

# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Date :

Ref No:

## NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Annual General Meeting ("AGM"/"Meeting") of the Members of **MARG TECHNO-PROJECTS LIMITED** (the "Company") will be held on **Friday, the 29<sup>th</sup> September, 2023 at 11:00 a.m.** at 1206, Royal Trade Centre, Opp. Star Bazaar, Adajan, Surat-395009, Gujarat to transact the following businesses as set out hereunder:

### **Ordinary Business:**

#### **Item No. 1 :**

To receive, consider and adopt the Audited Financial statements of the Company for the financial year ended 31<sup>st</sup> March, 2023, Directors Report and Auditors' Report thereon.

#### **Item No. 2:**

To appoint a Director in place of Mr. Arun Madhavan Nair (DIN: 07050431), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

**"RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the Company be and is hereby accorded to re-appoint Mr. Arun Madhavan Nair (DIN: 07050431), as a Non-Executive, Non- Independent Director of the Company who shall be liable to retire by rotation."

### **Special Business:**

#### **Item No. 3:**

To appoint Akhil Nair as a Managing Director and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded to change in designation of Akhil Nair from Director to Managing Director and appoint Akhil Nair (DIN: 07706503) as a Managing Director, designated as Executive Director, for a period of 5 (five) years on the terms and conditions including remuneration as set out in the Statement annexed to the Notice, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall include the Human Resources, Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit;

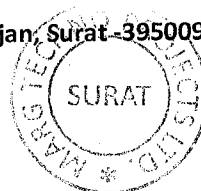
**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all acts and take all such steps as maybe necessary, proper or expedient to give effect to this resolution."

Place: Surat

Date: 05.09.2023

By Order of the Board of Directors  
for Marg Techno Projects Limited

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat-395009. | Toll Free No. : 1800 572 3289





# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Date :

Ref No:

MEMBERS WHO HAVE NOT REGISTERED THEIR E-MAIL ADDRESSES WITH COMPANY'S RTA /DEPOSITORIES ARE REQUESTED TO CONTRIBUTE TO THE GREEN INITIATIVE BY REGISTERING THEIR E-MAIL ADDRESS, FOR RECEIVING ALL FUTURE COMMUNICATIONS THROUGH E-MAIL.

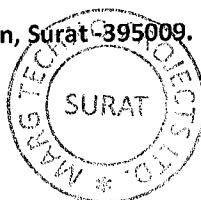
7. Attendance Slip, Proxy Form and the Route Map showing directions to reach the venue of the AGM are annexed hereto.
8. The Notice, *inter-alia* indicating the process and manner of remote e-voting, along with the Attendance Slip and Proxy Form, will be sent by electronic mode to all members whose e-mail addresses are registered with the Company/Depository Participants, unless a member has requested for a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the aforesaid documents are being sent by the permitted modes of service of documents.

Members may note that the Notice is also available on the Company's website [www.margtechno.com](http://www.margtechno.com), website of stock exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and MSE on [www.msei.in](http://www.msei.in).

## 9. Voting by Members

- i. In compliance with Section 108 of the Companies Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations"), the Company is pleased to provide its Members facility of remote e-voting (to cast their vote electronically from a place other than the venue of the AGM) through e-voting services provided by Central Depository Services (India) Limited (CDSL) on all resolutions specified in this Notice. ("remote e-voting").
- ii. The facility for voting, through Ballot paper shall be made available at the meeting and members attending the meeting who have not cast their vote by remote e-voting will be able to exercise their right at the meeting through Ballot paper.
- iii. The Members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- iv. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date Friday, 22<sup>nd</sup> September, 2023. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Friday, 22<sup>nd</sup> September, 2023 may obtain the login ID and password by sending a request to Company's Registrar and Share Transfer Agent at [mcsstaahmd@gmail.com](mailto:mcsstaahmd@gmail.com). A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
- v. The Remote e-voting commences on Tuesday, 26<sup>th</sup> September, 2023 (from 09:00 a.m.) and ends on Tuesday, 28<sup>th</sup> September, 2023 (at 5.00 p.m.). E-voting shall not be allowed after the aforesaid date and time. During this period Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date, being Friday, 22<sup>nd</sup> September, 2023 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL thereafter.
- vi. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Details of the process and manner of Remote e-voting along with the user ID and password is being sent to all the members along with the Notice.

