



# MARG Projects and Infrastructure Limited

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## NOTICE TO MEMBERS

NOTICE is hereby given that the Twenty Ninth Annual General Meeting of the Shareholders of **MARG Projects and Infrastructure Limited** will be held on Friday, the 30<sup>th</sup> day of September, 2022 at 10.00 AM at 3<sup>rd</sup> Floor, No. 15/26, 2nd Main Road, Kottur Gardens, Kotturpuram, Chennai – 600085 to transact the following businesses:

### **ORDINARY BUSINESS:**

#### **Item No. 1: Adoption of Audited Financial Statements:**

To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, and pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted”.

#### **Item No. 2: Re-appointment of Mr. J Mohan, Director:**

To appoint a Director in place of Mr. **J Mohan** (DIN: 08309704) who retires by rotation and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. **J Mohan** (DIN: 08309704) who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

#### **Item No. 3: Appointment of Statutory Auditors:**

To appoint Auditors and fix their remuneration and in this regard pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to provision of section 139, 142 and all other applicable provisions, if any of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof) and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, **M/s. A R Krishnan & Associates**, Chartered Accountants, having registration No. 009805S be and is hereby re-appointed as the Statutory Auditors of the Company, to hold office for a second term of five consecutive years, who shall hold office from the conclusion of this Annual General Meeting till the conclusion of the 34<sup>th</sup> Annual General Meeting to be held in the year 2027 on such remuneration as may be decided by the Board of Directors in consultation with the Statutory Auditors of the Company.”

### **SPECIAL BUSINESS:**

#### **Item No. 4: Appointment of Mr. Nathan Sivakumar (DIN: 08481239) as an Independent Director:**

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

**“RESOLVED THAT** pursuant to the provisions of 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) 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 pursuant to the applicable provisions of SEBI



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(Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. Nathan Sivakumar (DIN: 08481239), who was appointed as an Additional Director of the Company with effect from 13<sup>th</sup> June, 2019 under Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years from 13<sup>th</sup> June, 2019 and not liable to retire by rotation”.

### **Item No. 5: Appointment of Mr. K Selvapandi (DIN: 08709432) as an Independent Director:**

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

“**RESOLVED THAT** pursuant to the provisions of 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) 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 pursuant to the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any modification or amendment thereof, Mr. K Selvapandi (DIN: 08709432), who was appointed as an Additional Director of the Company with effect from 29<sup>th</sup> June, 2020 under Section 161 of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term upto five consecutive years from 29<sup>th</sup> June, 2020 and not liable to retire by rotation”.

**For and on behalf of the Board of Directors  
For MARG Projects and Infrastructure Limited**

**Place: Chennai  
Date: 5<sup>th</sup> September, 2022**

**J Mohan  
Director  
(DIN: 08309704)**

### **Registered office:**

‘Sri Sai Subhodhaya Apartments, Basement, No.57/2B, East Coast Road,  
Thiruvanmiyur, Chennai – 600041, Tamilnadu, India  
CIN: L65991TN1993PLC025252  
Website: [www.margprojects.com](http://www.margprojects.com); E-mail: [investor@marggroup.com](mailto:investor@marggroup.com)  
Tel: +91 44 32000086; Fax: +91 44 4217 8708

### **NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE TWENTY FOURTH ANNUAL GENERAL MEETING (THE “MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM, DULY COMPLETED, STAMPED AND SIGNED SHOULD, BE LODGED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY EIGHT (48) HOURS BEFORE COMMENCEMENT OF THE MEETING.**
- 2. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY**



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**CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER. ABLANK PROXYFORM IS ENCLOSED.**

3. Corporate Members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
4. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Members/Proxies are requested to kindly take note of the following:
  - (i) Copies of Annual Report will not be distributed at the venue of the meeting.
  - (ii) Attendance Slip, as sent herewith, is required to be produced at the venue duly filed-in and signed, for attending the Meeting.
7. The Register of Members and Share Transfer Books of the Company shall remain closed for 7 days from 24<sup>th</sup> September, 2022 to 30<sup>th</sup> September, 2022 (both days inclusive).
8. The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under, will be available for inspection by the members at the AGM.
9. A Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
10. In terms of Section 152 of the Act, Mr. J Mohan, Director, retire by rotation at the Meeting and being eligible, offer himself for re-appointment and Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director Mr. Nathan Sivakumar and Mr. K Selvapandi. Accordingly the Details of Mr. J Mohan, Director retiring by rotation and the details for regularization of additional directorship of Mr. Nathan Sivakumar and Mr. K Selvapandi as required to be provided pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government is provided in Annexure A of this Notice.
11. Mr. J Mohan is deemed to be interested in the Ordinary Resolution set out at Item No.2, of the notice with regard to his re-appointment. And Mr. Nathan Sivakumar and Mr. K Selvapandi is deemed to be interested in the Ordinary Resolution set out at Item No.4 & 5 respectively, of the notice
12. The Company's Registrars & Transfer Agents for its share registry (both, physical as well as electronic) is **BTS Consultancy Services Private Limited** ("BTS") having its office at "Plot No.8, M.S. Complex, Sastri Nagar, Rettary, Kolathur, Chennai – 600 099. (UNIT: MARG Projects & Infrastructure Limited).



