

Madhav Marbles & Granites Limited

CIN: L14101RJ1989PLC004903

Regd. Office: First Floor, "Mumal Towers", 16, Saheli Marg, Udaipur-313001

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October 01, 2019

To Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400001 To Listing Department National Stock Exchange of India Ltd. Bandra Kurla Complex Bandra East Mumbai-400051

Sub: Proceedings of 30th Annual General Meeting and Outcome

Ref: Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015("LODR Regulations, 2015)

Dear Sir,

We wish to bring to your kind notice that the 30th Annual General Meeting (AGM) of the Company was held on Monday, September 30, 2019 at 04:30 p.m. at Hotel Rajdarshan, Udaipur- 313001 and business mentioned in the Notice dated August 10, 2019 convening the said AGM was transacted.

In this regard, please find enclosed the following;

Annexure I: Proceedings of the AGM pursuant to Part A of Schedule III under Regulation 30 of the LODR Regulations

Annexure II: Voting results of AGM pursuant to Regulation 44 of the LODR Regulations

Annexure III: Consolidated Scrutinizer Report

This is for information and record

Thanking you,

Sincerely,

For Macharbles and Granites Limited

Company Berretary

Madhav Marbles and Granites Limited CIN: L14101RJ1989PLC004903

ANNEXURE I

BRIEF PROCEEDINGS OF THE 30^{th} ANNUAL GENERAL MEETING OF THE COMPANY

The 30th Annual General Meeting (AGM) of the Company was held on Monday, September 30, 2019 at 04.30 p.m. at Hotel Rajdarshan, Udaipur - 313001.

Mr. Ravi Kumar Krishnamurthi, Chairman of the Board presided over the meeting. After ascertaining from the Company Secretary that the requisite quorum was present, the Chairman called the meeting to order and commenced the proceedings of the meeting.

The Chairman welcomed all his colleagues on the Board and shareholders of the Company. Leave of absence was granted to Mr. Madhav Doshi, CEO and Managing Director of the Company. The statutory Auditors and Secretarial Auditor were also present at the meeting.

With the permission of the members present, Chairman took the Notice of the 30th Annual General Meeting, the Audited Standalone and Consolidated Financial Statements of the Company along with the director's report for the financial year ended March 31, 2019 as read.

The Chairman further informed that the Statutory Auditor's Report on the Standalone and Consolidated Financial Statements and the Secretarial Auditor's Report for the financial year ended March 31, 2019 does not contain any qualification, observations and other remarks.

The Chairman then addressed the members and gave an overview of the Company's performance during the financial year 2018-19 and future prospects.

Thereafter, the Chairman apprised the Members that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Members of the Company who holds shares as on September 23, 2019 to cast their votes electronically in respect of the business to be transacted at the 30th AGM. The remote e-voting commenced on September 27, 2019 at 09.00 A.M. and ended on September 29, 2019 at 5.00 P.M. The members were also informed that the facility for voting through Ballot papers was also made available at the AGM Venue for the members who had not casted their vote through remote e-voting.

For Madhav Marbles & Granites Ltd.

(Priyanka Manawat) Company Secretary ARBI

Madhav Marbles and Granites Limited CIN: L14101RJ1989PLC004903

Mr. Ronak Jhuthawat, Practicing Company Secretary has been appointed as the Scrutinizer for the orderly conduction of voting process (both remote e-voting and Ballot voting) for the resolutions mentioned in the 30th AGM notice.

Thereafter, the following items as set out in the notice convening the 30th AGM of the members of the Company were proposed and seconded by the Members:

- 1) To receive, consider and adopt:
 - (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon; and
 - (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with the report of Auditors thereon.
- 2) Declaration of Dividend on Equity Shares for the year 2018-2019
- 3) Re-appointment of Mr. Madhav Doshi (DIN: 07815416) Director who retires by rotation and being eligible offers himself for re-appointment
- 4) Appointment of Mr. Ravi Kumar Krishnamurthi (DIN: 00464622) as an Independent Director
- 5) Appointment of Ms. Swati Yadav (DIN: 06572438) as an Independent Director
- 6) To approve continuation of payment of remuneration to Executive Directors who are Promoters/members of the promoter group in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018
- 7) To seek approval of Shareholders, pursuant to applicable provisions of the Companies Act, 2013 and/or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for authorizing the Board to enter into related party transaction by giving loans to; and/or making investments in; and/or providing security / guarantee to secure obligations of, present and/or future Subsidiary and/or Associate of the Company upto an aggregate financial limit of Rs. 100 Crores

Pror Madhav Marbles & Granites, Ltd.