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat-395009. | Toll Free No. : 1800 572 3289





# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

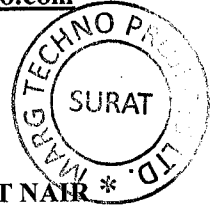
Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Date :

Ref No:



**DHANANJAYAN KAKKAT NAIR**

Whole Time Director

DIN: 02609192

## REGISTERED OFFICE

406, Royal Trade Centre, Opp. Star Bazaar, Adajan,  
Surat 395009, Gujarat

## NOTES:

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 and the rules (the "Companies Act" and such statement, the "Explanatory Statement") made thereunder setting out the material facts in respect of the business under items as set out in the notice to the Extraordinary General Meeting (AGM) (the "Notice") is annexed hereto and forms part of this Notice.
2. A MEMBER, ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

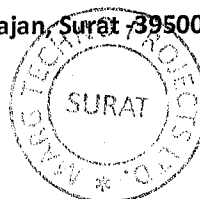
The duly completed and signed instrument appointing proxy as per the format included in the Notice should be delivered to the Registered Office of the Company not less than 48 (forty eight) hours before the time for holding the AGM. Proxies submitted on behalf of limited companies, societies, partnership firms, etc. must be supported by appropriate resolution / authority, as applicable, issued by the member organization.

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A Member holding more than 10% 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 member.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member entitled to vote on any Resolution would be entitled to inspect the proxies lodged between 9.00 a.m and 6.00 p.m., provided that notice in writing of the intention to inspect the proxies lodged is given to the Company at least three days before the commencement of the Meeting.

3. Corporate members intending to send their authorised representatives to attend the AGM are requested to send to the Company, a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the AGM.
4. Members, Proxies and Authorized Representatives are requested to bring the duly completed Attendance Slip enclosed herewith to attend the AGM.
5. All documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection at the Registered Office of the Company on all working days except public holidays, during business hours up to the date of the Meeting and also at the Venue till the conclusion of the Meeting.
6. To support the 'Green Initiative' announced by the Government of India, electronic copies of the Notice inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent by e-mail to those Members whose e-mail addresses have been made available to the Company / Depository Participants unless the member has specifically requested for a hard copy of the same. The Members who are desirous of receiving the Notice in physical form may write to the Company on [margtechno@gmail.com](mailto:margtechno@gmail.com).

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat - 395009. | Toll Free No. : 1800 572 3289





# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

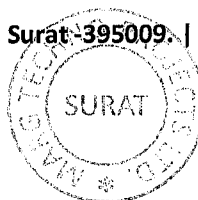
Website : [www.margtechno.com](http://www.margtechno.com)

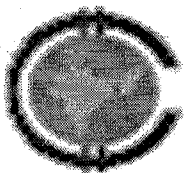
Date :

Ref No:

- vii. The Board has appointed CS Jitendra R Bhagat, Practising Company Secretary, Surat (the "Scrutinizer") as a scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- viii. The Scrutinizer shall from the conclusion of voting at the meeting, 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 make a consolidated Scrutinizer's Report of the votes cast in favour or against, if any, to the Chairman or in his absence to any other Director authorised by the Board.
- ix. The Chairman or in his absence any other Director authorised by the Board shall forthwith on receipt of the Consolidated Scrutinizer's Report, declare the results of the voting.
- x. The results of voting will be declared and published, along with consolidated Scrutinizer's Report, on the website of the Company [www.margtechno.com](http://www.margtechno.com) and the same shall also be simultaneously communicated to the BSE Limited within two working days from the conclusion of the AGM.

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat-395009. | Toll Free No. : 1800 572 3289



**MARG****TECHNO- PROJECTS LIMITED****MARG TECHNO PROJECTS LIMITED****CIN : L69590GJ1993PLC019764****Phone : 99253 61689****Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)****Website : [www.margtechno.com](http://www.margtechno.com)****Date :**

Ref No:

**PROCEDURE FOR REMOTE E-VOTING:  
THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The Remote e-voting commences on Tuesday, 26<sup>th</sup> September, 2023 (from 09:00 a.m.) and ends on Tuesday, 28<sup>th</sup> September, 2023 (at 5.00 p.m.). E-voting shall not be allowed after the aforesaid date and time. During this period Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date, being Friday, 22nd September, 2023 may cast their vote electronically. The remote e-voting module shall be disabled by CDSL the reafter.
- (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.

