



Date: September 26, 2022

To,
General Manager
Listing Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001

Security Id: MADHAVIPL Scrip Code: 539894

Dear Sirs,

Sub: Voting Results and Scrutinizers Report on 29th Annual General Meeting of the Company held on September 24, 2022

This is to inform you that the Annual General Meeting [AGM] of the Company have held on Saturday, the September 24, 2022 through Video Conference (VC)/ Other Audio Video Means (OAVM).

In this regard, we hereby attached the Following:

- (i) Voting Results of the Business transaction at the AGM, as required under Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I
- (ii) Report of the Scrutinizers dated September 26, 2022 pursuant to the Section 108 of the Companies Act, 2013 and the Rule 21(2) of the Companies (Management and Administration) Rules, 2014, as amended from time to time, as Annexure II.

Kindly take the same on your record and oblige us.

Thanking You.

Yours faithfully,

For, **Madhav Infra Projects Limited**

Gopal Shah
Company Secretary



**Annexure I**

VOTING RESULTS OF ANNUAL GENERAL MEETING OF MADHAV INFRA PROJECTS LIMITED HELD ON SEPTEMBER 24, 2022 AT 11:30 A.M. AT MADHAV HOUSE, NEAR PANCHRATNA BUILDING, SUBHANPURA, VADODARA 390023 THROUGH VIDEO CONFERENCE (VC)/ OTHER AUDIO VIDEO MEANS (OAVM)

1	Date of AGM	Saturday, September 24, 2022
2	Total number of Shareholders on record date	23,396
3	Total number of Shareholders present in meeting either in person or proxy	N.A.
(i)	Promoter and Promoter Group	
(ii)	Public	
4	No. of Shareholders attended through Video Conferencing	45
(i)	Promoter and Promoter Group	08
(ii)	Public	37

- 1) **Resolution No. 1** - Adoption of the audited financial statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2022, together with the reports of Directors and Auditors thereon

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				No				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes - in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	18,60,15,976	18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
Public Institutions	E-Voting							0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0	0	0	100.00	0.00
Public Non - Institutions	E-Voting	8,35,65,584	1,39,12,041	16.65	1,39,11,871	170	99.99	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		1,39,12,041	16.65	1,39,11,871	170	99.99	0.00
Total		26,95,81,560	19,99,28,017	74.16	19,99,27,847	170	99.99	0.00

2) **Resolution No. 2** – Appointment of Director Shri Ashok Khurana (DIN: 00003617) who retires by rotation and, being eligible, offers himself for re-election.

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				Yes				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes – in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	18,60,15,976	18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
Public Institutions	E-Voting							0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0	0	0	100.00	0.00
Public Non - Institutions	E-Voting	8,35,65,584	1,39,10,041	16.65	1,39,09,358	683	99.99	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		1,39,10,041	16.65	1,39,09,358	683	99.99	0.00
Total		26,95,81,560	19,99,26,017	74.16	19,99,25,334	683	99.99	0.00

3) **Resolution No. 3** – Authorisation and Ratification to Advance any Loan or Give Guarantee or to provide Security under section 185 of the Companies Act, 2013

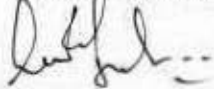
Resolution Required				Special Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				Yes				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes – in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	18,60,15,976	18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
Public Institutions	E-Voting							0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0	0	0	100.00	0.00

Public Non - Institutions	E-Voting	8,35,65,584	1,39,10,041	16.65	1,38,99,116	10,925	99.92	0.08
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		1,39,10,041	16.65	1,38,99,116	10,925	99.92	0.08
Total		26,95,81,560	19,99,26,017	74.16	19,99,15,092	10,925	99.99	0.01

4) Resolution No. 4 – Ratification of Remuneration to Cost Auditors

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				No				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes – in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	18,60,15,976	18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		18,60,15,976	100.00	18,60,15,976	0	100.00	0.00
Public Institutions	E-Voting							0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0		0	100.00	0.00
Public Non - Institutions	E-Voting	8,35,65,584	1,39,10,041	16.65	1,39,09,166	875	99.99	0.01
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		1,39,10,041	16.65	1,39,09,166	875	99.99	0.01
Total		26,95,81,560	19,99,26,017	74.16	19,99,25,142	875	99.99	0.00

For, Madhav Infra Projects Limited



Gopal Shah
Company Secretary





Date: 26/09/2022

SCRUTINIZER'S REPORT

(Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

TO,
THE CHAIRPERSON OF THE MEETING
MADHAV INFRA PROJECTS LIMITED
MADHAV HOUSE NR. PANCHRATNA BUILDING,
SUBHANPURA
VADODARA -390023

Sub: Consolidated Scrutinizer's Report on Remote E-Voting and E-voting During 29th Annual General Meeting of **MADHAV INFRA PROJECTS LIMITED** held through Video Conferencing (VS)/ Other Audio-Visual Means (OAVM) on Saturday, 24th September 2022 at 11:30 A.M.

Dear Sir,

I, Haresh Ramniklal Kapuriya (M. No. A26109, C.P. No. 16749), partner of KH & Associates, Company Secretaries, a firm having its office at 316, Phoenix Complex, Sayajigunj, Vadodara - 390005, have been appointed as a Scrutinizer by the Board of Directors of MADHAV INFRA PROJECTS LIMITED ("the Company) vide board resolution dated 13th August, 2022 for the purpose of scrutinizing the remote e-voting & e-voting process and ascertaining the requisite Majority on the Proposed business contained in the Notice of Annual General Meeting of MADHAV INFRA PROJECTS LIMITED held on 24th September, 2022 at through video conferencing (VS)/ other audio visual means (OAVM) pursuant to the Provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer report based on the reports generated from the e-voting system provided by National Securities Depository Limited.

