



**L&T IDPL**

**L&T Interstate Road, Corridor Limited**  
(A subsidiary of L&T IDPL)  
Toll Plaza Complex, NH-14,  
Near Khemana Patia, Post - Palanpur,  
Dist - Banaskantha - 385 001, India  
Tel : +91 2742 284051 - 52 Fax : +91 2742 284053

## **NOTICE**

Notice is hereby given that an **EXTRAORDINARY GENERAL MEETING** of the Members of **L&T INTERSTATE ROAD CORRIDOR LIMITED** will be held on Monday, February 15, 2021 at 11.00 a.m. at the Registered Office of the Company located at Mount Poonamallee Road, Manapakkam, Chennai – 600089 to discuss the following special businesses:

- 1. To consider and approve the appointment and remuneration payable to Mr. Bhaskar Rangnath Matsagar as Manager**

*To consider and if thought fit, to pass with or without modification, the following resolution as an **ORDINARY RESOLUTION**:*

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 of the Companies Act, 2013 (Act) read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof for the time being in force, subject to such other approvals and consents as may be necessary and as recommended by the Nomination and Remuneration Committee and as approved by the Board of Directors, Mr. Bhaskar Rangnath Matsagar be and is hereby appointed as Manager of the Company for a period of 3 years with effect from January 08, 2021 on such salary, perquisites, and allowances and on such conditions as mentioned below, subject to Part II, Section I of Schedule V of the Act or any statutory modifications or reenactments thereof as may be agreed to by the Board of Directors or any committee thereof:-

- Salary, perquisites and any other allowances will be as per the HR policy of L&T Infrastructure Development Projects Limited, Holding Company and not exceeding the limit as specified in the Schedule V of the Companies Act 2013.

Explanation:

- 1) For the purpose of calculating the above ceiling, perquisites shall be evaluated as per Income tax Rules, 1962, wherever applicable. In the absence of any such Rules, perquisites shall be evaluated at actual cost.
- 2) Company's Contribution to Provident Fund, Superannuation Fund or Annuity Fund will not be included in the computation of perquisites to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.
- 3) Gratuity payable as per rules of the Company and encashment of leave, at the end of the tenure, as per Company's policy shall not be included in the computation of perquisites aforesaid.

**RESOLVED FURTHER THAT** notwithstanding anything specified herein above, where in any financial year, during the tenure of the Manager the Company has no profits or its profits are inadequate, it may pay him remuneration by way of salary, perquisites and allowances not exceeding the limits specified in Part II, Section II and Section IV of Schedule V of the Act as minimum remuneration subject to and in accordance with the permission, consent, approval of the Authorities as prescribed therein.

**RESOLVED FURTHER THAT** any one of the Directors of the Company be and is hereby severally authorized to sign forms, papers and documents as may be necessary to give effect to the above resolution."

By the order of the Board

**For L&T Interstate Road Corridor Limited**



**P.S Kapoor  
Company Secretary**

**Date : January 18, 2021  
Place: Chennai**

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**Notes:**

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business under item no.1 set out above is annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy or where that is allowed, one or more proxies, to attend and vote instead of himself and that a proxy need not be a member.
3. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, 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, may appoint a single person as proxy, who shall not act as a proxy for any other member.
4. Proxy form should be submitted to the Company at least 48 hours before the commencement of the meeting.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.

## **EXPLANATORY STATEMENT**

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the special business:

### **Item No.1**

#### **To consider and approve the appointment and remuneration payable to Mr. Bhaskar Rangnath Matsagar as Manager of the Company**

The Members are informed that pursuant to Section 196, 197, 203 of the Act, and Rule 8 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, Mr. Bhaskar Rangnath Matsagar has been appointed as Manager for a term of 3 years.

As recommended by the Nomination & Remuneration Committee the Board of Directors at their meeting held on January 08, 2021 had approved the appointment of Mr. Bhaskar Rangnath Matsagar for a term of 3 years with effect from January 08, 2021 to January 07, 2024 which is subject to the approval of members.

Accordingly, the Board of Directors recommend to the members by way of Special Resolution the appointment of Mr. Bhaskar Rangnath Matsagar for a term of 3 years with effect from January 08, 2021 to January 07, 2024 on such remuneration paid/payable and the yearly increments, as per the HR policy of the Holding Company and subject to the limits specified in Schedule V of the Act. Disclosures as required under aforementioned provisions are provided below”

#### **Brief Information about the appointee:**

Mr. Bhaskar Rangnath Matsagar has done Diploma in Civil Engineering from BTE Mumbai and has 26 years of experience. The job pertains to managing the operations and maintenance functions and taking care of the day to day affairs of the Company. With his vast experience and qualification, Mr. Bhaskar Rangnath Matsagar fits to the post of Manager.

The proposed remuneration payable to Mr. Bhaskar Rangnath Matsagar shall be as per the HR policy of the Holding Company subject to the limit specified in Schedule V of the Act.

There are no pecuniary relationships between Mr. Bhaskar Rangnath Matsagar directly or indirectly with the Company or with managerial personnel of the Company.

None of the Directors or the Key Managerial Personnel of the Company except Mr. Bhaskar Rangnath Matsagar or their relatives are in any way concerned or interested in the said resolutions.

Mr. Bhaskar Rangnath Matsagar does not have any directorships, chairmanships, memberships and shareholdings in other companies. He is not directly or indirectly related with any of the directors of the Company.

By the order of the Board

**For L&T Interstate Road Corridor Limited**



**P.S Kapoor  
Company Secretary**

**Date : January 18, 2021  
Place: Chennai**

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**ATTENDANCE SLIP**  
**L&T INTERSTATE ROAD CORRIDOR LIMITED**  
**CIN: U45203TN2006PLC058735**

**Regd. Office: P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai – 600089.**

Extraordinary General Meeting, held on Monday, February 15, 2021 at 11.a.m

**Reg. Folio No.** \_\_\_\_\_

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

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.

I hereby record my presence at the Extraordinary General Meeting of the Company, held on Monday, February 15, 2021 at 11.a.m at the Registered Office of the Company at P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai - 600089.

\_\_\_\_\_  
Name of the member

\_\_\_\_\_  
Signature of Member

\_\_\_\_\_  
Name of the Proxy (In block letters)

\_\_\_\_\_  
Signature of Proxy

**Note: Please fill the Attendance slip and hand it over at the Entrance of the Meeting Hall.**

**PROXY FORM**

**Form No. MGT-11**

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

**CIN** U45203TN2006PLC058735  
**Name of the Company** L&T INTERSTATE ROAD CORRIDOR LIMITED  
**Regd. Office** P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai - 600089.

Name of the member (s) :  
Registered address :  
E-mail Id:  
Folio No/ Client Id :  
DP ID :

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

1. Name:  
Address:  
E-mail Id:  
Signature: failing him
2. Name:  
Address:  
E-mail Id:  
Signature: failing him
3. Name:  
Address:  
E-mail Id:  
Signature: failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Monday, February 15, 2021 at 11.a.m at the Registered office of the Company at P.O. Box. 979, Mount Poonamallee Road, Manapakkam, Chennai – 600089 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions	For	Against
<b>Special Business</b>			
1	To consider and approve the appointment and remuneration payable to Mr. Bhaskar Rangnath Matsagar as Manager		

Signed this date \_\_\_ of \_\_\_ 2021 \_\_\_\_\_

Signature of Shareholder

Signature of Proxy holder(s)

Affix  
Revenue  
Stamp

**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.**

**Route map to the EGM venue of L&T Interstate Road Corridor Limited**