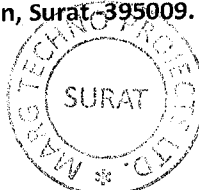
In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders 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.

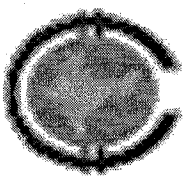
- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting 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.	<ol style="list-style-type: none"> <li>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 <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System Myeasi.</li> <li>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. Additionally, there is also links provided to access the system of all e-Voting Service Providers ie.</li> </ol>

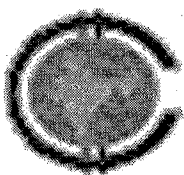
**Reg. Office: 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat-395009. | Toll Free No. : 1800 572 3289**



**MARG****TECHNO- PROJECTS LIMITED****MARG TECHNO PROJECTS LIMITED****CIN : L69590GJ1993PLC019764****Phone : 99253 61689****Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)****Website : [www.margtechno.com](http://www.margtechno.com)****Date :****Ref No:**

	<p>CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers" website directly.</p> <p>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a>.</p> <p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</p>
Individual Shareholders holding securities in Demat mode with NSDL.	<p>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: <a href="https://eservicesnsdl.com">https://eservicesnsdl.com</a> 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2. If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "Register Online for IDeAS" "Portal" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.isp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.isp</a>.</p> <p>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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 hold 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 eVoting service provider name and you will be redirected to eVoting service provider website for casting your vote during the remote e-Voting period.</p>
Shareholders (holding securities in demat mode) login through their Depository Participants	<p>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 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.</p>

**Reg. Office: 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat -395009. | Toll Free No. : 1800 572 3289**

**MARG****TECHNO- PROJECTS LIMITED****MARG TECHNO PROJECTS LIMITED****CIN : L69590GJ1993PLC019764****Phone : 99253 61689****Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)****Website : [www.margtechno.com](http://www.margtechno.com)****Date :**

Ref No:

**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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no.1800225533
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or contact at toll free NO. 1800 1020 990 and 1800 22 44 30

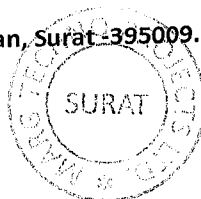
(v) Login method for e-Voting for shareholders other than individual shareholders holding in Demat form & physical shareholders.

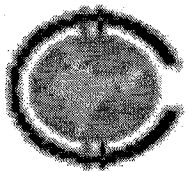
1. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
2. Click on "Shareholders" module.
3. Now enter your User ID
  - (a) For CDSL: 16 digits beneficiary ID,
  - (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - (c) Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4. Next enter the Image Verification as displayed and Click on Login.
5. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
6. If you are a first-time user follow the steps given below:

	<b>For Shareholders holding shares in Demat Form other than individual and Physical Form</b>
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 dd/mm/yyyy format) as recorded in your demat account 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 (3).

- (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. However, shareholders holding shares in demat form will now reach "Password Creation" menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL

**Reg. Office: 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat -395009. | Toll Free No. : 1800 572 3289**





# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Ref No:

Date :

- platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (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 EVSN for the relevant on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (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) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **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 [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.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.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - 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; [primeindust@yahoo.com](mailto:primeindust@yahoo.com) (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL evoting system for the scrutinizer to verify the same.

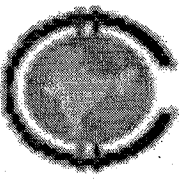
**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

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.

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat -395009. | Toll Free No. : 1800 572 3289







# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

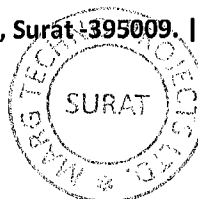
Date :

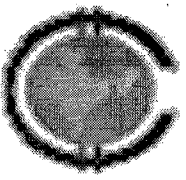
Ref No:

If you have any queries or issues regarding attending AGM& e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at 022- toll free no. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on toll free no. 1800 22 55 33.

