 14, 2024 considered and recommended to the Board the re-appointment of Mrs. Jayashree Ashok Patil (DIN 02419826) as Managing Director of the Company. Accordingly, the Board of Directors at its meeting held on August 14, 2024, has subject to approval of members re-appointed Mrs. Jayashree Ashok Patil (DIN 02419826) Managing Director of the Company w.e.f. September 15, 2024 for the period of three years

In terms of the Section 197 of the Companies Act read with Schedule V thereof approval of the Members is required for the appointment and payment of remuneration to Managing Director, in view of the absence /inadequacy of profits for the Company. Further during this tenure of 3 year i.e. in year 2026 she will complete age of 70 hence your approval through special resolution pursuant to proviso of subsection 3 (a) of section 196 of the companies Act, 2013.

The Directors recommend the passing of the Special Resolution under Item No.5 of the accompanying Notice for the approval of the Members of the Company

None of the Directors of the Company or the Key Managerial Persons of the Company or their respective relatives is concerned or interested in the passing of the above Resolution except to the

extent of their shareholding. Further Mr. Ashok Patil, Director of the company is husband of Mrs. Jayashree Patil and Mr. Nachiket Patil, CFO of the company is son of Mrs. Jayashree patil.

The following additional detailed information as per Section – II of Schedule V is as follows:

I. General Information:			
(a) Nature of industry	Aquaculture and Marine Infrastructure.		
(b) Date or expected date of commencement of commercial production.	The Company was incorporated on July 24, 1992 and is a listed company.		
c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus.	Not applicable		
(d) Financial performance based on given indicators.	Particulars	2023-24 (Rs. in Lakhs)	2022-23 (Rs. in Lakhs)
	Revenue from Operations	66.70	93.72
	Other Income	19.94	3.74
	Profit/loss before Depreciation, Finance Costs, Exceptional items and Tax Expense	-36.57	-35.12
	Less: Depreciation	20.60	20.65
	Less: Finance Cost	54.87	47.27
	Profit /loss before Exceptional items and Tax Expense	-112.04	-103.04
	Add/(less): Exceptional items	0.00	0.00
	Profit /loss before Tax Expense	-112.04	-103.04
	Less: Tax Expense (Current & Deferred)	0.00	0.00
	Profit /loss for the year	-112.04	-103.04
(e) Foreign investments or collaborators, if any	Not applicable		
II. Information about the appointee:			
(a) Background details	Mrs. Jayashree Ashok Patil, aged 68, has completed M. Phill. She is having experience of more than 41 years in Administration & Management of the Companies.		
(b) Past remuneration	She decided not to withdraw any salary.		
(c) Recognition or awards	Not applicable		
(d) Job profile and his suitability / Justification of re-appointment	She has been managing operations of the company very efficiently since last 6 years. Her education and ability to manage the affairs of the company help the company efficiently		
(e) Remuneration proposed	Considering the financial position of the company it is proposed to pay NIL remuneration to Mrs. Jayashree Ashok Patil. However, once the financial position of the company improves Board have authority to pay remuneration pursuant to provisions of the		

	Companies Act, 2013
(f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person	Mrs. Jayashree Ashok Patil has decided not to withdraw any remuneration until financial position of the company improves.
(g) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any	She is a Director in the following companies: 1.Air Control India Private Limited 2.Dewpoint Air and Systems Engineering Private Limited. 3.ALPHA FLOCK (INDIA) PVT LTD M/s. Air Control India Private Limited holds 70.67% and Dewpoint Air and Systems Engineering Private Limited holds 4.13% shareholding in the Company. Mrs. Jayashree patil do not hold any share in the Company however she is mother of Mr. Nachiket Patil who is CFO of the Company and wife of Mr. Ashok Patil who is Director of the Company.

III. Other information:	
(a) Reasons of loss or inadequate profits	Aquaculture business was suffering from viruses, bacteria, fungi, and parasites hence Board has decided to come with a proper solution and then go ahead with the production at full capacity.
(b) Steps taken or proposed to be taken for improvement	Company is ready with the necessary infrastructures and increasing the sales.
(c) Expected increase in productivity and profits in measurable terms	Barring unforeseen circumstances, the Company hopes to increase the revenue and profits in a significant way in the next 3 years.

Item no. 6

In accordance with the provisions of Section 161 of the Companies Act, 2013 the Mrs. Aarati Sachin Khare (DIN: 06916222) was appointed as additional director February 12, 2024.

