



Date: March 12, 2020

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 Extra Ordinary General Meeting of the Company held on March 09, 2020

This is to inform you that the Extra Ordinary General Meeting [EGM] of the Company was held on Monday, the March 09, 2020 at Madhav House, Near Panchratna Building, Subhanpura, Vadodara - 390023.

In this regard, we hereby attached the Following:

- (i) Voting Results of the Business transaction at the EGM, 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 March 11, 2020 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 EXTRA ORDINARY GENERAL MEETING OF MADHAV INFRA PROJECTS LIMITED HELD ON MARCH 09, 2020 AT 10:30 A.M. AT MADHAV HOUSE, NEAR PANCHRATNA BUILDING, SUBHANPURA, VADODARA 390023

1	Date of AGM	Monday, March 09, 2020
2	Total number of Shareholders on record date	545
3	Total number of Shareholders present in meeting either in person or proxy	14
	(i) Promoter and Promoter Group	4
	(ii) Public	10
4	No. of Shareholders attended through Video Conferencing	Nil
	(i) Promoter and Promoter Group	0
	(ii) Public	0

1) Resolution No. 1 - Sub-Division of Equity Shares from the Face Value of Rs.10/- to Face Value of Rs.1/- per share:

Resolution Required				Special 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	4653908	4653908	100.00	4653908	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4653908	100.00	4653908	0	100.00	0
Public Institutions	E-Voting	1119415	1029039	91.93	1029039	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1029039	91.93	1029039	0	100.00	0
Public Non - Institutions	E-Voting	632401	22600	3.57	22600	0	100.00	0
	Poll		304	0.05	304	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		22904	3.62	22904	0	100.00	0
Total		6405724	5705851	89.07	5705851	0	100.00	0

2) Resolution No. 2 - Alteration of the Capital Clause in the Memorandum of Association

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				No				
Category	Mode of	No. of Shares	No. of Votes	% of votes polled on	No. of Votes -	No. of	% of	% of
				polled on	Votes -	votes -	votes in	votes



	Voting	held	polled	outstanding shares	in favor	against	favor on votes polled	against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	4653908	4653908	100.00	4653908	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4653908	100.00	4653908	0	100.00	0
Public Institutions	E-Voting	1119415	1029039	91.93	1029039	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1029039	91.93	1029039	0	100.00	0
Public Non - Institutions	E-Voting	632401	22600	3.57	22600	0	100.00	0
	Poll		304	0.05	304	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		22904	3.62	22904	0	100.00	0
Total		6405724	5705851	89.07	5705851	0	100.00	0

3) Resolution No. 3 – Addition in the main object clause of the Memorandum of Association of the Company

Resolution Required				Special 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	4653908	4653908	100.00	4653908	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4653908	100.00	4653908	0	100.00	0
Public Institutions	E-Voting	1119415	1029039	91.93	1029039	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1029039	91.93	1029039	0	100.00	0
Public Non - Institutions	E-Voting	632401	22600	3.57	22600	0	100.00	0
	Poll		304	0.05	304	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		22904	3.62	22904	0	100.00	0
Total		6405724	5705851	89.07	5705851	0	100.00	0



4) Resolution No. 4 – To re-appoint Shri Mayur Parikh as an Independent Director of the Company

Resolution Required				Special 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	4653908	4653908	100.00	4653908	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4653908	100.00	4653908	0	100.00	0
Public Institutions	E-Voting	1119415	1029039	91.93	1029039	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1029039	91.93	1029039	0	100.00	0
Public Non - Institutions	E-Voting	632401	22600	3.57	22600	0	100.00	0
	Poll		304	0.05	304	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		22904	3.62	22904	0	100.00	0
Total		6405724	5705851	89.07	5705851	0	100.00	0

For, Madhav Infra Projects Limited

Gopal Shah
 Company Secretary





KH & ASSOCIATES

Practicing Company Secretaries

Report of Scrutinizers'

(Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman
MADHAV INFRA PROJECTS LIMITED
Madhav House, Plot No. 04,
Near Panchratna Building,
Subhanpura,
Vadodara-390023

Dear Sir,

Sub: Scrutinizers Report on e-voting conducted in respect of all shareholders' resolutions to be passed at the Extra-Ordinary General Meeting pursuant to provisions of Section 108 and 109 of the Companies Act, 2013 ("the Act") and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 ('the Rules').

1.

