



August 14, 2015

To  
**The Bombay Stock Exchange Ltd.,**  
Department of Corporate Relations  
Rotunda Building, P. J. Towers  
Dalal Street,  
**MUMBAI- 400 001**

**Sub: Outcome of Twenty Sixth Annual General Meeting**

This is to inform that Twenty Sixth Annual General Meeting of the Company has been duly convened and held on Friday, August 14, 2015 at Hotel Rajdarshan, Udaipur – 313001

Pursuant to the provisions of the Companies Act, 2013 as also the Listing Agreement, the Company had extended voting facility to the members of the Company in respect of business transacted at 26<sup>th</sup> AGM through voting by electronic means conducted between August 10, 2015 to August 13, 2015 as well as voting at the venue of the AGM on August 14, 2015.

The Board of Directors had appointed Mr. Ramesh Chandra Soni, Practicing Chartered Accountant as the Scrutinizer for e-voting and poll.

The following resolutions have been passed with requisite majority based on consolidated Results submitted by the Scrutinizer on E-voting and Poll.

1. Adoption of audited financial statements of the Company for the year ended March 31, 2015, together with the report of the Board of Directors and the Auditors thereon
2. Declaration of Dividend @ Rs.1.50 (15%) per Equity share of Rs. 10 each.
3. Appointment of M/s Nyati and Associates as Statutory Auditors to hold office from the conclusion of 26<sup>th</sup> Annual General Meeting till the conclusion of 27<sup>th</sup> Annual General Meeting



**Madhav Marbles & Granites Limited**

MARBLE DIVISION - Regd. Office : 11-A, Charak Marg, Ambamata Scheme, Udaipur (Raj.) - 313 001, India  
Tel: +91-294-2430400 / 2434445 E-mail : madhavnorth@madhavmarbles.com, investormngl@gmail.com  
Web: www.madhavmarbles.com CIN: L14101RJ1989PLC004903



# MADHAV

leaders in quality

4. Appointment of Mr. Ravi Kumar Krishnamurthi (DIN: 00464622) as an Independent Director for a period of five years.
5. Appointment of Ms. Swati Yadav (DIN: 06572438) as an Independent Director for a period of five years.
6. Adoption of New Articles of Association of Company.
7. Modification of the Special Resolution passed at the 23<sup>rd</sup> Annual General Meeting for re-appointment of Mr. Sudhir Doshi, Whole Time Director (DIN: 00862707) so as to make him Director liable to retire by rotation
8. Revision in remuneration payable to Mr. Madhav Doshi, President
9. Re-appointment of Mr. Ashok Doshi, Managing Director & CEO (DIN: 00648998) for a period of three years effective from May 01, 2015
10. Authorizing Board of Directors to borrow any sum or sums of monies from time to time for Company's business, not exceeding Rs. 200 crores (Two Hundred crores.)
11. Authorizing Board of Directors to hypothecate/mortgage and/ or encumber all or any part of movable or immovable properties of the Company in favour of financial institutions, banks or lending institutions to secure their rupee and foreign currency loans or any financial assistance granted/advanced.

A copy of consolidated Scrutinizer Report submitted by Scrutinizer is enclosed herewith for reference and record

Sincerely

For Madhav Marbles & Granites Ltd.,

  
Prityanka Marawat  
Company Secretary

Encl: Consolidated Scrutinizer Report

## Madhav Marbles & Granites Limited

MARBLE DIVISION - Regd. Office : 11-A, Charak Marg, Ambamata Scheme, Udaipur (Raj.) - 313 001, India  
Tel: +91-294-2430400 / 2434445 E-mail : madhavnorth@madhavmarbles.com, investormngl@gmail.com  
Web: www.madhavmarbles.com CIN: L14101RJ1989PLC004903



**CONSOLIDATED REPORT OF SCRUTINIZER ON**  
**REMOTE E-VOTING AND POLL**

Pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20(3) (xi) & (21(2) of the Companies (Management and Administration) Rules, 2014