Programa (Priyanka Manawat)

Madhav Marbles and Granites Limited CIN: L14101RJ1989PLC004903

The Chairman provided opportunity to the Members of the Company who were entitled to vote to seek clarifications, if any, on the items of the business as mentioned in the Notice of the 30th AGM. None of the members sought any clarifications.

The Chairman then thanked all the members for their presence at the AGM and for their support.

Thereafter, the members casted their votes on the Ballot Papers and deposited the same in the ballot boxes placed at the meeting hall.

The Chairman then thanked the members present and declared the meeting as closed. The meeting concluded at 06:30 p.m.

The details of the voting results (remote e-voting and ballot voting) on all the resolutions as set out in the Notice of AGM are enclosed.

For Madhav Marbles & Granites Ltd.

(Priyanká Manawat) Company Secretary

ANNEXURE II

(Priyahka Mafawat) Company Secretery

	e-voting Passed with Paper at Requisite Majority	ng Passed with ser at Requisite Majority	ng Passed with ser at Requisite Majority	ing Passed with ser at Requisite Majority	ing Passed with per at Requisite Majority	le e-voting Passed with allot Paper at Requisite IM Majority Maples & Granites Lia.	Corventa Manawal
	Remote e-voting and Ballot Paper at the AGM	Remote e-voting and Ballot Paper at the AGM	Remote e-voting and Ballot Paper at the AGM	Remote e-voting and Ballot Paper at the AGM	Remote e-voting and Ballot Paper at the AGM	Remote e-voting and Ballot Paper at the AGM	
	Ordinary	Ordinary	Special	Special	Special	Special	
March 31, 2019 together with the report of Auditors thereon.	Declaration of Dividend on Equity Shares for the year 2018-2019	Re-appointment of Mr. Madhav Doshi (DIN: 07815416) Director who retires by rotation and being eligible offers himself for re-appointment	Appointment of Mr. Ravi Kumar Krishnamurthi (DIN:00464622) as an Independent Director	Appointment of Ms. Swati Yadav (DIN: 06572438) as an Independent Director	To approve continuation of payment of remuneration to Executive Directors who are Promoters/members of the promoter group in excess of threshold limits as per SEBI (LODR) (Amendment) Regulations, 2018	To seek approval of Shareholders, pursuant to applicable provisions of the Companies Act, 2013 and/or Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for authorizing the Board to enter into related party transaction by giving loans to; and/or making investments in; and/or providing security / guarantee to secure obligations of, present and/or future Subsidiary and/or Associate of the Company	upto an aggregate financial limit of Ks. 100 Crores
e de la composition della comp							

			Res	Resolution (1)				
	Resolu	Resolution required: (Ordinary /	linary / Special)			Ordinary		
	Whether promoter/promoter group are interested in the	omoter group are ir	nterested in the	TO AND THE PROPERTY OF THE PRO		No		
	ď	agenua/1 es Description of resolutíon co	solution considered	TO RECEIVE, CONS FOR THE YEAR ENI	IDER AND ADOPT 9 DED MARCH 31, 20	STANDALONE AND 119 TOGETHER WIT AND AUDITORS.	TO RECEIVE, CONSIDER AND ADOPT STANDALONE AND CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2019 TOGETHER WITH REPORT OF BOARD OF DIRECTORS AND AUDITORS.	VANCIAL RESULTS OF DIRECTORS
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes	% of Votes % of Votes polled
		(1)	(2)	(3)=[(2)/(1)]*10	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0
	E-Voting		2476913	70.2795	2476913	0	100:0000	00000'0
Promoter and	Boll	3524376	880699	18.9846	880699	0	100:0000	0.000
Promoter Group	Postal Ballot (if applicable)		•					
	Total	3524376	3146001	89.2641	3146001	0	100,0000	0.0000
	E-Voting		0	0.0000	0	0	0	0
Public-	Poll	360425	0	0.0000	0	0		0
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0		
	Total	360425	0	00000	0	0	0.0000	0.0000
	E-Voting		33058	0.6530	33058	0	100.0000	0.000
old vilding	Poll	5062199	51847	1.0242	51847	0	100,000	0.0000
Institutions	Postal Ballot (if applicable)		·			·	Artesia.	
	Total	5062199	84905	1.6772	84905	0	100:000	0.0000
	Total	8947000	3230906	36.1116	3230906	0	100,000	0,000
	7		30 30		Whether resoluti	Whether resolution is Pass or Not.	ov Newhor P. Gra	Yes

