

3rd June, 2025

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001.

Kind attention: **Listing Department**

Ref: BSE Scrip code: 543364 , ISIN: INE0FW001016

Subject: Disclosure of dispatch Postal Ballot Notice by the Company

Dear sir / madam,

Please be informed that pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Act") and Regulation 44 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), approval / consent of the members of the Company is sought through Postal Ballot by way of Electronic Voting ("e-voting") through special resolutions for the businesses as set out in the enclosed Postal Ballot Notice dated 3rd June, 2025.

In this regard, please note that the Company has completed dispatch of the Notice of Postal Ballot on 3rd June, 2025 through email to all the members whose names appeared in the Register of Members/ Records of National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday, 30th May, 2025.

Please find attached herewith the postal ballot notice for your reference.

For **Markolines Pavement Technologies Limited**

Sanjay Bhanudas Patil
Chairman & Managing Director
DIN: 00229052

Markolines Pavement Technologies Limited



Markolines Pavement Technologies Limited

CIN: L99999MH2002PLC156371

Registered Office: 502, A Wing, Shree Nand Dham, Sector 11, CBD Belapur,
Navi Mumbai, Maharashtra, 400614.

Email: company.secretary@markolines.com **Website:** www.markolines.com **Contract:** +91-22-62661111

NOTICE OF POSTAL BALLOT THROUGH E-VOTING

(Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration Rules), 2014)

Dear Members,

Notice is hereby given that pursuant to the provisions of the Section 110 and other applicable provisions, if any of the Companies Act, 2013 read with rule 22 of the Companies (Management & Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs ("MCA") and pursuant to applicable provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and as amended from time to time any statutory modification or re-enactment thereof for the time being in force, to transact the Special Businesses set out in this notice as the Special Resolution through Postal Ballot by the members of "**Markolines Pavement Technologies Limited**" ("The Company") only through **remote E-Voting**.

The proposed resolutions and explanatory statements pertaining to the said resolutions, pursuant to Section 102 and 110 of the Companies Act, 2013 setting out the material facts concerning each item and the reasons thereof is appended herewith for your consideration.

As permitted under the MCA circulars, the Company is sending the Notice in electronic form only. Hence, the Hard copy of the Postal Ballot Notice along with the Postal Ballot Form and pre-paid business reply envelope (BRE) will not be sent to the members for this postal Ballot and members are required to communicate their assent or dissent through the remote e- voting facility only. In compliance with **Regulation 44 of the Listing Regulations and pursuant to the provisions of Section 108 and 110 of the Companies Act, 2013** read with the rules framed there under and the MCA Circulars, the Company has extended only the remote E- Voting facility for its members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form. The Instructions for remote e-voting are appended to this Notice. The members can vote on the resolutions through remote e-voting facility. **Assent (FOR) or dissent (AGAINST) of the members on the resolutions mentioned in the Notice would only be taken through the Remote E-voting system as per the MCA circulars.**

The Company has engaged the Services of Bigshare Services Private Limited ("Bigshare") to provide the e-voting facility. Accordingly, members shall have to cast their vote electronically through the Bigshare i-Vote E-Voting System. Instructions on E-voting are enumerated as part of the Notice.

E-voting facility is available at the link <https://ivote.bigshareonline.com> from **Thursday, June 5, 2025, 9:00 A.M (IST) onwards to Friday, July 4, 2025, 5:00 P.M (IST).**

Members are requested to read carefully the e-voting instructions given in the Notes forming part of the Postal ballot Notice, before logging into the e-voting link.

The Board of Directors of the Company, at its meeting held on **Tuesday, June 3, 2025**, has appointed proprietor **CS Sanam Umbargikar**, the Partner of **M/s. DSM & Associates, Practicing Company Secretaries**, as the Scrutinizer for conducting the Postal Ballot (only through Remote E-voting process) in a fair and transparent manner. The Scrutinizer, after completion of scrutiny, will submit her report to the Chairman of the Company. Thereafter the results of the Postal Ballot would be announced by the Chairman of the Company, on or before **Saturday, July 5, 2025** at the Company's registered office. In addition to the results being communicated to BSE Limited ("BSE"), the results along with Scrutinizer's report will also be placed on Company's website viz. <https://www.markolines.com/> and shall also be available at the Company's registered office.