August 14, 2015

To

The Chairman

Madhav Marbles and Granites Limited

**Subject: Passing of Resolutions through Remote e-voting and Poll conducted at the Twenty Sixth Annual General Meeting of Madhav Marbles and Granites Limited held on Friday, August 14, 2015.**

Dear Sir,

I, Ramesh Chandra Soni, , Practicing Chartered Accountant, R C Soni & Co. having office at 29, Chhoti Maheshwari Street, Dhanmandi, Udaipur - 313001 have been appointed as Scrutinizer by the Board of Directors of Madhav Marbles and Granites Limited ("the Company") for the purpose of scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration ) Rules, 2014, as amended ("Rules") and Poll taken through ballot papers under the provisions of section 109 of the Act, read with Rule 21 of the Rules, on the resolutions contained in the notice of 26<sup>th</sup> AGM of Shareholders of the Company held on Friday, August 14, 2015 at 10:00 a.m. at Hotel Rajdarshan, Pannadhay Marg, Udaipur-313001.

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to voting on the resolutions contained in the Notice of AGM. My responsibilities as a Scrutinizer was 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





# R.C. Soni & Co.

Chartered Accountants

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

R.C. Soni  
B.Com., FCA

Company from August 10, 2015 (9.00 a.m.) to August 13, 2015(5:00 p.m.) and voting through Poll at the Annual General Meeting.

This report consolidates result of remote e-voting and result of voting conducted through Poll. The summary of the combined result is provided hereinafter for reference.

**Resolution No. 1: Ordinary Resolution** for adoption of the Financial Statements of the Company for the year March 31, 2015 including audited Balance Sheet as at March 31, 2015 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:

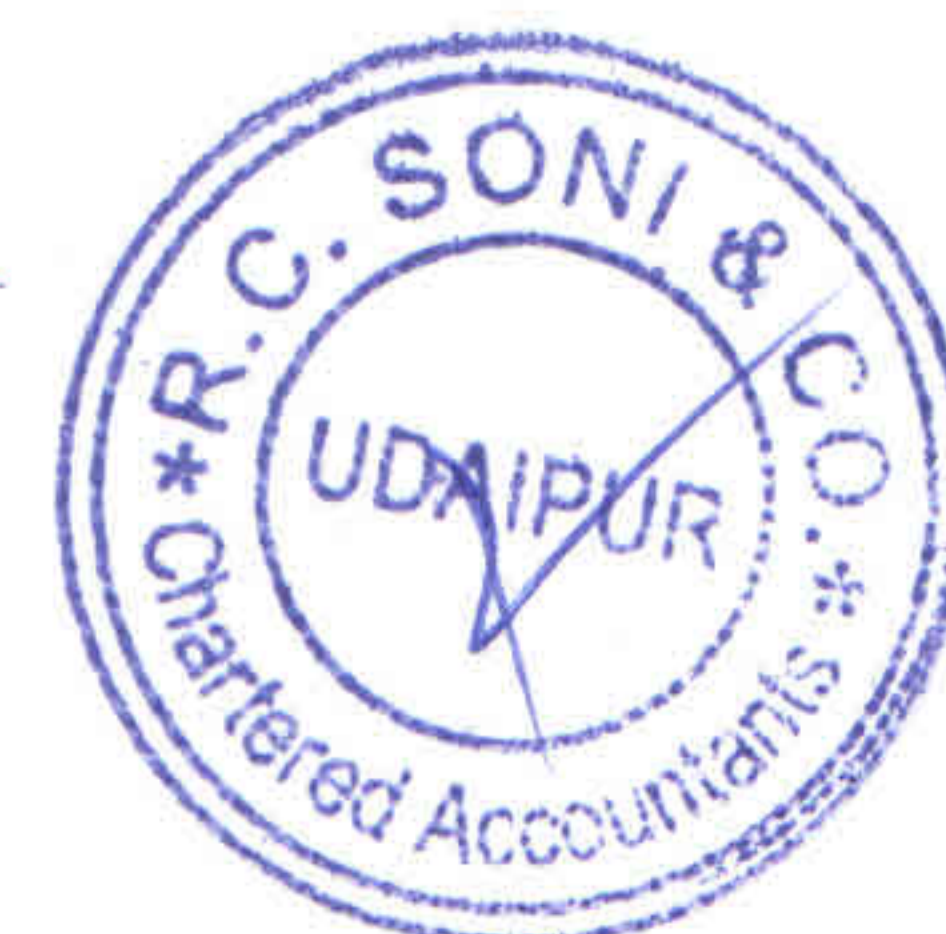
Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	2434283	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	3119052	100.00

