



Ref No:

Date :

Dt 09.05.2023

To,  
The Manager  
BSE LIMITED  
1<sup>st</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai- 400001.  
Equity Script Code: **540254**

To,  
The Manager,  
Department of Corporate Regulations,  
Metropolitan Stock Exchange of India Limited,  
205(A), 2nd Floor, Piramal Agastya  
Corporate Park, Kamani Junction, LBS  
Road, Kurla (West), Mumbai – 400070  
Equity Script Code: **35404**

Sub: **Outcome of the Board Meeting held on 09th May, 2023**

Reg: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Dear Sir/ Madam,

With reference to the above subject matter and pursuance to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform your goodselves that the Board of Directors of the Company in their meeting held today i.e. Tuesday, 9<sup>th</sup> May, 2023 which started at 03.00 p.m. and concluded at 6.00 p.m., at the Registered Office of the Company, has considered, discussed and approved interalia other businesses, following main businesses:

1. Adoption of new set of Memorandum of Association in line with the requirement of Companies Act, 2013.
2. Adoption of new set of Articles of Association of the Company as per the Companies Act, 2013.
3. Increase in Authorised Capital of the Company from the existing from Rs. 7,51,00,000/- (Rupees Seven Crore Fifty One Lakh) divided into 75,10,000 (Seventy Five Lakh Ten Thousand Only) Equity Shares of Rs. 10/- (Rupees Ten) each to Rs. 11,00,00,000/-



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(Rupees Eleven Cores Only) divided into 1,10,00,000 (One Cores Ten Lakhs Only) Equity Shares of Rs.10/- (Rupees Ten Only) each and consequent alteration in Clause V of the Memorandum of Association of the Company relating to the share capital of the Company, subject to the approval of the shareholders at the ensuing Extraordinary General Meeting (“EGM”) of the Company.

**4. Issue of fully convertible Warrants on Preferential basis**

Subject to the approval of the shareholders of the Company and other regulatory/statutory approvals, as may be required, the Board has approved creation, offer, issuance and allotment of 40 Lakh fully convertible warrants on preferential basis each convertible into, or exchangeable, at an option of Proposed Allottees, within a maximum period of 18 months from the date of allotment of Warrants into equivalent number of fully paid up equity share of the Company of face value of Rs. 10/- (Rupees Ten) each at a price of Rs. 14/- (Rupees Fourteen) each payable in cash (“Warrant Issue Price”), aggregating Rs. 5,60,00,000/- (Rupees Five Crore Sixty Lakh), to Specified Investors/Identified Investors (collectively called the "Investors"). Additional details pursuant to Regulation 30 and other relevant provisions of the Listing Regulations is enclosed as **Annexure 1**.

**5. Convening an Extraordinary General Meeting (EGM) for the approval of the shareholders of the Company.**

For obtaining the approval of the shareholders of the Company for the aforementioned matters, the Board of Directors of the Company have decided to hold an EGM of the Company on Saturday, the 3rd June, 2023 at 11:00 a.m. at the Registered Office of the Company situated at 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat – 395009, Gujarat.

**6. CDSL will be appointed for providing remote e-voting services for the Extra Ordinary General Meeting of the Company to be held on **Saturday, June 3, 2023**.**



**MARG**  
TECHNO- PROJECTS LIMITED

MARG TECHNO PROJECTS LIMITED  
CIN : L69590GJ1993PLC019764  
Phone : 0261-2782501/2782502  
Phone : [margtechno@gmail.com](mailto:margtechno@gmail.com)  
Website : [www.margtechno.com](http://www.margtechno.com)

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7. CS Hiren Shah, Practicing Company Secretary is appointed to act as the Scrutinizer for conducting Remote e-voting and ballot voting in the Extra Ordinary General Meeting of the Company to be held for said Purpose.

8. Cut-off date to determine the eligibility of the members for remote e-voting.

The Company has fixed Saturday, 27th May, 2023 as the cut-off date for determining the eligibility of the members, entitled to vote by remote e-voting at the ensuing EGM of the Company scheduled to be held on Saturday, the 3<sup>rd</sup> June, 2023 at 11:00 a.m. at 406, Royal Trade Centre, Opp. Star Bazar, Adajan, Surat -395009, Gujarat.

9. To approve Draft EGM Notice

The Board of Directors have approved the draft notice of the EGM and matters related thereto to be issued to the shareholders for convening the EGM.

The notice of the said EGM will be sent separately to the stock exchanges and to the shareholders of the Company and will also be available on the Company's website at [www.margtechno.com](http://www.margtechno.com) and on the website of the stock exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and Metropolitan Stock Exchange of India Limited at [www.msei.in](http://www.msei.in) in due course.

Request you to take the same on record and oblige.

Thanking You,

Yours Faithfully,  
**FOR MARG TECHNO- PROJECTS LIMITED**

**DIVYA ZAVERI SHAH**  
Company Secretary & Compliance Officer  
ACS-39586



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**Annexure -1**

**Pursuant to provisions of Regulation 30(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (Regulation), the Company hereby discloses the material event as provided in the Schedule III of Listing Regulations:**

<b>Particulars</b>	<b>Details</b>
Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Fully Convertible Warrants each convertible into, or exchangeable into equivalent number of fully paid up equity share of the Company.
Type of issuance (further public offering, rights issue, depository receipts (ADR/ GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	40,00,000 (Forty Lakh) Fully Convertible Warrants ("Warrants") each convertible into, or exchangeable into equivalent number of fully paid up equity share of the Company at an issue price of Rs. 14/- (Rupees Fourteen) per Warrant, aggregating total amount of Rs. 5,60,00,000/- (Rupees Five Crore Sixty Lakh).
Issue Price/ Allotted Price (In case of convertibles)	Rs. 14/- (Rupees Fourteen) per Warrant
Number of Investor	4 (Four)
In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	<p>Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee, within a maximum period of 18 months from the date of allotment of Warrants into equivalent number of fully paid up equity share of face value of Rs. 10/- (Rupees ten) each of the Company.</p> <p>An amount equivalent to atleast 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottees on the exercise of option of conversion of the warrant(s).</p>



# MARG

TECHNO- PROJECTS LIMITED

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CIN : L69590GJ1993PLC019764

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	The number of equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.				
In case of preferential issue the listed entity shall disclose the following additional details to the stock exchange(s)					
Names of the investor;	1. Madhubhai N. Vekaria 2. Vasantbhai L. Mangrolia 3. Yugma J. Acharya 4. Ketan M. Chalishazar				
Post allotment of securities - outcome of the subscription  (The post issue shareholding as shown above is calculated assuming full exercise of warrants and consequent allotment of the equity shares of the Company.)	Particulars (Name of the Investors)	Pre- Preferential Issue		Post-Allotment of Equity Shares pursuant to the Preferential Issue	
		No. of Shares	%	No. of Shares	%
	Madhubhai N. Vekaria	0	0.00	16,50,000	16.5
	Vasantbhai L. Mangrolia	0	0.00	15,50,000	15.5
	Yugma J. Acharya	0	0.00	2,00,000	2
Ketan M. Chalishazar	0	0.00	6,00,000	6	