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13. Electronic copy of the Notice of the 29<sup>th</sup> AGM of the Company, inter alia, indicating the process and manner of remote e-voting along with Attendance Slip and Proxy Form and the Annual Report of the Company for the financial year 2021-22 is being sent to all the members whose e-mail IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same.
14. Members may also note that the Notice of the 29<sup>th</sup> AGM and the Annual Report for the financial year 2021-22 will also be available on the Company's website [www.margprojects.com](http://www.margprojects.com) for downloading.
15. **Voting through electronic means:**
- i. In Compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide the members, facility to exercise their right to vote at the 29<sup>th</sup> AGM by electronic means and the business mentioned in the Notice may be transacted through remote e-voting. The facility of casting the votes by the members using an electronic voting system from a place other than the venue of the **AGM (remote e-voting)** will be provided by provided by **Central Depository Services Limited (CDSL)**.
  - ii. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not casted their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
  - iii. The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - iv. **The voting rights of the Members shall be in proportion to the equity shares held by them in the paid up Equity Share Capital of the Company as on Friday, September 23, 2022 ('cut-off date').**
  - v. **The remote e-voting facility commences on Tuesday, September 27, 2022 (10.00 a.m.) (IST) and ends on Thursday, September 29, 2022 (6.00 p.m.) (IST). During this period, members may cast their vote electronically.** The remote e-voting module shall be disabled for voting thereafter by CDSL and voting through electronic means shall not be allowed beyond the said date and time.
  - vi. Any person, who becomes a member of the Company after the dispatch of Notice of AGM and holding shares as on the cut-off date, may obtain the User ID and password by sending a request at [www.evotingindia.com](http://www.evotingindia.com) to cast their vote. The detailed procedure for obtaining user ID and password is also provided in the Notice of AGM.
  - vii. In case of any queries or issues regarding e-voting, members are requested to refer the Frequently Asked Questions (FAQs) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an e-mail to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). In case of any grievances connected with the facility of voting through electronic means, please contact **Central Depository Services**



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Limited (CDSL) 16<sup>TH</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai–400001, Tel: 022-22728588.

- viii. **Mr. Rabindra Kumar Samal, Practising Company Secretary** (Membership No. 7649 CoP No. 18278), has been appointed as the Scrutinizer to scrutinize the remote e-voting as well as physical voting process in a fair and transparent manner.
- ix. The Scrutinizer shall within a period not exceeding 2 (two) working days from the conclusion of the remote e-Voting period unblock the votes in the presence of at least 2 (two) witnesses not in the employment of the Company and make Scrutinizers' Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company. The Result on resolutions shall be declared on or after the AGM of the Company. The Result declared along with the Scrutinizers' Report shall be placed on the Company's website [www.margprojects.com](http://www.margprojects.com) and on the website of CDSL within 2 (two) days of passing of the resolutions at the AGM and communicated to the stock exchanges.
- x. Subject to the receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of AGM i.e. Friday, September 30, 2022.

**The procedure and instructions for remote e-voting is furnished in this notice as Annexure B.**

16. The Annual Report of the Company for the financial year 2021-22 circulated to the Members of the Company will also be made available on the Company's website [www.margprojects.com](http://www.margprojects.com)

17. Members may please note that no gifts shall be distributed at the venue of the meeting.

18. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

**For and on behalf of the Board of Directors**

**For MARG Projects and Infrastructure Limited**

**Place: Chennai**  
**Date: 5<sup>th</sup> September, 2022**

**J Mohan**  
**Director**  
**(DIN: 08309704)**

**Registered office:**

'Sri Sai Subhodhaya Apartments, Basement, No.57/2B, East Coast Road,  
Thiruvanmiyur, Chennai – 600041, Tamilnadu, India