My report on the scrutiny of the e-voting is as follows:

1. The AGM is held in compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder read with the MCA General circulars dated May 5, 2020, April 8, 2020, and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020. Further as confirmed by the company the Notice of the 29th AGM along with the Annual Report 2021-22 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Registrar and Transfer Agents (RTA).

The Compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder relating to electronic voting (which includes remote e-voting and e-voting conducted during the AGM) on the resolutions proposed in Notice calling the 29th AGM was





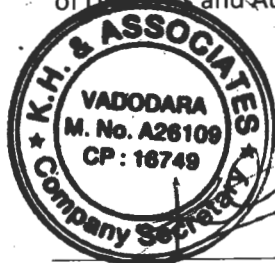
the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner and render Scrutinizer's Report related to electronic voting.

3. The facility for remote e-voting and e-voting during the AGM was provided by National Securities Depository Limited(NSDL).
4. The e-voting period remained open from Wednesday, September 21, 2022, and ends on Friday, September 23, 2022
5. At the 29th AGM of the Company held on Saturday, the 24th day of September 2022 at 11:30 A.M during the AGM announced that the e-voting facility has been provided to facilitate voting for those members who attended the meeting through VC/OAVM but could not participate in the remote e-voting to record their votes on the resolutions to be passed.
6. The shareholders holding shares as on the "cut off" date i.e. 16th September 2022 were entitled to vote on the proposed resolution as set out in the Notice of Annual General Meeting (AGM) of MADHAV INFRA PROJECTS LIMITED
7. After closure of the e-voting facility provided during the AGM, the votes were unblocked in the presence of two witnesses who are not in an employment with the company and a final electronic report was generated by me. The data generated was diligently scrutinized.
8. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>)
9. The results of the remote e-voting together with e-voting conducted during the AGM are as under:

To Consider and if thought fit, to pass, with or without modification, following resolution as an Ordinary Resolution: -

RESOLUTION NO.1: Adoption of Financial Statement:

To receive, consider and adopt the audited financial statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2022, together with the reports of Directors and Auditors thereon.





KH & ASSOCIATES

Practicing Company Secretaries

(i) Voted in favour of the resolution:

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	96	199927847	99.99
E voting During The AGM	00	00	000
Total	96	199927847	99.99

(ii) Voted against the Resolution

Particulars	No. of Members Voted	No. of Votes cast by them	% Of total No. of Valid Votes Cast
Remote e-Voting	03	170	0.00085
E voting During The AGM	00	00	000
Total	03	170	0.00085

(iii) Invalid Votes

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

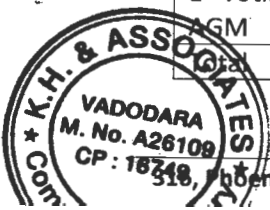
RESOLUTION NO.2: To appoint a Director in place of Shri Ashok Khurana (DIN: 00003617) who retires by rotation and, being eligible, offers himself for re-election:

(i) Voted in favour of the resolution:

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	91	199925334	99.99
E voting During The AGM	00	00	000
Total	91	199925334	99.99

(ii) Voted against the Resolution

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	07	683	0.00034
E voting During The AGM	00	00	000
Total	07	683	0.00034





Invalid Votes Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

RESOLUTION NO.3: Authorisation and Ratification to Advance any Loan or Give Guarantee or to provide Security under section 185 of the Companies Act, 2013 and in this regard to consider and if thought fit, to pass with or without modification (s), as a Special Resolution

(i) Voted in favour of the resolution:

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	90	199915092	99.99
E voting During The AGM	00	00	000
Total	90	199915092	99.99

(ii) Voted against the Resolution

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	08	10925	0.00054
E voting During The AGM	00	00	000
Total	08	10925	0.00054

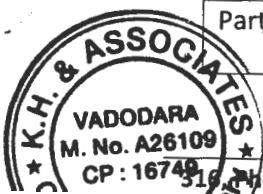
(iii) Invalid Votes

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

RESOLUTION NO.4: Ratification of Remuneration to Cost Auditors and in this regard to consider and if thought fit, to pass with or without modification (s), as a Ordinary Resolution:

(i) Voted in favour of the resolution:

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
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KH & ASSOCIATES
Practicing Company Secretaries

Remote e-Voting	92	199925142	99.99
E voting During The AGM	00	00	000
Total	92	199925142	99.99

(ii) Voted against the Resolution

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	06	875	0.00043
E voting During The AGM	00	00	000
Total	06	875	0.00043

(iii) Invalid Votes

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

The register, all other papers and relevant records relating to remote e-voting and e-voting during the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting the same are handed over to the Company Secretary for safe keeping.

In view of the aforesaid voting details, I hereby state that the Ordinary Resolutions as set out in the AGM notice were passed with requisite majority.

Thanking you

Yours Faithfully,

FOR K H & ASSOCIATES
COMPANY SECRETARIES


WITNESS 1


WITNESS 2

NAME: Asad Vohra

NAME: Viral Trada



VADODARA
M. No. A26109
CP : 16749
KAPURIYA
M. No. ACS26109, CP: 16749
M. No. A026109D001042080
DATE: 26/09/2021
PLACE: VADODARA