



MADHAV MARBLES & GRANITES LIMITED

Regd. Office: 11- A, Charak Marg, Ambamata Scheme, Udaipur (Raj.) 313 001

Phone: 91-294-2430200, 2434445, Fax: 91-294-2430400,

E-mail: madhavnorth@madhavmarbles.com, investormmgl@gmail.com

CIN: L14101RJ1989PLC004903, Web: www.madhavmarbles.com

13th August, 2016

To

The Manager,

Listing Department

National Stock Exchange of India Ltd.,

5th Floor Exchange Plaza, Bandra Kurla Complex,

Bandra (E),

Mumbai - 400 051

Dear Sir,

Sub: Proceedings and details of the voting results of the Twenty Seventh Annual General Meeting

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the proceedings of the 27th Annual General Meeting of the Company held on Saturday, August 13, 2016 at 10:00 am at Hotel Rajdarshan, Udaipur.

Further pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding voting results of the business of transacted at the AGM in the prescribed format.

We are also enclosing Consolidated Report given by Scrutinizer on remote e-voting and voting through Ballot paper at the AGM.

Sincerely

For **Madhav Marbles and Granites Limited**


Priyanka Mandavkar
Company Secretary

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903

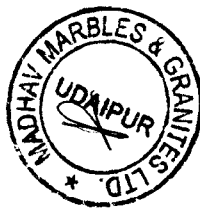
Details of Proceedings of Twenty Seventh Annual General Meeting			
Date of AGM		Saturday, August 13, 2016	
Total number of shareholders on record date i.e. August 06, 2016		9252	
No. of shareholders present in the meeting either in person or through proxy:			
Promoters and Promoter Group:		3	
Public:		38	
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
1	To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2016, together with the Report of the Board of Directors and the Auditors thereon	Ordinary	Remote e-voting and Ballot Paper at the AGM
			Passed with Requisite Majority



Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903

2	To declare dividend on Equity shares or the year 2015-16	Ordinary	Remote e-voting and Ballot Paper at the AGM	Passed with Requisite Majority
3	To appoint a Director in place of Mr. Sudhir Doshi (DIN:00862707), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	Remote e-voting and Ballot Paper at the AGM	Passed with Requisite Majority
4	To appoint M/s Nyati and Associates, Chartered Accountants (Firm Reg. No. 002327C), as Statutory Auditors of the Company.	Ordinary	Remote e-voting and Ballot Paper at the AGM	Passed with Requisite Majority



Agenda-wise Voting Results:

Resolution No. 1:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2016, together with the Report of the Board of Directors and the Auditors thereon

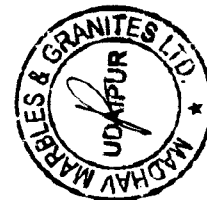
Resolution required:(Ordinary/Special)						Ordinary			
Whether Promoter/Promoter group are interested in the Agenda/Resolution						No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares =[(2)/(1)]*100	No. of Votes in favour	No. of Votes – against	% of Votes in favour votes polled =[(4)/(2)]*100	% of Votes against votes polled (7) =[(5)/(2)]*100	
Promoter and Promoter group	E-voting	3413907	2476413	72.54	2476413	0	100.00	0.00	
	Poll*		619552	18.15	619552	0	100.00	0.00	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		3095965	90.69	3095965	0	100.00	0.00	
Public Institutions	E-voting	370025	-	-	-	-	-	-	
	Poll*		-	-	-	-	-	-	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public Non-Institutions	E-voting	5163068	56600	1.10	56600	0	100.00	0.00	
	Poll*		40062	0.78	40062	0	100.00	0.00	
	Postal Ballot (if applicable)		-	-	-	-	-	-	
	Total		96662	1.88	96662	0	100.00	0.00	
Total		8947000	3192627	92.57	3192627	0	100.00	0.00	