CIN: L65991TN1993PLC025252

Website: [www.margprojects.com](http://www.margprojects.com); E-mail: [investor@marggroup.com](mailto:investor@marggroup.com)

Tel: +91 44 32000086; Fax: +91 44 4217 8708



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## EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

### **Item No. 3: To re-appoint M/s. A R Krishnan & Associates, Chartered Accountants as Statutory Auditors of the Company.**

M/s. A R Krishnan & Associates, Chartered Accountants, were appointed as Statutory Auditors of the Company at the 24<sup>th</sup> Annual General Meeting ('AGM') held on 7<sup>th</sup> December, 2017 for a period of 5 years, up to the conclusion of 29<sup>th</sup> AGM. M/s. A R Krishnan & Associates are eligible for re-appointment for a further period of 5 years. M/s. A R Krishnan & Associates have given their consent for their re-appointment as Statutory Auditors of the Company and has issued certificate confirming that their re-appointment, if made, will be within the limits prescribed under the provisions of Section 139 of the Companies Act, 2013 ('the Act') and the rules made thereunder. Based on the recommendations of the Audit Committee and the Board of Directors, it is hereby proposed to re-appoint M/s. A R Krishnan & Associates, Chartered Accountants, having registration No. 009805S, as the Statutory Auditors of the Company for the second and final term of five consecutive years, who shall hold office from the conclusion of the 29<sup>th</sup> AGM till the conclusion of the 34<sup>th</sup> AGM of the Company at such remuneration plus applicable tax and reimbursement of out-of pocket expenses in connection with the audit as the Board of Directors may fix in this behalf.

The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The Board recommends the resolution set out at Item No. 3 of the Notice for approval by the Members by way of an Ordinary Resolution. None of the Directors or Key Managerial Personnel of the Company or their relatives are interested or concerned, financially or otherwise, in the resolution.

### **ITEM NO. 4:**

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, the Board of Directors of the Company have appointed **Mr. Nathan Sivakumar (DIN: 08481239)** as an Additional Director (Independent) of the Company to hold office for a period of five consecutive years, not liable to retire by rotation, subject to the approval by the Members of the Company at the ensuing Annual General Meeting of the Company ("**AGM**").

As an Additional Director, Mr. Nathan Sivakumar holds office till the date of the AGM and is eligible for being appointed as an Independent Director. The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the "Act") together with the requisite amount of deposit from a Member signifying his intention to propose the appointment of Mr. Nathan Sivakumar as a Director of the Company. The Company has also received a declaration from Mr. Nathan Sivakumar confirming that he meets the criteria of independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). Mr. Nathan Sivakumar is also not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Mr. Nathan Sivakumar is appointed as an Independent Director and the resolution seeks the approval of members for his appointment as an Independent Director of the Company for a period of 5 years from 13<sup>th</sup> June 2019 till 12<sup>th</sup> June, 2024 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the rules made there under. He is not liable to retire by rotation.



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In the opinion of the Board, Mr. Nathan Sivakumar fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations and he is independent of the management.

Brief profile of Mr. Nathan Sivakumar as required to be provided pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government is provided in **Annexure A of this Notice**.

The letter for appointment of Mr. Nathan Sivakumar as an Independent Director setting out the terms and conditions, is available for inspection by members at the Registered Office of the Company on any working day between 10 AM and 12 noon (excluding Saturdays, Sundays and Public Holidays) upto and including the date of Annual General Meeting.

Save and except Mr. Nathan Sivakumar and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

**The Board of Directors recommends the resolution at Item No. 4 for approval of the members.**

### **ITEM NO. 5:**

Based on the recommendation of the Nomination, Remuneration and Compensation Committee, the Board of Directors of the Company have appointed Mr. K Selvapandi (DIN: 08709432) as an Additional Director of the Company who hold office upto the date of ensuing Annual General Meeting.

The Company has received a notice pursuant to Section 160 of the Companies Act, 2013 (the "Act") together with the requisite amount of deposit from a Member signifying his intention to propose the appointment of Mr. K Selvapandi as a Director of the Company. Mr. K Selvapandi is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director of the Company.

Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that appointment of Mr. K Selvapandi as Director, is recommended for the approval of members.

Brief profile of Mr. K Selvapandi as required to be provided pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government is provided in **Annexure A of this Notice**.

