



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

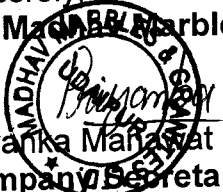
Annexure II: Voting results of AGM pursuant to Regulation 44 of the LODR Regulations

Annexure III: Consolidated Scrutinizer Report

This is for information and record

Thanking you,

Sincerely,
For Madhav Marbles and Granites Limited


Priyanka Mahapatra
Company Secretary

ANNEXURE I

BRIEF PROCEEDINGS OF THE 30th 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
(Priyanka Manawat)
Company Secretary



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

For Madhav Marbles & Granites, Ltd.

Priyanka
(Priyanka Manawat)
Company Secretary



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.

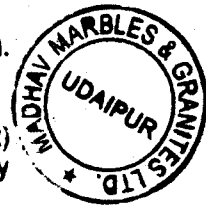
Thereafter, the members casted their votes on the Ballot Papers and deposited the same in the ballot boxes placed at the meeting hall.

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.

Priyanka
(Priyanka Manawat)
Company Secretary



ANNEXURE II

Details of Proceedings of Thirtieth Annual General Meeting				
Date of AGM	Monday, September 30, 2019			
Total number of shareholders on record date i.e. September 23, 2019	8244			
No. of shareholders present in the meeting either in person or through proxy:				
Promoters and Promoter Group:	2			
Public:	45			
No. of Shareholders attended the meeting through Video Conferencing:	Not Applicable			
Promoters and Promoter Group:				
Public:				
Summary of Voting on Resolutions:				
Sr. No.	Business	Resolution required Ordinary/Special	Mode of Voting	Remarks
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	Ordinary	Remote e-voting and Ballot Paper at the AGM	Passed with Requisite Majority

For Madhav Marbles & Granites Ltd.

Priyanka Mafawat

(Priyanka Mafawat)
Company Secretary

Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

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.

Description of resolution considered

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
		(1)	(2)	(3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0
Promoter and Promoter Group	E-Voting		2476913	70.2795	2476913	0	100.0000	0.0000
	Poll	3524376	669088	18.9846	669088	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	3524376	3146001	89.2641	3146001	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	360425	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	360425	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		33058	0.6530	33058	0	100.0000	0.0000
	Poll	5062199	51847	1.0242	51847	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	5062199	84905	1.6772	84905	0	100.0000	0.0000
	Total	8947000	3230906	36.1116	3230906	0	100.0000	0.0000

Whether resolution is Pass or Not.

Yes

For Madhav Marbles & Granite, Ltd.

Bhishambh

(Priyanka Manawat)
Company Secretary

Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

DECLARATION OF DIVIDEND ON EQUITY SHARES FOR MARCH 31, 2019

Description of resolution considered

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*10 0	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*10 0	% of Votes against on votes polled (7)=[(5)/(2)]*10 0
Promoter and Promoter Group	E-Voting	(1)	(2)	70.2795	2476913	0	100.0000	0.0000
	Poll	3524376	669088	18.9846	669088	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	3524376	3146001	89.2641	3146001	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	360425	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	360425	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		33058	0.6530	33058	0	100.0000	0.0000
	Poll	5062199	51847	1.0242	51847	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	5062199	84905	1.6772	84905	0	100.0000	0.0000
		Total	3230906	36.1116	3230906	0	100.0000	0.0000
Whether resolution is Pass or Not.								Yes

FOR Madhav Marbles & Graniets Ltd.

Priyanka Manawati

(Priyanka Manawati)
Company Secretary

Resolution (3)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Re-appointment of Mr. Madhav Doshi (DIN: 07815416) Director who retires by rotation and being eligible offers himself for re-appointment

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	3524376	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3524376	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	360425	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	360425	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		33058	0.6530	32940	118	99.6431	0.3569
	Poll	5062199	51847	1.0242	51847	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	5062199	84905	1.6772	84787	118	99.8610	0.1390
	Total	8947000	84905	0.9490	84787	118	99.8610	0.1390
Whether resolution is Pass or Not.								
Yes								

r of Madhav Marble & Granite Ltd.

Pritya Manawat

(Pritya Manawat)
Company Secretary

Resolution (4)									
Resolution required: (Ordinary / Special)									
Special									
Whether promoter/promoter group are interested in the agenda/resolution?									
No									
Appointment of Mr. Ravi Kumar Krishnamurthi (DIN: 00464622) as an Independent Director									
Category	Description of resolution considered	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	
		(1)	(2)	(3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0	
Promoter and Promoter Group	E-Voting		2476913	70.2795	2476913	0	100.0000	0.0000	
	Poll	3524376	669088	18.9846	669088	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	3524376	3146001	89.2641	3146001	0	100.0000	0.0000	
Public-Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	360425	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)								
	Total	360425	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting		33058	0.6530	32940	118	99.6431	0.3569	
	Poll	5062199	51847	1.0242	51847	0	100.0000	0.0000	
	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.									
Yes									

r. G. Madhav Murthy & Associates, LLU.

Prakash
(Priyanka Menwall)
Company Secretary

Resolution (5)

Resolution required: (Ordinary / Special)		Special								
Whether promoter/promoter group are interested in the agenda/resolution?		No								
Appointment of Ms. Swati Yadav (DIN: 06572438) as an Independent Director										
Category	Mode of voting	No. of shares held	Description of resolution considered	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	
		(1)	(2)	(2)	(3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0	
Promoter and Promoter Group	E-Voting		2476913	2476913	70.2795	2476913	0	100.0000	0.0000	
	Poll	3524376	669088	669088	18.9846	669088	0	100.0000	0.0000	
	Postal Ballot (if applicable)									
	Total	3524376	3146001	3146001	89.2641	3146001	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0	0.0000	0	0	0	0	
	Poll	360425	0	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)									
	Total	360425	0	0	0.0000	0	0	0.0000	0.0000	
Public- Non Institutions	E-Voting		33058	33058	0.6530	32940	118	99.6431	0.3569	
	Poll	5062199	51847	51847	1.0242	51847	0	100.0000	0.0000	
	Postal Ballot (if applicable)									
	Total	5062199	84905	84905	1.6772	84787	118	99.8610	0.1390	
Total		8947000	3230906	3230788	36.1116	3230788	118	99.9963	0.0037	
							Whether resolution is Pass or Not.			Yes

For Madhav Marbles & Granites Ltd.

Priyanka Manawat
 (Priyanka Manawat)
 Company Secretary

Resolution (6)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					Yes				
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									
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	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0	0
	Poll	3524376	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	3524376	0	0.0000	0	0	0.0000	0.0000	
Public-Institutions	E-Voting		0	0.0000	0	0	0	0	0
	Poll	360425	0	0.0000	0	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	0
	Total	360425	0	0.0000	0	0	0	0	0
Public- Non Institutions	E-Voting		33058	0.6530	32840	218	99.3406	0.6594	
	Poll	5062199	51847	1.0242	51847	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	5062199	84905	1.6772	84687	218	99.7432	0.2568	
	Total	8947000	84905	0.9490	84687	218	99.7432	0.2568	
					Whether resolution is Pass or Not.				
					Yes				

For Madhav Marbles & Granites Ltd.

Priya Manawat

(Priya Manawat)
Company Secretary