

# MADHAV MARBLES & GRANITES LTD.

Regd. Office : 11-A, CHARAK MARG, AMBAMATA SCHEME, UDAIPUR -313 001 (RAJ.) INDIA  
Phone : 91-294-2434445, 2430200, Fax : 91-294-2430400, Email : madhavfact@gmail.com

CIN: L14101RJ1989PLC004903, Web: [www.madhavmarbles.com](http://www.madhavmarbles.com)

## **TWENTY FIFTH ANNUAL GENERAL MEETING** **HELD ON AUGUST 09, 2014**

### **Declaration of Results**

As per the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 25<sup>th</sup> Annual General Meeting (AGM). The e-voting was open from July 30, 2014 to August 01, 2014.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 25<sup>th</sup> AGM, voting was conducted by means of poll.

The Board of Directors had appointed Mr. Ramesh Chandra Soni, Practicing Chartered Accountant as the Scrutinizer for e-voting and poll. The Scrutinizer(s) have carried out the scrutiny of all the electronic votes received up to the close of working hours on August 01, 2014 and poll received till the conclusion of the meeting and submitted their Report.

The Consolidated Results as per the Scrutinizers' Report dated August 04, 2014 (E-voting) and August 09, 2014 (Poll) is as follows:

Particulars	Resolution Required (Ordinary/Special)	Mode of Voting	Remarks
Adoption of the Financial Statements of the Company for the year March 31, 2014	Ordinary	E-voting and Poll	Passed by Requisite Majority

For Madhav Marbles & Granites Ltd.  
*Priyanka*  
(Priyanka Manoj)  
Company Secretary

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Declaration of Dividend on Equity Shares for the year 2013-14.	Ordinary	E-voting and Poll	Passed by Requisite Majority
Re-appointment of M/s Nyati and Associates, Statutory of the Company.	Ordinary	E-voting and Poll	Passed by Requisite Majority
Appointment of Mr. Prakash Kumar Verdia, as an Independent Director.	Ordinary	E-voting and Poll	Passed by Requisite Majority
Appointment of Mr. Roshan Lal Nagar, as an Independent Director.	Ordinary	E-voting and Poll	Passed by Requisite Majority

Based on the Report of the Scrutinizer, all Resolutions as set out in the Notice of 25<sup>th</sup> Annual General Meeting have been duly approved by the Shareholders with requisite majority.

Sincerely

For **Madhav Marbles & Granites Ltd.**,  
For **Madhav Marbles & Granites Ltd.**

  
(Priyanka Manawat)  
Company Secretary

Priyanka Manawat  
Company Secretary

**Encl: Scrutinizer Report**

**R.C. Soni**  
B.Com., FCA

# R.C. Soni & Co.

Chartered Accountants

29, Chhoti Maheshwari Street  
Dhan Mandi, Udaipur - 313001  
Tel. : (0294) 2415340 / 2415352 /  
2412630 Mobile : 98290 41130

## REPORT OF SCRUTINIZER (E-voting)

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies  
(Management and Administration) Rules, 2014

August 04, 2014

To  
The Chairman  
Madhav Marbles and Granites Limited

Dear Sir,

1. I, Ramesh Chandra Soni, Practicing Chartered Accountant, R C Soni & Co. having office at 29, Chhoti Maheshwari Street, Dhanmandi, Udaipur - 313001 was appointed as a Scrutinizer, inter alia, for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 on the agenda items including resolutions thereof contained in the notice convening 25<sup>th</sup> Annual General Meeting of Madhav Marbles and Granites Limited (the Company) to be held on August 09, 2014 at 10.30 a.m. at Hotel Rajdarshan, Pannadhay Marg, Udaipur-313001.
2. The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means on the resolutions contained in the Notice for AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process 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, the authorized agency to provide e-voting facilities engaged by the Company.
3. In this regard, I submit my report as under:
  - a. The e-voting period remained open from July 30, 2014 (9.00 a.m.) to August 01, 2014(6.00 p.m.)
  - b. The shareholders holding shares as on the "cut off" date i.e. July 04, 2014 were entitled to vote on the proposed resolutions for Item Nos. 1 to 5 as set out in the notice of the 25<sup>th</sup> AGM of Madhav Marbles and Granites Limited
  - c. The votes were unblocked on 04<sup>th</sup> August, 2014 in the presence of, who are not in the employment of the Company. They have signed below in confirmation of votes being unblocked in their presence.



Name: Mr. Muktak Jaroli,

Signature: \_\_\_\_\_

Name: Mr. Ramesh Vijayvargia,

Signature: \_\_\_\_\_

4. Thereafter the details containing *inter-alia*, list of Equity Shareholders, who voted "for" or "against" each of the resolutions that were put to vote, were downloaded from the e-voting website of NSDL ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)) and based on such reports generated, the result of e-voting is as under:

**Resolution No. 1: Ordinary Resolution** for adoption of the Financial Statements of the Company for the year March 31, 2014 including audited Balance Sheet as at March 31, 2014 and the statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.