The letter for appointment of Mr. K Selvapandi as a non-executive Director setting out the terms and conditions, is available for inspection by members at the Registered Office of the Company on any working day between 10 AM and 12 noon (excluding Saturdays, Sundays and Public Holidays) upto and including the date of Annual General Meeting.



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Save and except Mr. K Selvapandi and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

**The Board of Directors recommends the resolution at Item No. 5 for approval of the members.**

**For and on behalf of the Board of Directors**

**For MARG Projects and Infrastructure Limited**

**Place: Chennai**  
**Date: 5<sup>th</sup> September, 2022**

**J Mohan**  
**Director**  
**(DIN: 08309704)**

**Registered office:**

'Sri Sai Subhodhaya Apartments, Basement, No.57/2B, East Coast Road,  
Thiruvanmiyur, Chennai – 600041, Tamilnadu, India  
CIN: L65991TN1993PLC025252  
Website: [www.margprojects.com](http://www.margprojects.com); E-mail: [investor@marggroup.com](mailto:investor@marggroup.com)  
Tel: +91 44 32000086; Fax: +91 44 4217 8708

## ANNEXURE A

**Details of Directors seeking appointment/re-appointment at the Annual General Meeting appointment at the Annual General Meeting scheduled to be held on November 30, 2017 (Pursuant to the Regulation 36 (3) of SEBI (Listing Obligation and Disclosure Requirements), Regulations 2015**

<b>Name</b>	<b>Mr. J Mohan</b>
Date of Birth and Age	11/06/1969, 53
DIN	08309704
Qualifications & Experience	He has vast experience in the areas of project management and execution, and has good Liasoning knowledge with Various statutory authorities like Sub Registrar Office and has good expertise in Land Registration, Land Surveying, assessing land Encumbrance etc.
Relationship with any Director(s) and Key Managerial Personnel of the Company	None
Directorship hold in other listed Companies	Nil
Memberships in the Committees of Board of other listed Companies as on 31 <sup>st</sup> March, 2022	Nil
No. of Shares held in the Company as on 31 <sup>st</sup> March, 2022	Nil
No. of Meetings of the Board attended during the financial year 2021-22	4





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<b>Name</b>	<b>Mr. Nathan sivakumar</b>
Date of Birth and Age	28/02/1991, 31
DIN	08481239
Qualifications & Experience	He is a graduate and he has vast experience in the field of Administration management and facility services agency.
Relationship with any Director(s) and Key Managerial Personnel of the Company	None
Directorship hold in other listed Companies	Nil
Memberships in the Committees of Board of other listed Companies as on 31 <sup>st</sup> March, 2022	Nil
No. of Shares held in the Company as on 31 <sup>st</sup> March, 2022	Nil
No. of Meetings of the Board attended during the financial year 2021-22	4

<b>Name</b>	<b>Mr. K Selvapandi</b>
Date of Birth and Age	09/04/1989, 33
DIN	08709432
Qualifications & Experience	He has vast experience in project site maintenance, handling material Logistics requirement at the project site.
Relationship with any Director(s) and Key Managerial Personnel of the Company	None
Directorship hold in other listed Companies	Nil
Memberships in the Committees of Board of other listed Companies as on 31 <sup>st</sup> March, 2022	Nil
No. of Shares held in the Company as on 31 <sup>st</sup> March, 2022	Nil
No. of Meetings of the Board attended during the financial year 2021-22	4



## ANNEXURE B

### PROCEDURE AND INSTRUCTIONS FOR REMOTE E-VOTING

#### In case of members receiving e-mail:

- (i) Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- (ii) Click on “Shareholders” tab.
- (iii) Now, select the “COMPANY NAME” from the drop down menu and click on “SUBMIT”
- (iv) Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Members holding shares in Physical Form should enter Folio Number registered with the Company
- (v) Enter the Image Verification as displayed and Click on Login.
- (vi) 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 voting of any Company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below.  
Now fill up the following details in the appropriate boxes:

<b>PAN</b>	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department Members who have not updated their pan with the Company/Depository participant are requested to use the first two letters of their name followed by last 8 digits of Folio no / client id in the PAN field. In case the Folio no is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with Folio number 838 then enter RA00000838 in the PAN field.
<b>DOB</b>	Enter the Date of Birth as recorded in your demat account / folio in dd/mm/yyyy format.
<b>Dividend Bank Details</b>	Enter the Dividend Bank Details as recorded in your demat account / folio. Please enter DOB or Dividend Bank details in order to login. If 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)

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members 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 remote e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Company Name> on which you choose to vote.