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat-395009. | Toll Free No. : 1800 572 3289





# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Date :

Ref No:

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

**ITEM NO. 2**

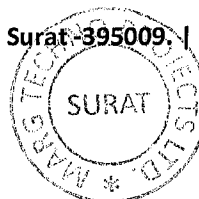
**Arun Nair is associated with the company since 30/03/2015** and has wide experience of business of the company he retires by rotation and expresses his willingness for re – appointment as Non – Executive, Non Independent Director of the company.

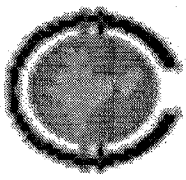
It may be note that he was holding post of Managing Director but at the last board meeting held on 05.09.2023 express his willingness to relive him from the post of Managing Director but continue as a Ordinary Director there for Resolution is placed for the approval of Members.

Necessary disclosure as per SEBI LODR relating Arun Nair is attached as Annexure to the Notice as under

**ANNEXURE TO NOTICE:**

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat-395009. | Toll Free No. : 1800 572 3289



**MARG****TECHNO- PROJECTS LIMITED****MARG TECHNO PROJECTS LIMITED****CIN : L69590GJ1993PLC019764****Phone : 99253 61689****Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)****Website : [www.margtechno.com](http://www.margtechno.com)****Date :****Ref No:**

**Item No. 2. Mr. Arun Madhavan Nair (DIN: 07050431), is to be re-appointed as Non Executive Director, who is liable to retire by rotation [Pursuant To Regulation 36(3) OF SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 & Secretarial Standard 2]**

<b>Name of Director</b>	<b>Mr. Arun Madhavan Nair</b>
<b>Date of Birth</b>	06/08/1992
<b>Date of Appointment</b>	30/03/2015
<b>Expertise in specific functional areas</b>	Business
<b>Qualification</b>	BSC
<b>Shareholding in the company as on 31.03.2023</b>	1130500
<b>List of other public limited companies in which directorship held as on 31.03.2023</b>	NIL
<b>List of other entities in which the person also holds membership of committee of the board.</b>	NIL
<b>Relationships between Directors inter-se.</b>	Brother of Mr. Akhil Nair (Managing Director of the company)

**ITEM NO.3. Change in designation and Appointment and remuneration of Akhil Nair as M.D.**

The Board of Directors of the Company ("the Board"), at its meeting held on September 5, 2023 has, subject to approval of members, decided to change designation of Akhil Nair from Director and appointed Akhil Nair (DIN: 07706503) as a Managing Director, designated as Executive Director, for a period of 5 (five) years., i.e., with effect from September 5, 2023, on terms and conditions including remuneration as recommended by the Human Resources, Nomination and Remuneration Committee (the 'HRNR Committee') of the Board.

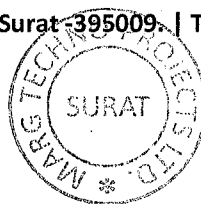
It is proposed to seek members' approval for this re-appointment of and remuneration payable to Akhil Nair as a Managing Director, designated as Executive Director of the Company, in terms of the applicable provisions of the Companies Act, 2013 ("the Act").

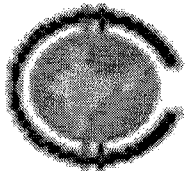
Broad particulars of the terms of appointment of and remuneration payable to Akhil Nair are as under:

Salary Rs. 1,00,000/- per month

Perquisites and Allowances per annum: Nil

**Reg. Office: 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat-395009. | Toll Free No. : 1800 572 3289**





# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Ref No:

Date :

(c) The Company's contribution to provident fund, superannuation or annuity fund, gratuity payable and encashment of leave, as per the rules of the Company, shall be in addition to the remuneration under (a) above.

(d) Increment in salary, perquisites and allowances and remuneration by way of incentive / bonus / performance linked incentive, payable to Akhil Nair, as may be determined by the Board and / or the HRNR Committee of the Board, shall be in addition to the remuneration under (a) above.

(d) It is clarified that employees stock options granted / to be granted to Akhil Nair, from time to time, shall not be considered as a part of perquisites under (a) above, and that the perquisite value of stock options exercised shall be in addition to the remuneration under (a) above.

(e) Reimbursement of Expenses: Expenses incurred for travelling, board and lodging including for Akhil Nair's spouse and attendant(s) during business trips and provision of car(s) for use on Company's business and communication expenses at residence shall be reimbursed at actual and not considered as perquisites.