For Machay Marbles & Grantey Colombia. Polyanka Manawat Company Secretary

			Res	Resolution (2)				
	Resolut	Resolution required: (Ordinary /	dinary / Special)			Ordinary	The second section of the second section secti	6.00
•	Whether promoter/promoter group are interested in the agenda/resolution?	moter group are i age	re interested in the agenda/resolution?			No		
	De	Description of resolution considered	ıtion considered	DECLAF	ATION OF DIVIDER	ID ON EQUITY SHA	DECLARATION OF DIVIDEND ON EQUITY SHARES FOR MARCH 31, 2019	, 2019
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		((2)	(3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0
	E-Voting		2476913	70.2795	2476913	0	100:000	0.0000
Promoter and	Poll	3524376	880699	18.9846	880699	0	100.0000	0.0000
Promoter	Postal Ballot (if							
<u> </u>	Total	3524376	3146001	89.2641	3146001	O STATE OF THE PROPERTY OF THE	100,000	0.0000
	E-Voting		0	0,000		0	0	O
- Public	Poll	360425	0	0.0000	0		0	
Institutions	Postal Ballot (if applicable)		0	0.000	0	0	O Seeman	0
	Total	360425	0	0.0000	0		0.0000	0,0000
	E-Voting		33058	0.6530	33058	, ,	100.000	0.0000
o.ihi.o	Poll	5062199	51847	1.0242	51847	0	100.000	00:00:0
Institutions	Postal Ballot (if applicable)							
	Total	5062199	84905	1.6772	84905	0	100.000	0,000
	Total	8947000	3230906	36,1116	3230906	0	1000000	0.0000
					Whether resoluti	Whether resolution is Pass or Not.		Yes
						verball 201	Marnia A . Salar	41

Company Secretary

			Res	Resolution (3)				
	Resolu	Resolution required: (Ordinary /	inary / Special)			Ordinary		
	Whether promoter/promoter group are interested in the	omoter group are in	ire interested in the			Yes		
	De	Description of resolution considered	tion considered	Re-appointmer by rotat	it of Mr. Madha	v Doshi (DIN: (igible offers hin	Re-appointment of Mr. Madhav Doshi (DIN: 07815416) Director who retires by rotation and being eligible offers himself for re-appointment	or who retires ntment
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
	a.i.	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	E-Voting		0	0.0000	0	0	0	0
Promoter and Promoter	Poll Postal Ballot (if	3524376	0	000000	0		0	0
Group	applicable)	3524376	0	0.000.0	0	0	0000'0	0.0000
	Folding		0	000000	0	0	0	0
:		360425	0	0.0000	0	0	On the second se	0
Public- Institutions	Postal Ballot (if		0	0.0000	0	0	O TOTAL CONTROL OF THE PROPERTY OF THE PROPERT	O CONTROL CONT
	Total	360425	0	0.0000	O		00000	0.0000
	E-Voting		33058	0.6530	32940	118	99.6431	0.3569
: :	Poll	5062199	51847	1.0242	51847		100.000	0.0000
Public- Non Institutions	Postal Ballot (if							2000 2000 2000 2000 2000 2000 2000 200
	Total:	5062199	84905	1.6772	84787	118	99.8610	0.1390
	Total	8947000	84905	0.9490	84787	118	99.8610	0:1390
					Whether resolut	Whether resolution is Pass or Not.		Yes
						For Madhay Mark	and a service of the	# 1 m

r or Madhav Marbles & Granites Lie.

(Priyanta Manawat) Company Secretary

			Res	Resolution (4)				
	Resolu	Resolution required: (Ordinary /	dinary / Special)			Special		
	Whether promoter/promoter group are interested in the agenda/resolution?	omoter group are i age	ire interested in the agenda/resolution?			No		
44	ŏ	Description of resolution considered	ıtión considered	Appointment of Mr. Independent Director	f Mr. Ravi Kumar ector	ımar Krishnamurthi	aurthi (DIN: 00464622)	464622) as an
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	N O O O O O O O O O O O O O O O O O O O	The second secon	% of votes in polled works in polled	Baint State Commence of the Co
		(7)	(2)	(3)=[(2)/(1)]*10 0	4	9	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0
	E-Voting		2476913	70.2795	2476913	0	100.0000	0.0000
Promoter and Promoter Group	Poll Postal Ballot (if applicable)	3524376		18.9846	880699	0	100.0000	0.0000
	Total	3524376	3146001	89.2641	3146001	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0		0
Public-	Poll	360425	0	0.0000			0	0
Institutions	Postal Ballot (II applicable)		0	0.0000	0	0		
	Total	360425	0	0,0000	0		0.0000	0.000
	E-Voting		33058	0.6530	32940	118	99.6431	0.3569
Public- Non	Poll	5062199	51847	1.0242	51847	0	100.0000	0.000
Institutions	Postal Ballot (if applicable)	·			,		Hillians San	The property of the property o
	Total	5062199	84905	1.6772	84787	118	99.8610	0.1390
	Total	8947000	3230906	36.1116	3230788	118	8966.86	0.0037
					Whether resolution is Pass or Not.	on is Pass or Not.		Yes

roi Madhay Marties & Srantes, Ltu.