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0





**Resolution No. 2: Ordinary Resolution** for declaration of Dividend on Equity Shares for the year 2014-15.

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

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	30	2434285	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	72	3119054	100.00

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

**Resolution No. 3: Ordinary Resolution** for appointment of M/s Nyati and Associates, Chartered Accountants, (Firm Reg. No. 002327C) as Statutory Auditors of the Company.

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

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	30	2434285	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	72	3119054	100.00





ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

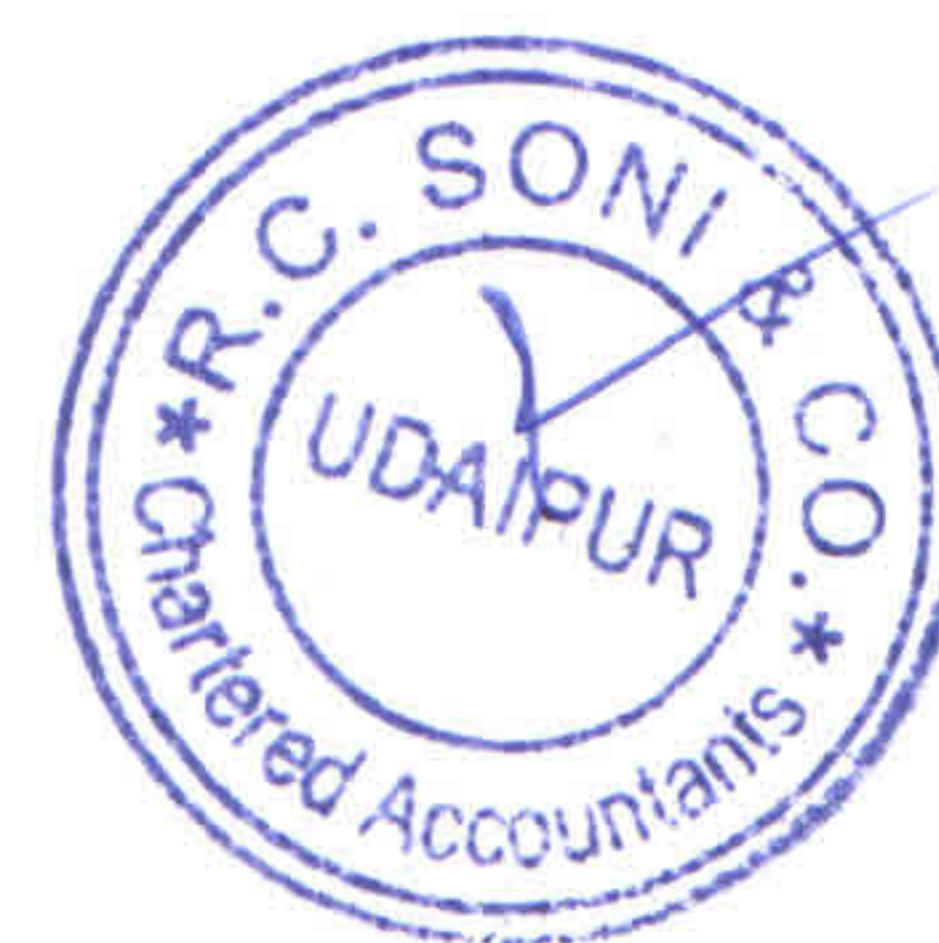
**Resolution No. 4: Ordinary Resolution** for appointment of Mr. Ravi Kumar Krishnamurthi (DIN: 00464622), as an Independent Director.

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

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	1847833	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	2532602	100.00

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0





iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

**Resolution No. 5: Ordinary Resolution** for appointment of Ms. Swati Yadav (DIN: 06572438), as an Independent Director.