The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-voting i.e. **Friday, July 4, 2025**.

The resolutions for the purpose as stated herein below are proposed to be passed by Postal Ballot (**only through Remote E-voting**).

SPECIAL BUSINESSES:

ITEM 1: TO APPROVE THE REGULARIZATION OF MS. VAISHALI TARSARIYA (DIN: 10435220) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Rules made thereunder read with Schedule IV of the Act and applicable provisions of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee, Ms. Vaishali Tarsariya (DIN: 10435220), who was appointed as an Additional (Independent) Director by the Board of Directors of the Company with effect from 8th April, 2025, to hold office up to the date of this General Meeting and who has submitted a declaration that she meets the criteria of Independence as provided under Section 149(6) of the Act and Listing Regulations and is eligible for appointment and in respect of whom the Company has received a notice in writing as required under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, for the first tenure of Five (5) consecutive years, with effect from April 8, 2025 till April 7, 2030 and she shall not be liable to retire by rotation during her tenure.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby severally authorized to make necessary entries in the Register of Members, to sign and submit all the necessary documents and papers, to execute and enter all the necessary agreements and arrangements, to take all the necessary steps and actions for and on behalf of the Company, in the matter of appointment of Independent Director of the Company and giving of effect to above resolution.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to file the necessary forms and other related documents with the Ministry of Corporate Affairs and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

ITEM 2: TO APPROVE AMENDMENT TO THE OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Sections 13 and other applicable provisions, if any, of the Companies Act, 2013 read with the applicable Rules (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the members of the Company be and is hereby accorded for amendment to the Object clause of the Memorandum of Association of the Company as follows:

The existing sub-clauses 1 and 4 in the Main Object clause III(A) are substituted by new sub-clauses 1 and 4 as follows:

1. *To carry on in India and/or anywhere outside India, the business of Construction, Development as manufacturer, developer, distributor, supplier, contractor, sub-contractor, service provider, business consultant, included therein quarrying, crushing and mixing, Supply and Operation & Maintenances (O&M) or any other service or product for all infra segments such as Highways, Airports, Railways, Sea Ports, Dams, Bridges, Tunnels, all type of Power Stations, any kind of transportation, logistics, Power & Energy (conventional, non-conventional or renewable), Defense, Oil & Gas, Mining, Irrigation, Healthcare, Water & Waste Management, Urban Infrastructure, Real Estate, Land Development, Construction and Hospitality including Toll Operation including Collection and Maintenance, Route Patrolling, Incident Management, Routine Maintenance of roads, Preventive maintenance, Minor & Major Maintenances and Repairs, landscaping and gardening of the roads, specialized technological activities such as Microsurfacing, Cold-in place Recycling or any other new technology in the Infra segment, Hospitality management, Man power supply, Security services, manufacturing, producing, processing, assembling, Installation, erection & commissioning, O&M, Marketing & Distribution, trading, importing and exporting, of any material, product, service and/or machinery related to and required for Infra and allied segments, including but not limited to giving the machinery of the Company on lease or on rental basis to other parties on rent fees or commission basis or royalty basis or enabling other players in the same industries to procure the machinery of the same kind and type, to procure raw material, finished products, semi-finished products, services by acting as enabler, facilitator, commission agent, traders, dealers, stockist for the same.*
4. *To carry on in India or elsewhere, either independently or in collaboration with individuals, firms, companies, government, semi-government, private or other bodies/entities, as manufacturer, developer, distributor, supplier, service provider, business consultant in various Infrastructure sectors such as Highways, Airports, Railways, Sea Ports, any kind of Transportation, Logistics, Irrigation, Power & Energy (conventional, non-conventional or renewable), Oil & Gas, Mining, Telecommunication, Healthcare (primary, secondary & tertiary) and allied industries, Water & Waste Management, Sports, Urban Infrastructure, Real Estate, Land Development, Construction and Hospitality.*

RESOLVED FURTHER THAT any of the Directors or the Company Secretary of the Company, be and are hereby severally authorized to sign and file all necessary documents and forms as may be deemed necessary in this connection with the Registrar of Companies and to do all such acts, deeds and things as may be necessary and expedient for giving effect to this resolution.”