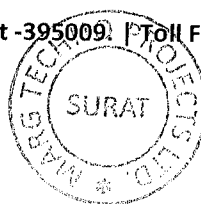
The overall remuneration payable every year to the Managing Director as above shall be payable as minimum remuneration.

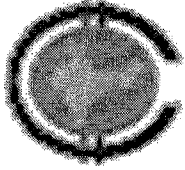
(f) General:

- (i) The Managing Director will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board / Managing Director from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board / Managing Director and the functions of the Managing Director will be under the overall authority of the Managing Director/ Board of Directors.
- (ii) The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
- (iii) The Managing Director shall adhere to the Company's Code of Conduct.
- (iv) The office of the Managing Director may be terminated by the Company or by him by giving the other 3 (three) months' prior notice in writing.

It would be in the interest of the Company to continue to avail of his considerable expertise and to appoint Akhil Nair as Managing Director. Accordingly, approval of the members is sought for passing a Special Resolution for appointment of Akhil Nair as a Managing Director, as set out in Part-I of Schedule V to the Act as also under sub-section (3) of Section 196 of the Act.

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat - 395009. Toll Free No. : 1800 572 3289



**MARG****TECHNO- PROJECTS LIMITED****MARG TECHNO PROJECTS LIMITED****CIN : L69590GJ1993PLC019764****Phone : 99253 61689****Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)****Website : [www.margtechno.com](http://www.margtechno.com)****Date :****Ref No:**

Save and except as provided in the foregoing paragraph, Akhil Nair satisfies all the other conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 of the Act for being eligible for his appointment. Akhil Nair is not disqualified from being appointed as a director in terms of Section 164 of the Act.

The above may be treated as a written memorandum setting out the terms of appointment of Akhil Nair under Section 190 of the Act.

Details of Akhil Nair are provided in the "Annexure" to the Notice, pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India.

Akhil Nair is interested in the resolution set out at Item No. 3 of the Notice.

Arun Nair being brother of Akhil Nair may be deemed to be interested in the resolution set out at Item No. 3 of the Notice.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution.

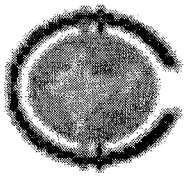
The Board commends the Special Resolution set out at Item No. 3 of the Notice for approval by the members.

**Item No. 3. Mr. Akhil Nair (DIN: 07706503), is to be re-appointed as Managing Director, [Pursuant To Regulation 36(3) OF SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 & Secretarial Standard 2]**

<b>Name of Director</b>	<b>Mr. Akhil Nair</b>
<b>Date of Birth</b>	06/08/1992
<b>Date of Appointment</b>	18/03/2017
<b>Expertise in specific functional areas</b>	Business & Finance

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat -395009. | Toll Free No. : 1800 572 3289





# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

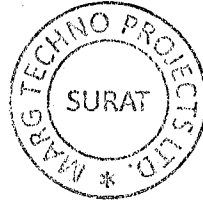
Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Ref No:

Date :

Qualification	CFA
Shareholding in the company as on 31.03.2023	1018190
List of other public limited companies in which directorship held as on 31.03.2023	NIL
List of other entities in which the person also holds membership of committee of the board.	NIL
Relationships between Directors inter-se.	Brother of Mr. Arun Nair (Director of the company)



By Order of the Board of Directors

*Dhananjay Nair*  
DHANANJAYAN KAKKAT NAIR

Whole Time Director

DIN: 02609192

**Registered Office:**

406, Royal Trade Centre, Opp Star Bazaar, Adajan,

Surat-395009, Gujarat

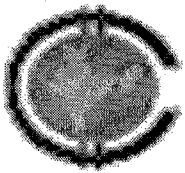
CIN: L69590GJ1993PLC019764

E-mail: [info@margtechno.com](mailto:info@margtechno.com)

Date: 05.09.2023

Place: Surat

**Route Map of AGM Venue:**



# MARG

TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED

CIN : L69590GJ1993PLC019764

Phone : 99253 61689

Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)

Website : [www.margtechno.com](http://www.margtechno.com)

Ref No:

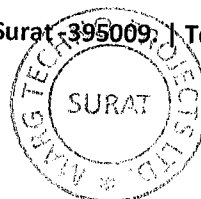
Date :

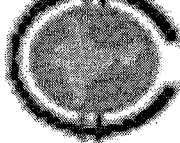


Source: Google Map

Reg. Office: 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat - 395009, Toll Free No. : 1800 572 3289