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

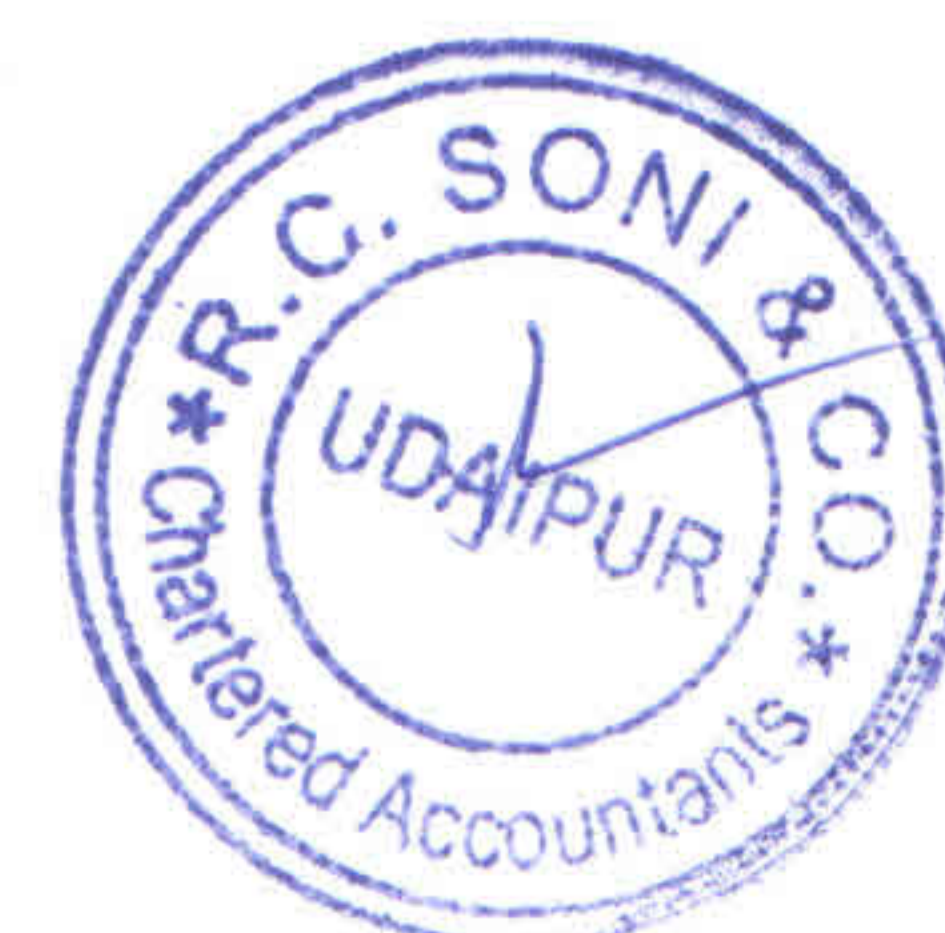
Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	1847833	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	2532602	100.00

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0





**Resolution No. 6: Special Resolution** for adoption of new Articles of Association of the Company.

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

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	1847833	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	2532602	100.00