- i. Voted in **favour** of the resolution:

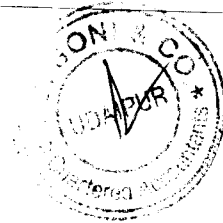
Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
9	1873237	100.00

- ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

- iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution No. 2: Ordinary Resolution** for declaration of Dividend on Equity Shares for the year 2013-14.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
8	1873137	100.00

ii. Voted **against** the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 3: Ordinary Resolution** for appointment of Auditors and fixing their remuneration.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
9	1873237	100.00

ii. Voted **against** the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. **Invalid votes:**

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**Resolution No. 4: Ordinary Resolution** for appointment of Mr. Prakash Kumar Verdia, as an Independent Director.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
9	1873237	100.00

ii. Voted **against** the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 5: Ordinary Resolution** for appointment of Mr. Roshan Lal Nagar, as an Independent Director.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
9	1873237	100.00

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**R.C. Soni**  
B.Com., FCA

# R.C. Soni & Co.


Chartered Accountants

29, Chhoti Maheshwari Street  
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Mobile : 98290 41130

5. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be are handed over to the Company Secretary for safe keeping.

Thanking You

For R C Soni & Co.  
Chartered Accountants

  
Ramesh Chandra Soni  
Proprietor  
Membership No.: 071921  
Firm Registration No.: 004095C



Place: Udaipur  
Date: 04/08/2014

**R.C. Soni**  
B.Com., FCA

**R.C. Soni & Co.**  
Chartered Accountants

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**REPORT OF SCRUTINIZER**

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

August 09, 2014

To

The Chairman

Madhav Marbles and Granites Limited

**Meeting:** Twenty Fifth Annual General Meeting of the Shareholders

**Date and Time:** Saturday, August 09, 2014 at 10: 30 a.m.

**Venue:** Hotel Rajdarshan, Pannadhay Marg, Udaipur - 313001

Dear Sir,

I, Ramesh Chandra Soni, , Practicing Chartered Accountant, R C Soni & Co. having office at 29, Chhoti Maheshwari Street, Dhanmandi, Udaipur - 313001 was appointed as a Scrutinizer for the purpose of poll taken on the below mentioned resolutions at the meeting of Shareholders of Madhav Marbles and Granites Limited ("the Company") held on Saturday, August 09, 2014 at 10: 30 a.m. at Hotel Rajdarshan, Pannadhay Marg, Udaipur- 313001 and submit my report as under:

1. After the time fixed for closing of poll by the Chairman, One Ballot box kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was subsequently opened in my 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
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.





4. The result of the Poll is as under:

**Resolution No. 1: Ordinary Resolution** for adoption of the Financial Statements of the Company for the year March 31, 2014 including audited Balance Sheet as at March 31, 2014 and the statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors and the Auditors thereon.

i. Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
36	832322	100.00

ii. Voted against the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 2: Ordinary Resolution** for declaration of Dividend on Equity Shares for the year 2013-14.

i. Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
36	832322	100.00

ii. Voted against the resolution

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**R.C. Soni**  
B.Com., FCA

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**Resolution No. 3: Ordinary Resolution** for re-appointment of Auditors and fixing their remuneration.

i. Voted in favour of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
36	832322	100.00

ii. Voted against the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

**Resolution No. 4: Ordinary Resolution** for appointment of Mr. Prakash Kumar Verdia, as an Independent Director.

i. Voted in favour of the resolution:

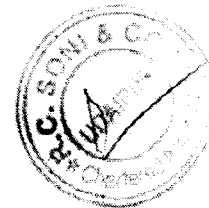
Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
36	832322	100.00

ii. Voted against the resolution:

Number of members vote	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil



**R.C. Soni**  
B.Com., FCA

**R.C. Soni & Co.**  
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Resolution No. 5: Ordinary Resolution for appointment of Mr. Roshan Lal Nagar, as an Independent Director.

i. Voted in **favour** of the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
36	832322	100.00

ii. Voted **against** the resolution:

Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Nil	Nil	Nil

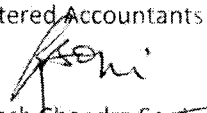
iii. **Invalid votes:**

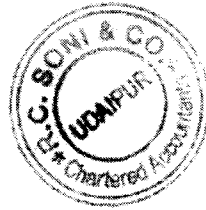
Total number of members whose votes were declared invalid	Total number of votes cast by them
Nil	Nil

5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Thanking You

For R C Soni & Co.  
Chartered Accountants

  
Ramesh Chandra Sont  
Proprietor  
Membership No.: 071921  
Firm Registration No.: 004095C



Place: Udaipur  
Date: 09/08/2014