ITEM 3: TO APPROVE REVISION IN THE REMUNERATION OF MR. SANJAY PATIL (DIN: 00229052), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY:

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

“**RESOLVED THAT** pursuant to the provisions of Sections 197, 198 and 203 read with provisions of Schedule V and other applicable provisions, if any, of the Companies Act 2013, and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modifications or re-enactment(s) thereof, pursuant to provisions of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, pursuant to provisions of Articles of Association of the Company, pursuant to recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for revision in the managerial remuneration of Mr. Sanjay Patil (DIN: 00229052), Chairman and Managing Director of the Company to Rs.10,50,000/- (Rupees Ten Lakhs Fifty Thousand Only) per month with effect from April 1, 2025 till 31st March, 2026, unless and until revised.

RESOLVED FURTHER THAT other terms and conditions of appointment of Mr. Sanjay Patil, as approved by the Board of Directors in its meeting held on 20th August 2021 and approved by the Shareholders of the Company in their Extra Ordinary General Meeting held on 21st August, 2021, shall remain unchanged and same.

RESOLVED FURTHER THAT in case in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or the profits are inadequate, the Company shall, subject to the approval of the Central Government, wherever required, if any, and the provisions of Sections 197, 198 and 203 read with and subject to the conditions and limits specified in the Schedule V and other applicable provisions, if any, of the Companies Act 2013, (including any statutory modifications or re-enactment(s)) pay to the Managing Director basic salary, perquisites and allowances as specified above.

RESOLVED FURTHER THAT the Board of Directors of the Company (which term shall be deemed to include any Committee of the Board of Directors which may have been constituted or hereinafter constituted to exercise the powers conferred on the Board by this resolution) be and are hereby severally authorised to do all acts, deeds, matters and things as may be considered necessary, proper and desirable to give effect to above resolution.”

**By Order of the Board of Directors
For Markolines Pavement Technologies Limited**

Place: Navi Mumbai

Date: June 3, 2025

Registered Office:

502, A Wing, Shree Nand Dham,
Sector 11, CBD Belapur,
Navi Mumbai, Maharashtra – 400614.
CIN: L99999MH2002PLC156371

**Sd/-
Sanjay Bhanudas Patil
Chairman & Managing Director
DIN: 00229052**

NOTES:

1. The Explanatory Statement pursuant to Sections 102 and 110 of the Companies Act, 2013 stating all material facts and the reasons for the proposals is annexed herewith.
2. The Board of Directors of the Company ("the Board") at its meeting held on June 3, 2025 has appointed **CS Sanam Umbargikar**, the Partner of **M/s. DSM & Associates**, Practicing Company Secretaries, to act as "The Scrutinizer" for conducting the Postal Ballot by way of remote e-voting process in accordance with the Act and in a fair and transparent manner.
3. This Postal Ballot Notice is being sent by e-mail only, to all the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") (collectively referred to as "Depositories") ("Eligible Members") as at close of business hours as on i.e., **Friday, May 30, 2025 ("Cut-off Date")** in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and General Circulars No. 14/2020 dated April 8, 2020, No. 17/ 2020 dated April 13, 2020, No. 22/ 2020 dated June 15, 2020, No. 33/ 2020 dated September 28, 2020 and No. 39/ 2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs.
4. In terms of the MCA Circulars, the Company will send this postal notice in electronic form only. The hard copy of this Postal Ballot notice along with postal ballot forms and pre-paid business envelope will not be sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote e-voting system only. Members may note that the Postal Ballot Notice will be available on the website on the Company www.markolines.com and on the website of BIGSHARE.
5. The voting period begins on **Thursday, June 5, 2025, 9:00 A.M (IST)** onwards to **Friday, July 4, 2025, 5:00 P.M (IST)**. During this period, shareholders of the Company, holding shares in dematerialised form as on the cut-off date of **May 30, 2025**, may cast their vote electronically. Once vote on a resolution is cast by the member, he/ she shall not be allowed to change it subsequently or cast the vote again.
6. The Members whose email ids are not registered with the Company or Depository Participant(s) as on the Cut-Off date are requested to register their e-mail Ids by sending e-mail citing subject "**Postal Ballot Registration of e-mail Id's**" to Registrar and share transfer Agent (RTA) of the Company, i.e., Bigshare Services Pvt. Ltd at ipo@bigshareonline.com; investor@bigshareonline.com, ivote@bigshareonline.com or to the Company at company.secretary@markolines.com with the name of registered shareholder(s), folio number(s)/DP Id/Client Id and Number of equity shares held from the e-mail address.
7. Voting rights in e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorized representatives with proof of their authorization.
8. The results of the Postal Ballot will be declared on or before Wednesday, July 5, 2025. The results of the Postal Ballot will be hosted on the website of the Company viz. www.markolines.com and will also be communicated to the Stock Exchange where the equity shares of the Company are listed. The results of the Postal Ballot will be declared by the Chairperson, or in his absence by such other Director of the company duly authorized or Company Secretary and it will display at Company's Registered Office. The resolutions will be taken as passed if the results of the Postal Ballots indicate that the requisite majority of the shareholders assented to the Resolution.
9. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on the last date specified by the Company for e-voting i.e., July 4, 2025.
10. 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 i.e., May 30, 2025.
11. Shareholders who have registered their e-mail IDs with their Depository Participants/Company are being sent Notice of Postal ballot by e-mail and Shareholders who have not registered their e-mail ID will request to please register their mail ids with the Company.

12. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot (only through remote E-Voting) will be final.
13. Documents referred to in this notice and explanatory statement are open for inspection by the shareholders at the Registered Office of the Company on all working days (except Saturday & Sunday) from 11:00 am till 5:00 pm from the date of dispatch of the Postal Ballot Notice up to the completion of Postal Ballot i.e., July 4, 2025.

In compliance with provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, the Company is pleased to provide its members the facility to exercise their right to vote by electronic means as an alternate mechanism. For this purpose, the Company has entered into an agreement with BIGSHARE for facilitating e-voting in order to enable the members to cast their votes electronically instead of dispatching postal ballot form.

14. Bigshare i-Vote E-Voting System

E-VOTING INTRUCTIONS FOR POSTAL BALLOT ARE AS UNDER:

- i. The voting period begins on **Thursday, June 5, 2025, 9:00 A.M (IST)** and ends on **Friday, July 4, 2025, 5:00 P.M (IST)**. During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **May 30, 2025** may cast their vote electronically. The e-voting module shall be disabled by Bigshare for voting thereafter.
- ii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 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.

- iii. 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.

1. Pursuant to above said 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"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest is https://web.cdslindia.com/myeasitoken/home/login or visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of BIGSHARE the e-Voting service provider and you will be re-directed to i-Vote website 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 i.e. BIGSHARE, so that the user can visit the e-Voting service providers' website directly.

	<p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress, and also able to directly access the system of all e-Voting Service Providers. Click on BIGSHARE and you will be re-directed to i-Vote website for casting your vote during the remote e-voting period.</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: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name BIGSHARE and you will be re-directed to i-Vote 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 https://eservices.nsdl.com. Select “Register Online for IDeAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number 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 e-Voting service provider name BIGSHARE and you will be redirected to i-Vote website for casting your vote during the remote e-Voting period.</p>
Individual 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>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022-48867000.