Pursuant to Section 161 of the Companies Act, 2013 the Mrs. Aarati Sachin Khare (DIN: 06916222) hold office up to the date this Annual General Meeting. In this regard the Company has received request in writing from a member of the company proposing Mrs. Aarati Sachin Khare (DIN: 06916222) for appointment as Director of the Company in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mrs. Aarati Sachin Khare (DIN: 06916222) on the Board is desirable and would be beneficial to the company and hence recommend resolutions No. 6 for approval as Special Resolution.

Board as well as Nomination and remuneration committee at its meeting held on February 12, 2024 has recommended appointment of Mrs. Aarati Sachin Khare (DIN: 06916222) as an Independent Director of the company

Further Board at its meeting held on February 12, 2024 appointed Mrs. Aarati Sachin Khare (DIN: 06916222) as an Independent Director of the Company for the period of 5 years w.e.f. February 12, 2024. In the opinion of the Board, Mrs. Aarati Sachin Khare (DIN: 06916222) is person of integrity, possesses the relevant expertise and experience, fulfill the conditions specified in the said Act and the rules made there under and is independent of the management of the Company.

The Board accordingly recommends the resolution at Item No. 6 of this Notice for the approval of the Members as a Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives other than those mentioned in the resolution and their relatives are in any way concerned or interested, financially or otherwise, in the aforesaid resolution.

By Order of Board of Directors

Date: 14-08-2024
Place: Pune

Piyush Kale
Company Secretary and Compliance Officer

Details of Directors seeking appointment/re-appointment at the 31st Annual General Meeting in pursuance of Regulation 36 (3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)

Name	Mrs. Jayashree Ashok Patil	Mrs. Aarati Sachin Khare
DIN	02419826	06916222
Category	Executive Promoter Director	Non-Executive Independent Director
Date of First Appointment on Board	07/12/2017	12-02-2024
Date of Birth	28/11/1956	08-03-1981
Qualification, Nature of Expertise and Experience	M. Phil	B. Com
Disclosure of relationships between directors inter-se	Mrs. Jayashree Ashok Patil is mother of Mr. Nachiket Patil who is CFO of the Company and wife of Mr. Ashok Patil who is Director of the Company	NIL
Terms and conditions of reappointment	3 years w.e.f. September 15, 2024	5 years w.e.f. February 12, 2024
Details of remuneration sought to be paid and remuneration last drawn	NIL	Mrs. Aarati Sachin Khare will be eligible to receive Sitting fees for attending meetings of Board as may be decided by the Board
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board along with listed entities from which the person has resigned in the past three years	Other than Datiware Maritime Infra Limited Mrs. Jayashree Ashok Patil do not hold Directorship and Committee membership of Audit Committee and Stakeholders relationship committee of any other company.	Other than Datiware Maritime Infra Limited Mrs. Aarati Sachin Khare do not hold Directorship and Committee membership of Audit Committee, Nomination and Remuneration Committee and Stakeholders relationship committee of any other company.
Shareholding of non-executive directors (in the listed entity, including shareholding as a beneficial owner];	NA	NA
No of Board Meeting attended during the financial year 2023-24	6	1
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable since she is promoter director	Mrs Aarati Sachin Khare have completed B.Com from Mumbai University in the year 2002. She also holds an experience of 10 years in Teaching profession. Further She has more than 10 years of experience in HR, Admin and Finance.

Details pursuant to Regulation 36 (5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Statutory Auditor Proposed to be appointed	M/s. Palsule and Associates
Proposed fees payable to the statutory auditor along with terms of appointment and in case of a new auditor, any material change in the fee payable to such auditor from that paid to the outgoing auditor along with the rationale for such change;	Rs. 1,50,000 Plus Taxes per annum. Appointment is proposed for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the sixth consecutive Annual General Meeting from this Annual General Meeting There is no change in the fee payable to proposed Auditor and previous Auditor
Basis of recommendation for appointment including the details in relation to and credentials of the statutory auditor(s) proposed to be appointed.	M/s. Palsule & Associates set up in 2010 is a Firm of Chartered Accountant with experience of about 14 years. It is a Peer reviewed firm with 3 partners. Firms provides following services 1. Income Tax Audits of companies, Firm, trust 2. Professional advice to various multinational companies in Tax Planning. 3. Concurrent Audits mainly of Nationalized banks and Private banks 4. Internal audits of Govt. Organizations, Companies, banks 5. Information System Audits/ Computer System Audits of banks 6. Statutory Audits of Bank branches, companies, trust. Representing the clients with various levels for cases under Income Tax, Service Tax, GST etc Hence Board with Audit Committee has recommended their appointment as an Auditor. No Director, KMP and Promoters are directly or indirectly related with M/s. Palsule and Associates

By Order of Board of Directors

Date: 14-08-2024
Place: Pune

Piyush Kale
Company Secretary and Compliance Officer