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

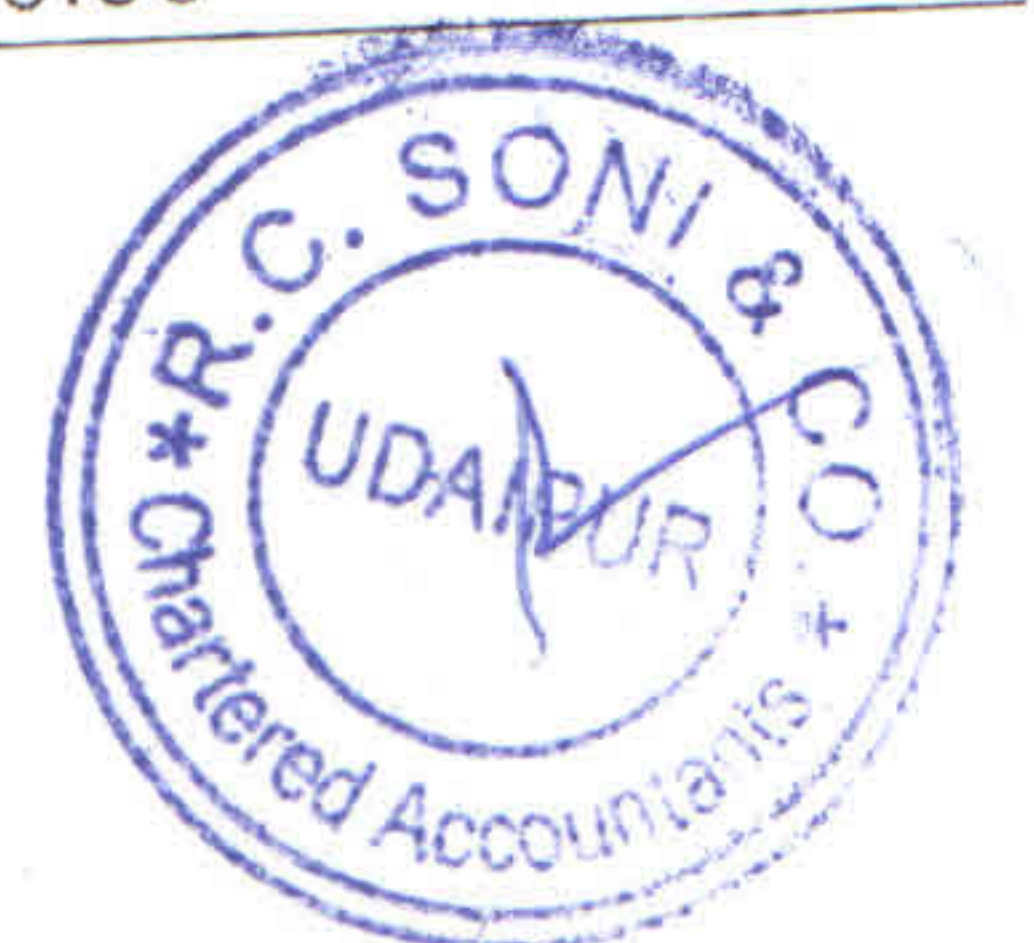
iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

**Resolution No. 7: Special Resolution** for modification in Special Resolution No. 8 passed at the 23<sup>rd</sup> Annual General Meeting held on September 22, 2012 regarding re-appointment of Mr. Sudhir Doshi, Whole Time Director.

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

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	1847833	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	2532602	100.00





ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

iii. Invalid votes:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

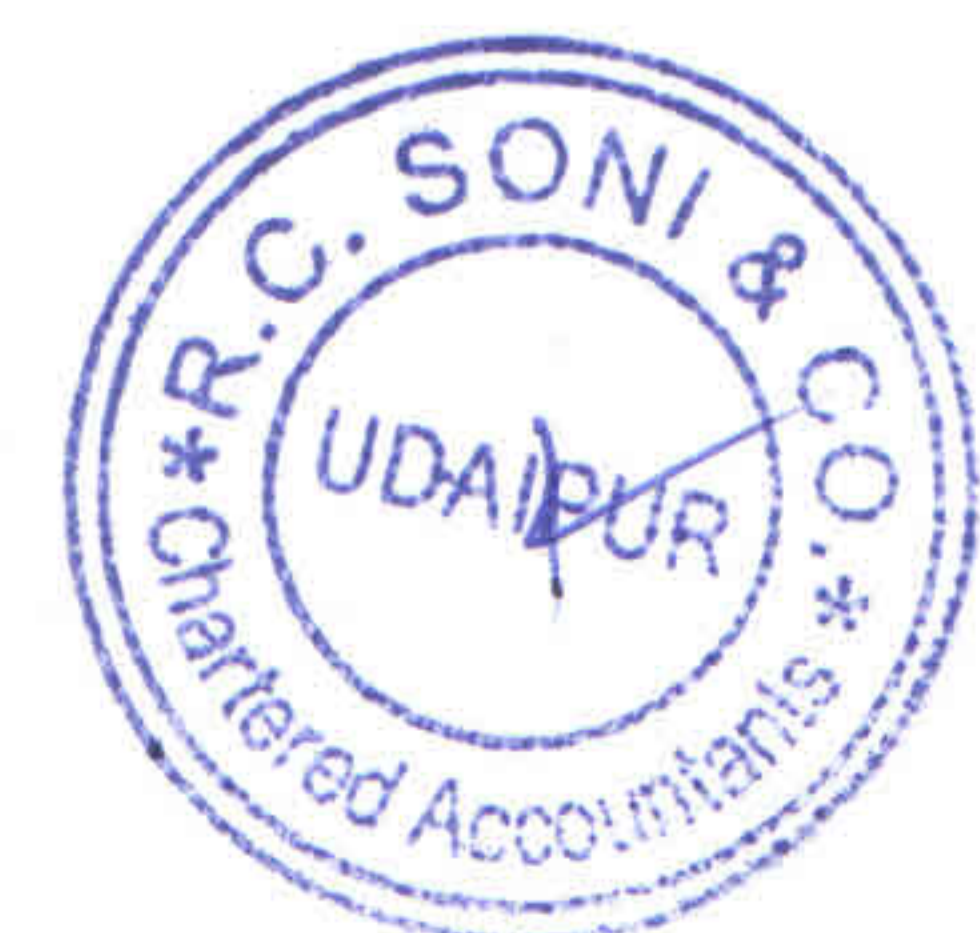
**Resolution No. 8: Special Resolution** for revision in remuneration payable to Mr. Madhav Doshi, President.