*Handwritten signature*



**MARG****TECHNO- PROJECTS LIMITED****MARG TECHNO PROJECTS LIMITED****CIN : L69590GJ1993PLC019764****Phone : 99253 61689****Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)****Website : [www.margtechno.com](http://www.margtechno.com)****Date :****Ref No:****ATTENDANCE SLIP  
ANNUAL GENERAL MEETING**

Registered Folio / DP ID & Client ID	
Name and address of the shareholder(s)	
Joint Holder 1	
Joint Holder 2	
Number of Shares held	

I hereby record my presence at the ANNUAL GENERAL MEETING of the Company held on **Friday, the 29<sup>th</sup> September, 2023 at 11:00 a.m.** at 1206, Royal Trade Centre, Opp Star Bazaar, Adajan, Surat 395009 Gujarat and at any adjournment thereof.

Name of Member/Proxy\*/  
Authorised Representative  
(in Block Letters)

Signature of Member/Proxy\*/  
Authorised Representative

\* Strike out whichever is not applicable.

**Notes:**

1. Please bring the Attendance Slip duly signed and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
2. Members/Proxy holders are requested to bring the copy of the Notice of Extraordinary General Meeting and the attendance slip to the Extraordinary General Meeting.
3. Members receiving the Notice of Extraordinary General Meeting along with the Attendance Slip and Proxy Form through email at the address registered with the Registrar/Depository Participants are requested to print the copy of this Attendance Slip and bring the same duly signed and hand it over at the Entrance of the Meeting Hall.
4. The facility for voting, through Ballot paper shall be made available at the meeting and members attending the meeting who have not cast their vote by remote e-voting will be able to exercise their right at the meeting through Ballot paper.
5. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as authorised agency to provide remote e-voting facilities. The e-voting particulars are set out below:

**ELECTRONIC VOTING PARTICULARS**

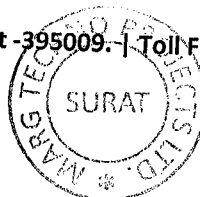
Electronic Voting Event Number (EVEN)	USER ID	PASSWORD
230909007		

Note: Please read the instructions for remote e-voting given in Notice convening the Extraordinary General Meeting carefully before voting electronically. Members who have cast their vote electronically shall not be allowed to vote again at the meeting.

**Form No. MGT-11****PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat - 395009. Toll Free No. : 1800 572 3289





**MARG****TECHNO- PROJECTS LIMITED****MARG TECHNO PROJECTS LIMITED****CIN : L69590GJ1993PLC019764****Phone : 99253 61689****Email : [margtechno@gmail.com](mailto:margtechno@gmail.com)****Website : [www.margtechno.com](http://www.margtechno.com)****Date :****Ref No:**

Name of Member(s)	
Registered Address	
E-Mail ID	
Folio No. / *Client ID	
*DP ID No.	

\*Applicable for holders holding shares in demat/ electronic mode

I/We, being the member (s) of .....shares of the above named Company, hereby appoint.

Name			
Address			
E-mail Id			
Name	or failing him/her	Signature	
Address			
E-mail Id			
Name	or failing him/her	Signature	
Address			
E-mail Id			
		Signature	

as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on **Friday, the 29<sup>th</sup> September, 2023 at 11:00 a.m.** at 1206, Royal Trade Centre, Opp. Star Bazaar, Adajan, Surat 395009, Gujarat and at any adjournment thereof in respect of such Resolutions as are indicated below.

Resolution No.	Resolution(s)
1	Adoption of Audited Financial Statement, Audit Report and Directors Report for F.Y. 2022-23
2	Appointment of Arun Nair who Retires by Rotation
3	Change in designation and Appointment and remuneration of Akhil Nair as M.D

As witness my / our hand (s) this \_\_\_\_\_ day of \_\_\_\_\_ 2023

Signature of Shareholder: \_\_\_\_\_

Signature of Shareholder: \_\_\_\_\_

**Affix a  
Rs. 1/-  
RevenueS  
stamp**

**Note:**The proxy form duly stamped, completed and signed must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding of the aforesaid meeting. The Proxy need not be a member of the Company.

**Reg. Office:** 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat -395009. Toll Free No. : 1800 572 3289