2. Login method for e-Voting for shareholder other than individual shareholders holding shares in Demat mode & physical mode is given below:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com/auth/investor/login>
- Click on “LOGIN” button under the ‘INVESTOR LOGIN’ section to Login on E-Voting Platform.

- Please enter you ‘**USER ID**’ (User id description is given below) and ‘**PASSWORD**’ which is shared separately on you register email id.
- Shareholders holding shares in **CDSL demat account should enter 16 Digit Beneficiary ID** as user id.
- Shareholders holding shares in **NSDL demat account should enter 8 Character DP ID followed by 8 Digit Client ID** as user id.
- Shareholders holding shares in **physical form should enter Event No + Folio Number** registered with the Company as user id.

***Note** If you have not received any user id or password please email from your registered email id or contact i-vote helpdesk team. (Email id and contact number are mentioned in helpdesk section).*

- Click on **I AM NOT A ROBOT (CAPTCHA)** option and login.

NOTE: If Shareholders are holding shares in demat form and have registered on to e-Voting system of <https://ivote.bigshareonline.com/auth/investor/login> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**INVESTOR LOGIN**’ tab and then Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**Reset**’.

(In case a shareholder is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for shareholders on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.
- Click on “**VIEW EVENT DETAILS (CURRENT)**” under ‘**EVENTS**’ option on investor portal.
- Select event for which you are desire to vote under the dropdown option.
- Click on “**VOTE NOW**” option which is appearing on the right hand side top corner of the page.
- Cast your vote by selecting an appropriate option “**IN FAVOUR**”, “**NOT IN FAVOUR**” or “**ABSTAIN**” and click on “**SUBMIT VOTE**”. A confirmation box will be displayed. Click “**OK**” to confirm, else “**CANCEL**” to modify. Once you confirm, you will not be allowed to modify your vote.
- Once you confirm the vote you will receive confirmation message on display screen and also you will receive an email on your registered email id. During the voting period, members can login any number of times till they have voted on the resolution(s). Once vote on a resolution is casted, it cannot be changed subsequently.
- Shareholder can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on investor portal.

3. Custodian registration process for i-Vote E-Voting Website:

- You are requested to launch the URL on internet browser: <https://ivote.bigshareonline.com>
- Click on “**REGISTER**” under “**CUSTODIAN LOGIN**”, to register yourself on Bigshare i-Vote e-Voting Platform.
- Enter all required details and submit.
- After Successful registration, message will be displayed with “**User id and password will be sent via email on your registered email id**”.

NOTE: If Custodian have registered on to e-Voting system of <https://ivote.bigshareonline.com> and/or voted on an earlier event of any company then they can use their existing user id and password to login.

- If you have forgotten the password: Click on ‘**LOGIN**’ under ‘**CUSTODIAN LOGIN**’ tab and further Click on ‘**Forgot your password?**’
- Enter “**User ID**” and “**Registered email ID**” Click on **I AM NOT A ROBOT (CAPTCHA)** option and click on ‘**RESET**’.

(In case a custodian is having valid email address, Password will be sent to his / her registered e-mail address).

Voting method for Custodian on i-Vote E-voting portal:

- After successful login, **Bigshare E-voting system** page will appear.

Investor Mapping:

- First you need to map the investor with your user ID under “**DOCUMENTS**” option on custodian portal.
 - Click on “**DOCUMENT TYPE**” dropdown option and select document type power of attorney (POA).
 - Click on upload document “**CHOOSE FILE**” and upload power of attorney (POA) or board resolution for respective investor and click on “**UPLOAD**”.

Note: The power of attorney (POA) or board resolution has to be named as the “**InvestorID.pdf**” (Mention Demat account number as Investor ID.)

 - Your investor is now mapped and you can check the file status on display.