i. Voted in favour of the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	1847833	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	2532602	100.00

ii. Voted against the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0





iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

**Resolution No. 9: Special Resolution** for re-appointment of Mr. Ashok Doshi (DIN: 00648998) as Managing Director and CEO for a period of three years effective from May 01, 2015.

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

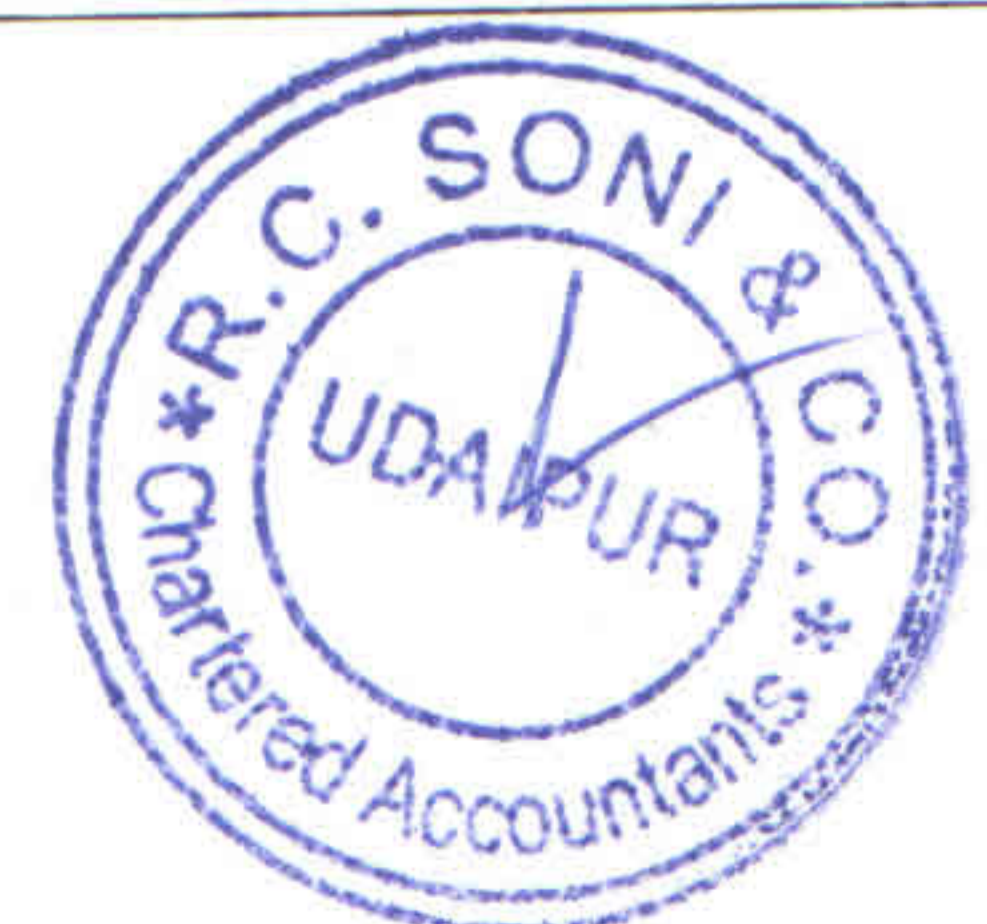
Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	2434185	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	3118954	100.00