(Priyanta Manavat) Company Secretary

			Res	Resolution (5)				
	Resolu	Resolution required: (Ordinary /	dinary / Special)			Special		
	Whether promoter/promoter group are interested in the agenda/resolution?	omoter group are i age	ire interested in the agenda/resolution?			No		
	ă	Description of resolution considered	ition considered	Appointment of	Ms. Swati Yade	tv (DIN: 065724	Appointment of Ms. Swati Yadav (DIN: 06572438) as an Independent Director	endent Director
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on: outstanding shares	No. of votes – in favour	S S S S S S S S S S S S S S S S S S S	% of votes in	% of Votes Policy of Control of
		æ	(2)	(3)=[(2)/(1)]*10 0	(4)	Ś	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10
The state of the s	E-Voting		2476913	70,2795	2476913	0	100.0000	0.0000
Promoter and	Poll	3524376	880699	18.9846	880699	0	100.0000	0.0000
Promoter Group	Postal Ballot (if applicable)		•					
,	Total	3524376	3146001	89.2641	3146001	0	100.0000	0.0000
	E-Voting		0	000000	0	0	The Control of the Co	0
	Poll	360425	0	0.000	0	0	O CONTROL OF THE CONT	0
Institutions	Postal Ballot (if applicable)		0	0000'0	0	0	O TOTAL STATE OF THE STATE OF T	
	Total	360425	0	0.0000	0	0	0.0000	0.000
	E-Voting		33028	0.6530	32940	118	99.6431	0.3569
Public- Non	Poll	5062199	51847	1.0242	51847	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)							
	Total	5062199	84905	1.6772	84787	118	99.8610	0,1390
	Total	8947000	3230906	36,1116	3230788	118	99,9963	0,0037
					Whether resolution is Pass or Not.	on is Pass or Not.		Yes
					12	or Madhay Marbie	For Madhay Marbles & Granites Inc.	

For Madhay Marbles & Granifes Ltd.

(Priyanka Manawat) Company Secretary

	And the second s		Res	Resolution (6)				
	Resolu	Resolution required: (Ordinary /	dinary / Special)			Special		
	Whether promoter/promoter group are interested in the agenda/resolution?	omoter group are i	ire interested in the agenda/resolution?			Yes		
				To approve cor	pprove continuation of pa	ayment of remun	eration to	Executive Directors
	š	Description of resolution collisidered	na janisino ini	limits as per SEBI (LODR)	BI (LODR) (An	(Amendment) Regulations,	201	
		No. of shares	No. of votes	% of Votes polled on	No. of votes –	No. of votes –	% of votes in	% of Votes
Category	Mode of voting	held	polled	outstanding	in favour	against	ravour on votes	against on votes
				shares				
		3	(2)	(3)=[(2)/(1)]*100	(4)	(2)	(6)=[(4)/(2)]*100	(7)=[(5)/(5)]*100
	E-Voting		0	0.0000	0	0	0	0
Promoter and	Poll	3524376	0	0.0000	0	0	0	
Promoter	Postal Ballot (if			00000				
<u>.</u> 3 0	applicable)		0	000000				00000
	Total	35243/6	0	0,000	-	-	0.000	0.0000
	E-Voting		0	0.000	0	0		0
Public-	Poll	360425	0	0.0000	0	0		
Institutions	Postal Ballot (if			OVOCO O			Althory This control of the control	The state of the s
	applicable)	360425		000000				O AMERICAN
	E-Voting		33058	0.6530	32840	218	99.3406	0,6594
Diblic. Non	Poll	5062199	51847	1.0242	51847		100.000	0.0000
Institutions	Postal Ballot (if applicable)							Ammi
	Total	5062199	84905	1.6772	84687	218	99,7432	0.2568
	Total	8947000	84905	0.9490	84687	218	99,743.2	0.2568
			A.		Whether resoluti	Whether resolution is Pass or Not.		Yes
			1		I	or Madhay Marbie	For Madhay Marbles & Grantings Ltd.	

Priyanka Manawat) Company Secretary