



## NOTICE

Notice is hereby given that the **14<sup>th</sup> Annual General Meeting** of the members of Maharashtra Knowledge Corporation Limited (MKCL) will be held at the Registered Office of the Company at **ICC Trade Tower, `A' Wing, 5<sup>th</sup> Floor, Senapati Bapat Road, Shivajinagar, Pune 411 016. INDIA, on Wednesday, the 23<sup>rd</sup> day of September, 2015 at 11.00 a.m.**, to transact the following business:

### Ordinary Business

1. To receive, consider and adopt-

(a) the audited Financial Statement of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and Auditors thereon; and

(b) the audited consolidated Financial Statement of the Company for the financial year ended March 31, 2015 with the Report of the Auditors thereon,

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

“RESOLVED that -

a) the audited Financial Statement of the Company for the financial year ended March 31, 2015, together with the Reports of the Board of Directors and Auditors thereon; and

(b) the audited consolidated Financial Statement of the Company for the financial year ended March 31, 2015 with the Report of the Auditors thereon,

be and are hereby approved and adopted.”

2. To declare final dividend on Equity Shares for the financial year 2014-15, and to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED that a final dividend @ Rs.2/- per equity share of Rs.10/- each, absorbing in aggregate Rs.1,61,60,390/- (Rupees One Crore Sixty One Lacs Sixty Thousand Three Hundred and Ninety Only), be and is hereby declared out of the profits of the Company for the year ended 31<sup>st</sup> March, 2015 and that the same be paid to those shareholders whose names appear in the Register of Members of the Company as on the date of the 14<sup>th</sup> Annual General Meeting of the Company.”

3. To note that all positions of directors whose period of office is liable to determination by retirement of Directors by rotation, are vacant. As such, no director retires by rotation at this 14<sup>th</sup> Annual General Meeting.

4. To appoint Auditors of the Company and 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 Section 139(1) and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, as amended from time to time, P.V.Page & Co., Chartered Accountants (Firm Registration No. 107243W) be and are hereby re-appointed as Auditors of the Company to hold office till the conclusion of the 18<sup>th</sup> Annual General Meeting (AGM) of the Company to be held in the year 2019 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax and out-of-pocket expenses that may be incurred in the course of the audit of the Accounts of the Company, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

**NOTES :**

(a) A member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and to vote on a poll instead of himself. A proxy need not be a member of the Company. A blank form of proxy is attached herewith and if intended to be used, it should be returned duly completed at the registered office of the company not less than FORTY-EIGHT HOURS before the scheduled time of the commencement of the 14<sup>th</sup> AGM.

(b) Corporate members intending to send their authorized representatives to attend the AGM are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the AGM and in case of Universities, a Letter of Authority be sent.

(c) As no special business is being conducted hence no explanatory statement pursuant to Section 102 of the Companies Act, 2013, is required to be annexed.

(d) The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, the 15<sup>th</sup> day of September, 2015 to Wednesday, the 23<sup>rd</sup> day of September, 2015 (both days inclusive).

(e) If the Final Dividend as recommended by the Board of Directors is approved at the AGM, payment of such dividend will be made to all Members in respect of shares held after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Monday, September 14, 2015.

(f) A blank form of attendance slip is attached herewith. The Members/proxies should bring duly filled in and signed attendance slip for attending the meeting.

(g) Pursuant to provisions of Section 124 and other applicable provisions, if any, of the Companies Act, 2013, all unclaimed/unpaid dividend, application money remaining unclaimed/unpaid for a period of seven years from the date they became due for payment, have been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. No claim shall lie against the IEPF or the Company for the amounts so transferred prior to March 31, 2015, nor shall any payment be made in respect of such claim.

(h) Pursuant to Investor Education and Protection Fund (Uploading of Information regarding unpaid and unclaimed amounts lying with the Companies) Rules, 2012, the Company has provided the required details of unpaid and unclaimed amounts of Dividend lying with the Company till March 31, 2014, on its website and has provided the same to the Ministry of Corporate Affairs' (MCA) website in the relevant form.

(i) The Register of Directors' Shareholding will be available for inspection at the meeting.

(j) Members, who have yet not availed the facility of payment of dividend through Electronic Clearing Service (ECS), and if they wish to avail the same, are requested to furnish their Bank Account details in the enclosed format. Also, members are requested to fill and forward the enclosed 'Application to register e-mail address and other details'.