ii. **Voted against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0





# R.C. Soni & Co.

Chartered Accountants

R.C. Soni

B.Com., FCA

29, Chhoti Maheshwari Street

Dhan Mandi, Udaipur - 313001

Tel. : (0294) 2415340 / 2415352

Mobile : 98290 41130

**Resolution No. 10: Special Resolution** for authorizing Board of Directors to borrow any sum or sums of monies from time to time for Company's business, not exceeding Rs. 200 crores (Two Hundred crores.)

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

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	29	2434185	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	71	3118954	100.00

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

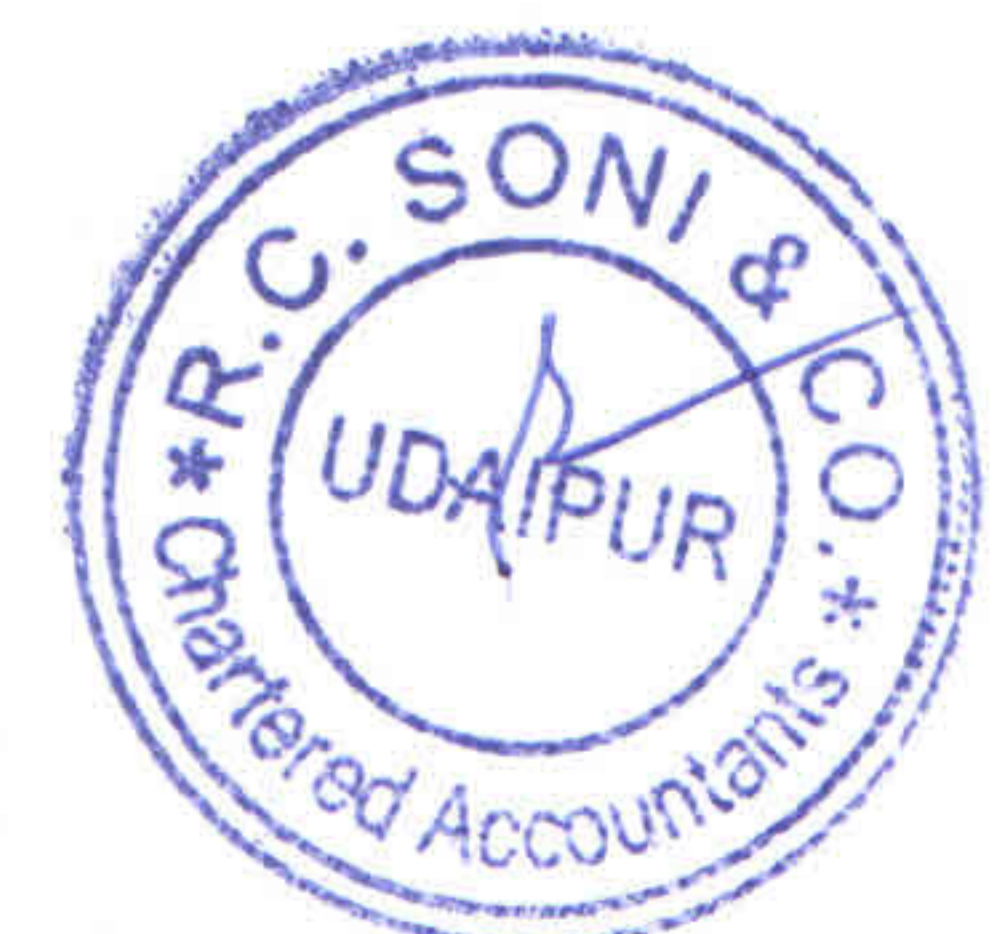
iii. **Invalid votes:**

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

**Resolution No. 11: Special Resolution** for authorizing Board of Directors to hypothecate/mortgage and/ or encumber all or any part of movable or immovable properties of the Company in favour of financial institutions, banks or lending institutions to secure their rupee and foreign currency loans or any financial assistance granted/advanced.