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- (xii) 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.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolutions.
- (xiv) 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.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the changed password then Enter the User ID and image verification code click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - 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 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.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

### VII. General Information

- (a) There will be one vote for every Client ID No. / Registered Folio No. irrespective of the number of joint holders.
- (b) The Results of voting will be declared within 48 hours from the conclusion of the AGM and the Resolutions will be deemed to be passed on the date of the AGM, subject to receipt of requisite number of votes. The declared Results, alongwith the Scrutinizer’s Report, will be available forthwith on the Company’s corporate website [www.margprojects.com](http://www.margprojects.com) under the section ‘Investor Services’ and on the website of CDSL; such Results will also be forwarded to the Stock Exchanges.



# MARG Projects and Infrastructure Limited

CIN: L65991TN1993PLC025252

Registered office: 'Sri Sai Subhodhaya Apartments, Basement, No.57/2B, East Coast Road, Thiruvanmiyur, Chennai – 600041, Tamilnadu, India •

Tel: +91 782588141 • E-mail: [mpil@marggroup.com](mailto:mpil@marggroup.com) •

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

## ATTENDANCE SLIP

Venue of the Meeting: 3<sup>rd</sup> Floor, No. 15/26, 2nd Main Road, Kottur Gardens, Kotturpuram, Chennai - 600085

Day, Date & Time : Friday, September 30, 2022 at 10.00 am

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

Name	
Address	
DP Id*	
Client Id*	
Folio No.	
No. of Shares held	

\*Applicable for investors holding shares in Electronic form.

I certify that I am registered shareholders/proxy for the register shareholders of the Company.

I hereby record my presence at the 29<sup>th</sup> Annual General Meeting of the Company on Friday, **September 30, 2022 at 10.00 am at 3<sup>rd</sup> Floor, No. 15/26, 2nd Main Road, Kottur Gardens, Kotturpuram, Chennai - 600085**

-----  
**Signature of Shareholder /Proxy**

### Notes:

1. Electronic copy of the Annual Report for 2021-22 and Notice of the Annual General Meeting along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/Depository Participant unless any member has requested for a hard copy of the same. Shareholders receiving electronic copy and attending the Annual General Meeting can print copy of this Attendance Slip.



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

## 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]

Venue of the Meeting: 3<sup>rd</sup> Floor, No. 15/26, 2nd Main Road, Kottur Gardens, Kotturpuram, Chennai - 600085

Day, Date & Time : Friday, September 30, 2022 at 10.00 am

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

Name of the member(s)	
Registered Address	
Email Id	
DP Id*	
Client Id*	
Folio No.	

\*Applicable for investors holding shares in Electronic form.

I / We, being the member(s) ----- shares of MARG Projects and Infrastructure Limited, hereby appoint the following as my/our Proxy to attend vote on a poll (for me/us and on my/our behalf at the 29<sup>th</sup> Annual General Meeting of the Company, to be held on September 30, 2022 at 10:00 am and at any adjournment thereof) in respect of such resolutions as are indicated below:

1. Name: \_\_\_\_\_ Registered address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_  
or failing him/her

2. Name: \_\_\_\_\_ Registered address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_  
or failing him/her

3. Name: \_\_\_\_\_ Registered address: \_\_\_\_\_  
Email id: \_\_\_\_\_ Signature: \_\_\_\_\_  
or failing him/her



# MARG Projects and Infrastructure Limited

\*\* I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

Sl. No.	Resolution	Number of Shares held	For	Against
<b>ORDINARY BUSINESS</b>				
1	Consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon;			
2	Re-appointment of Mr. J Mohan (DIN: 08309704) Director who retires by rotation;			
3	Re-Appointment of M/s. A R Krishnan & Associates., Chartered Accountants (Firm Registration No. 009805S), as Statutory Auditors of the Company			
<b>SPECIAL BUSINESS:</b>				
4	Appointment of Mr. Nathan Sivakumar (DIN: 08481239) as an Independent Director			
5	Appointment of Mr. K Selvapandi (DIN: 08709432) as an Independent Director			

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2022.

Affix Revenue  
Stamp of Rs.1

Signature of the member : \_\_\_\_\_

Signature of the proxy holder(s) : \_\_\_\_\_

### Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

It is optional to indicate your preference. If you leave the 'for', 'against', 'abstain', column blank against any or all resolutions, your proxy will be entitled to vote in the manner he/she may deem applicable.