By Order of the Board of Directors  
**For Maharashtra Knowledge Corporation Ltd.**

**Vivek Sawant**  
**Managing Director & CEO**  
**DIN 00002285**

Navi Mumbai, August 05, 2015  
Corporate Identification Number (CIN) U80302PN2001 PLC135348

**Registered office:**

ICC Trade Tower, 'A' Wing, 5<sup>th</sup> Floor, Senapati Bapat Road,  
Shivajinagar, Pune 411 016.INDIA.  
Tel: 91 20 4011 4500 Fax : 91 20 2563 0302  
E-mail :komalc@mkcl.org, Website: www.mkcl.org

**ATTENDANCE SLIP**

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING HALL

I \_\_\_\_\_ certify that I am a registered shareholder/proxy for the registered shareholder of the Company. I hereby record my presence at the 14<sup>th</sup> Annual General Meeting of the Company at the Registered Office of the Company at **ICC Trade Tower, `A' Wing, 5<sup>th</sup> Floor, Senapati Bapat Road, Shivajinagar, Pune 411 016. INDIA, on Wednesday, the 23<sup>rd</sup> day of September, 2015 at 11.00 a.m.**

Ledger Folio No. \_\_\_\_\_

No. of Shares \_\_\_\_\_

Signature \_\_\_\_\_

**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]*

**CIN:** U80302PN2001PLC135348

**Name of the company:** Maharashtra Knowledge Corporation Limited (MKCL)

**Registered office:** ICC Trade Tower, 'A' Wing, 5<sup>th</sup> Floor, Senapati Bapat Road, Shivajinagar, Pune 411016.

Name of the member (s) :
Registered address :
E-mail Id:
Folio No. :

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

1. Name :  
Address :  
E-mail Id :  
Signature : \_\_\_\_\_, or failing him

2. Name :  
Address:  
E-mail Id :  
Signature: \_\_\_\_\_, or failing him

3. Name :  
Address:  
E-mail Id:  
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 14<sup>th</sup> Annual General Meeting/ ~~Extraordinary general meeting~~ of the company, to be held on the 23<sup>rd</sup> day of September, 2015 at 11 a.m. / ~~p.m.~~ at the Registered Office of the Company at ICC Trade Tower, 'A' Wing, 5<sup>th</sup> Floor, Senapati Bapat Road, Shivajinagar, Pune 411 016. INDIA and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.  
1. ....  
2. ....  
3. ....



Signed this     day of September, 2015.

Signature of shareholder:

Signature of Proxy holder(s):

**Note: 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.**

**ELECTRONIC CLEARING SERVICE (ECS) FORM**

To,  
**Ms. Komal Chaubal**  
**Company Secretary & Head – Legal Affairs**  
**Maharashtra Knowledge Corporation Limited**  
**ICC Trade Tower, 'A' Wing, 5<sup>th</sup> Floor,**  
**Senapati Bapat Road, Pune-411016 .**

Registered Folio No.: \_\_\_\_\_

I hereby give my mandate to credit my Dividend on the shares held by me with respect to aforesaid folio number direct to my bank account through Electronic Clearing Service (ECS). The details of the bank account are given below.

**Particulars of Bank Account :**

- a) Bank Name : \_\_\_\_\_
  
- b) Branch Name: \_\_\_\_\_  
Branch Address : \_\_\_\_\_
  
- c) IFSC Code: \_\_\_\_\_
  
- d) Account type (Savings/Current) : \_\_\_\_\_
  
- e) Account No. as appearing on the cheque book : \_\_\_\_\_

\_\_\_\_\_  
**Signature of the sole/first holder**  
(as per the specimen registered with the Company)

Name: \_\_\_\_\_

Address (if required to be updated): \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

To,  
Ms. Komal Chaubal, Company Secretary & Head – Legal Affairs  
Maharashtra Knowledge Corporation Limited  
ICC Trade Tower, 'A' Wing, 5<sup>th</sup> Floor, Senapati Bapat Road, Pune-411016 .

**Subject: Application to register e-mail address and other details.**

**Registered Folio No.:**

Dear Ma'am,

As a part of "Green Initiative in the Corporate Governance", by the Ministry of Corporate Affairs; I/we hereby give / do not give (\*Strike out whichever not applicable) my/our approval to receive the documents viz. Notice of General Meetings, Annual Report and other communications as a member/s of Maharashtra Knowledge Corporation Limited (MKCL), through e-mail.

I/We request you to note our latest e-mail address, \_\_\_\_\_, on which you can forward such documents through e-mail.

Further, I/ We also confirm the following details for Company records-

**Name of the member:**

**Name of joint holders, if any:**

**Name and address of nominee, if any:**

**Address/ Registered address (in case of body corporate):**

**CIN/ Registration No.:**

**Unique Identification No (Adhaar Card No.):**

**Father's/ Mother's/ Spouse's name:**

**Status (Individual/Company/ University):**

**Occupation:**

**PAN:**

**Nationality:**

Thanking you,

Yours faithfully,

\_\_\_\_\_  
**Signature of 1<sup>st</sup> shareholder  
Name :**

\_\_\_\_\_  
**Signature of 2<sup>nd</sup> shareholder  
Name:**

\_\_\_\_\_  
**Signature of 3<sup>rd</sup> shareholder  
Name:**

Date :