Investor vote File Upload:

- To cast your vote select “**VOTE FILE UPLOAD**” option from left hand side menu on custodian portal.
- Select the Event under dropdown option.
- Download sample voting file and enter relevant details as required and upload the same file under upload document option by clicking on “**UPLOAD**”. Confirmation message will be displayed on the screen and also you can check the file status on display (Once vote on a resolution is casted, it cannot be changed subsequently).
- Custodian can “**CHANGE PASSWORD**” or “**VIEW/UPDATE PROFILE**” under “**PROFILE**” option on custodian portal.

Helpdesk for queries regarding e-voting:

Login type	Helpdesk details
Shareholders other than individual shareholders holding shares in Demat mode & Physical mode.	In case shareholders/ investor have any queries regarding E-voting, you may refer the Frequently Asked Questions (‘FAQs’) and i-Vote e-Voting module available at https://ivote.bigshareonline.com/auth/investor/login , under download section or you can email us to ivote@bigshareonline.com or call us at: 1800 22 54 22, 022-62638338

EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102 OF THE COMPANIES ACT, 2013
SETTING OUT MATERIAL FACTS:

ITEM 1:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company had appointed Ms. Vaishali Tarsariya (DIN: 10435220) as Additional (Independent) Director of the Company for a term of 5 (Five) years with effect from April 8, 2025 to April 7, 2030 (both days inclusive), not liable to retire by rotation, subject to the approval of Members of the Company.

Pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company, Ms. Vaishali Tarsariya shall hold office up to the date of the ensuing AGM and is eligible to be appointed as a Director. As per the provisions of Regulation 17(1C) of SEBI Listing Regulations, the listed entity shall ensure that approval of shareholders for appointment or reappointment of a person on the Board of Directors or as a Manager is taken at the next general meeting or within a time period of Three (3) months from the date of appointment, whichever is earlier. The details of Ms. Vaishali Tarsariya are provided below in this Notice.

Ms. Vaishali Tarsariya has through the consent confirmed *inter-alia* that (i) she is not restrained from acting as a Director by virtue of any order passed by SEBI or any regulatory authority and (ii) she is eligible to be appointed as a Director in terms of Section 164 of the Act.

In the opinion of the Board, Ms. Vaishali Tarsariya is a person of integrity, possesses relevant experience and fulfils the conditions specified in the Act and the SEBI Listing Regulations for appointment as an Independent Director of the Company.

The Board of Directors recommends Special Resolution set forth at Item No.1 of the Notice for approval by the Members.

Except Ms. Vaishali Tarsariya, Director of the Company, none of the other Directors and Key Managerial Personnel of the Company and their relatives, none of the promoters and their relatives, are concerned or interested, whether directly or indirectly, financially or otherwise, in the resolution mentioned at Item Number 1 of the Notice except to the extent of their shareholding.

ITEM 2:

The Company has, over the years, successfully established its credentials and built a credible presence within the highway infrastructure sector. Recognizing the substantial growth potential that exists in other segments of the infrastructure industry, the Board is of the view that the Company, with its existing skill sets, technical expertise, and operational capabilities, is well-positioned to strategically diversify into allied infrastructure domains. Such diversification is anticipated to contribute positively to the Company's long-term growth strategy and profitability.

In order to facilitate this expansion and to enable the Company to explore and undertake new business opportunities beyond its current scope, it is proposed to amend the Object Clause of the Memorandum of Association of the Company. The present Object Clause is limited in scope and does not comprehensively reflect the broader range of activities the Company may wish to undertake. The proposed amendments are aimed at enlarging the scope of the Company's operations and enabling it to undertake additional infrastructure-related activities in line with evolving market opportunities.

After due deliberation, the Board of Directors, at its meeting held on June 3, 2025, approved the proposal to amend the Memorandum of Association by substituting the existing sub-clauses 1 and 4 of Clause III(A) – the “Main Objects” clause – with new sub-clauses that more accurately reflect the intended expansion in business activities.

Accordingly, the Board now seeks the approval of the Members, by way of a special resolution, for the proposed alteration to the Object Clause of the Memorandum of Association, in accordance with the applicable provisions of the Companies Act, 2013 and other relevant regulatory requirements.