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

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	31	2434295	100.00
Poll (Ballot Paper)	42	684769	100.00
Total	73	3119064	100.00





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

# R.C. Soni & Co.

Chartered Accountants

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

ii. Voted **against** the resolution:

Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

iii. **Invalid votes:**

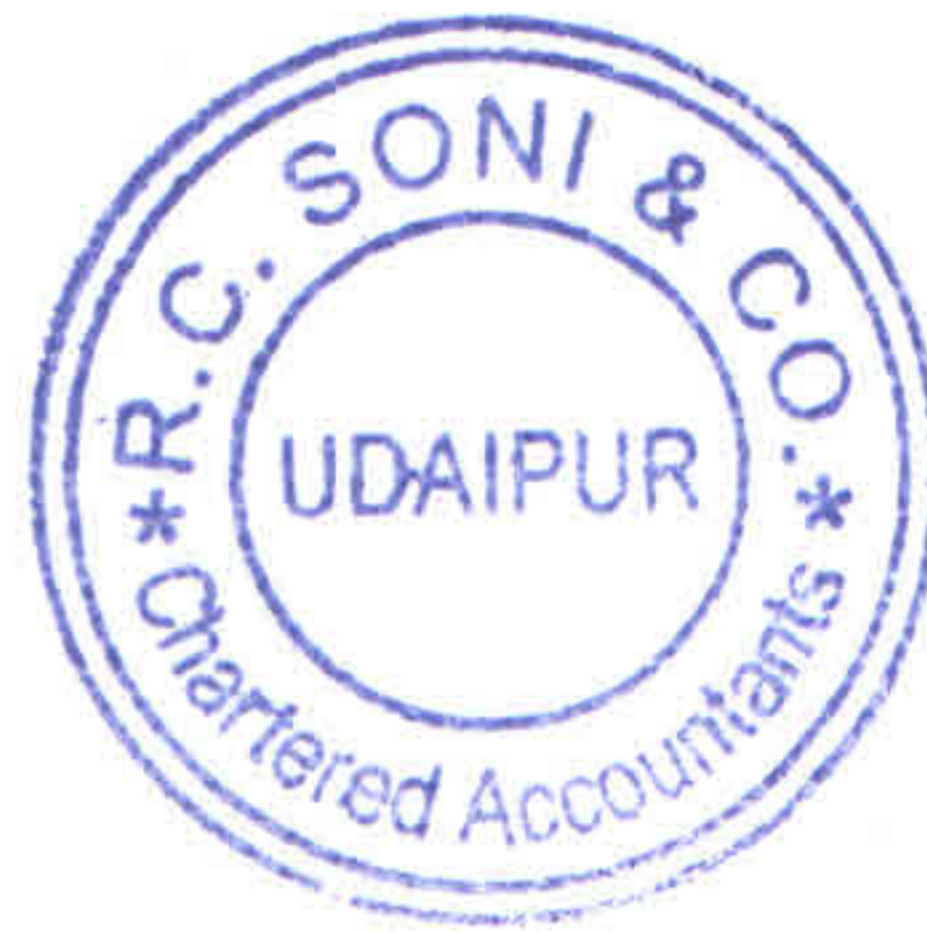
Mode of Voting	Number of members voted	Number of votes casted by them	% of total number of valid votes cast.
Remote E-voting	0	0	0
Poll (Ballot Paper)	0	0	0
Total	0	0	0

The relevant records relating to remote e-voting and voting through Poll (Ballot Papers) has been 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: 14/08/2015