- (i) I, Hemant Valand, Partner of M/s. KH & Associates, Practicing Company Secretaries have been appointed as the scrutinizer by the Board of Directors of **MADHAV INFRA PROJECTS LIMITED** to conduct the electronic voting process in respect of all shareholders' resolutions bearing serial no. 1 to 4 to be passed at the Extra-Ordinary General Meeting of the Company to be held on 09th March, 2020 as set out in the Notice dated 14th February, 2020 with statement setting out material facts under Section 102 of the Act sent to the Shareholders in respect of the subject matters of the resolutions as appearing in Resolution No. 1 to 4 of this Report pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 109 of the Act and Rule 21(2) of the Rules
- (ii) The Extra-ordinary general meeting held on Monday, February 09, 20 to conduct the poll under sec-109 and other applicable provisions, if any of the Act read with Rule 21 of the rules, in respect of the resolutions to be passed at EGM of the members of the company, held at Madhav House, Near Panchratna Building, Subhanpura, Vadodara – 390023.



2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the Act and Rules relating to e-voting and poll in respect of the aforesaid resolutions. My responsibility as a scrutinizer for the e-voting process and for poll at EGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at the EGM.

Further to the above, I submit my report as under;

- 1) The e-voting period remained open from 05th March, 2020 at 09:00 a.m. and ended on 08th March, 2020 at 5:00 p.m.
- 2) The members of the Company as on "Cut-off" date i.e. 28th February, 2020 were entitled to the vote on the resolutions as set out in the notice to EGM of the members of the Company.
- 3) The votes cast were unblocked on 11th March, 2020 at around 3:30 p.m. in the presence of 2 witnesses Mr. Gopal Dhundhva and Mr. Paras Patel who are not in employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.



Name: Mr. Gopal Dhundhva



Name: Mr. Paras Patel

- 4) Thereafter, the details containing *inter alia*, list of equity shareholders, who voted "for", "against" and "invalid" each of the resolutions that were put to vote, were generated from e-voting website www.evotingindia.co.in.
- 5) For the Physical Voting through the ballot :
 - a) After the time fixed for closing of the poll by the Chairman, 1 (one) ballot box kept for polling was locked in our presence with due identification marks placed by us.
 - b) The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
 - c) The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 6) The consolidated result of the e-voting and voting through the physical ballot is as under:

Sr. No.	Particulars	Resolution No. 1: Special Resolution : Sub-Division of Equity Shares from the Face Value of Rs 10 to Face Value of Rs 1 per share						
		No of Ballots in poll/Electronic votes			No of Votes			%
		No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	07	26	33	304	5705547	5705851	100
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	07	26	33	304	5705547	5705851	100
4	Ballots in Favour	07	26	33	304	5705547	5705851	100
5	Ballots against	00	00	00	00	00	00	--
	Total valid ballots	07	26	33	304	5705547	5705851	100

Sr. No.	Particulars	Resolution No. 2: Ordinary Resolution -Alteration of the Capital Clause in the Memorandum of Association						
		No of Ballots in poll/Electronic votes			No of Votes			%
		No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	07	26	33	304	5705547	5705851	100
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	07	26	33	304	5705547	5705851	100
4	Ballots in Favour	07	26	33	304	5705547	5705851	100
5	Ballots against	00	00	00	00	00	00	--
	Total valid ballots	07	26	33	304	5705547	5705851	100

Sr. No.	Particulars	Resolution No 3: Special Resolution - Addition in the main object clause of the Memorandum of Association of the Company						
		No of Ballots in poll/Electronic votes			No of Votes			%
		No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	07	26	33	304	5705547	5705851	100
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	07	26	33	304	5705547	5705851	100
4	Ballots in Favour	07	26	33	304	5705547	5705851	100
5	Ballots against	00	00	00	00	00	00	--
	Total valid ballots	07	26	33	304	5705547	5705851	100



Sr. No	Particulars	Resolution No 4 : Special Resolution : To re-appoint Shri Mayur Parikh as an Independent Director of the Company						
		No of Ballots in poll/Electronic votes			No of Votes			%
		No of Ballots in Poll	No. of E-votes	Total	Physical	Electronic	total	
1	Ballot received	07	26	33	304	5705547	5705851	100
2	Less: Invalid ballots	00	00	00	00	00	00	--
3	Valid Ballots	07	26	33	304	5705547	5705851	100
4	Ballots in Favour	07	26	33	304	5705547	5705851	100
5	Ballots against	00	00	00	00	00	00	--
	Total valid ballots	07	26	33	304	5705547	5705851	100

4. I have hand over the related papers / registers and records for the safe custody CS. Gopal Shah Company secretary authorize by the board to supervise for this purpose.
5. You may accordingly declare the result of voting.

Thanking you.

Date : 11th March ,2020
Place : Vadodara



For K H & Associates

Hemant
Hemant Valand
(Partner)

CP 8904, A 24697

UDIN : A024697A000604045