A copy of the Memorandum of Association of the Company duly amended will be available for inspection in the manner provided in the Notes of the Notice.

The Board of Directors, accordingly, recommends the passing of Special Resolution as set out at Item Number 2 of this Notice, for the approval of the members.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, whether directly or indirectly, in the resolution mentioned at Item Number 2 of the Notice except to the extent of their shareholding.

ITEM 3:

The members are informed that pursuant to provisions of Articles of Association of the Company, the Board has considered and approved the recommendation of Nomination and Remuneration Committee for revision in the managerial remuneration of Mr. Sanjay Patil, Chairman and Managing Director of the Company. The Management is of the opinion that with the growth of the Company, the leadership of the Company shall also be awarded and hence as a token of appreciation for the hard work of Mr. Sanjay Patil, the management of the Company decided to revise the Managerial Remuneration of Mr. Sanjay Patil, subject to the approval of the Members of the Company. Accordingly, it is proposed to obtain the consent of the members of the Company for revision in the managerial remuneration of Mr. Sanjay Patil, Chairman and Managing Director of the Company, to Rs. 10,50,000/- (Rupees Ten Lakhs Fifty Thousand Only) per month with effect from 1st April, 2025 till 31st March, 2026, unless and until revised.

The Board of Directors, accordingly, recommends the passing of Special Resolution as set out at Item Number 3 of this Notice, for the approval of the members.

Except Mr. Sanjay Patil, Chairman and Managing Director, none of the other Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested, whether directly or indirectly, in the resolution mentioned at Item Number 3 of the Notice except to the extent of their shareholding.

**By Order of the Board of Directors
For Markolines Pavement Technologies Limited**

Sd/-

**Sanjay Bhanudas Patil
Chairman & Managing Director
DIN: 00229052**

Place: Navi Mumbai

Date: June 3, 2025

Registered Office:

502, A Wing, Shree Nand Dham,
Sector 11, CBD Belapur,
Navi Mumbai, Maharashtra - 400614
CIN: L99999MH2002PLC156371

Annexure-1

Pursuant to Regulations 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2, the details of the Directors proposed to be appointed through Postal Ballot process are given below:

Sr. No.	Particulars	Details
1	Name	Ms. Vaishali Tarsariya
2	Designation	Independent Director)
3	DIN	10435220
4	Age	33 years
5	Date of Birth	September 28, 1991
6	Qualification	Master's degree in Commerce from University of Mumbai
7	Expertise in Specific functional area	Please refer to Item no.1 of the Explanatory Statement
8	Date of first appointment on Board and number of Board meetings attended	Date of first appointment on Board: April 8, 2025, Number of Board meetings attended: 4.
9	Name of the listed entities from which the person has resigned as a Director in the past three years	Nil
10	Directorship in other Companies	1. Indian Emulsifiers Limited, 2. Aelea Commodities Limited.
11	Chairmanship / Membership of Committees in other Companies	1. Indian Emulsifiers Limited: 1) Audit Committee – Member, 2) Stakeholders' Relationship Committee – Member, 3) Nomination and Remuneration Committee – Member, 4) Corporate Social Responsibility Committee – Member. 2. Aelea Commodities Limited: 1) Audit Committee – Member, 2) Stakeholders' Relationship Committee – Member, 3) Nomination and Remuneration Committee – Member, 4) Corporate Social Responsibility Committee – Member.
12	Number of Equity Shares held in the Company	Nil
13	Relationship between Directors inter-se; with other Directors and Key Managerial Personnel of the Company	None
14	Terms and conditions of appointment or reappointment	As per the resolution in Item no.1 of this Notice read with the explanatory statement thereto.
15	Remuneration last drawn, (including sitting fees and commission) if applicable	Nil
16	Remuneration proposed to be paid	Sitting fees as approved by the Board.
17	Skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	Please refer to Item no. 1 of the explanatory statement.