*Voting through Ballot Paper at the AGM venue



Resolution No. 2: To declare dividend on Equity shares or the year 2015-16									
Resolution required:(Ordinary/Special)			Ordinary						
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 favour	No. of Votes – against	% of Votes in favour votes polled	% of Votes against on votes polled	
		(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	(7) = $[(5)/(2)] \times 100$	
Promoter and Promoter group	E-voting		2476413	72.54	2476413	0	100.00	0.00	
	Poll*		619552	18.15	619552	0	100.00	0.00	
	Postal Ballot (if applicable)	3413907	-	-	-	-	-	-	
	Total		3095965	90.69	3095965	0	100.00	0.00	
Public Institutions	E-voting		-	-	-	-	-	-	
	Poll*		-	-	-	-	-	-	
	Postal Ballot (if applicable)	370025	-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public Non-Institutions	E-voting		56600	1.10	56600	0	100.00	0.00	
	Poll*		40062	0.78	40062	0	100.00	0.00	
	Postal Ballot (if applicable)	5163068	-	-	-	-	-	-	
	Total		96662	1.88	96662	0	100.00	0.00	
Total		8947000	3192627	92.57	3192627	0	100.00	0.00	

*Voting through Ballot Paper at the AGM venue



Resolution No. 3:									
To appoint a Director in place of Mr. Sudhir Doshi (DIN:00862707), who retires by rotation and being eligible offers himself for re-appointment									
Resolution required:(Ordinary/Special)					Ordinary				
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 favour	No. of Votes against	% of Votes in favour votes polled	% of Votes against votes polled	
		(1)	(2)	(3) = $[(2)/(1)] \times 100$	(4)	(5)	(6) = $[(4)/(2)] \times 100$	(7) = $[(5)/(2)] \times 100$	
Promoter and Promoter group	E-voting		2476413	72.54	2476413	0	100.00	0.00	
	Poll*		619552	18.15	619552	0	100.00	0.00	
	Postal Ballot (if applicable)	3413907	-	-	-	-	-	-	
	Total		3095965	90.69	3095965	0	100.00	0.00	
Public Institutions	E-voting		-	-	-	-	-	-	
	Poll*		-	-	-	-	-	-	
	Postal Ballot (if applicable)	370025	-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public Non-Institutions	E-voting		56600	1.10	56600	0	100.00	0.00	
	Poll*		40062	0.78	40062	0	100.00	0.00	
	Postal Ballot (if applicable)	5163068	-	-	-	-	-	-	
	Total		96662	1.88	96662	0	100.00	0.00	
Total		8947000	3192627	92.57	3192627	0	100.00	0.00	

*Voting through Ballot Paper at the AGM venue



Resolution No. 4: To appoint M/s Nyati and Associates, Chartered Accountants (Firm Reg. No. 002327C), as Statutory Auditors of the Company.									
Resolution required:(Ordinary/Special)					Ordinary				
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 favour	No. of Votes – against	% of Votes in favour votes polled	% of Votes on against votes polled	
		(1)	(2)	(3) =[(2)/(1)]* 100	(4)	(5)	(6) =[(4)/(2)]*100	(7) =[(5)/(2)]*100	
Promoter and Promoter group	E-voting		2476413	72.54	2476413	0	100.00	0.00	
	Poll*		619552	18.15	619552	0	100.00	0.00	
	Postal Ballot (if applicable)	3413907	-	-	-	-	-	-	
	Total		3095965	90.69	3095965	0	100.00	0.00	
Public Institutions	E-voting		-	-	-	-	-	-	
	Poll*		-	-	-	-	-	-	
	Postal Ballot (if applicable)	370025	-	-	-	-	-	-	
	Total		-	-	-	-	-	-	
Public Non-Institutions	E-voting		56600	1.10	56600	0	100.00	0.00	
	Poll*		40062	0.78	40062	0	100.00	0.00	
	Postal Ballot (if applicable)	5163068	-		-	-	-	-	
	Total		96662	1.88	96662	0	100.00	0.00	
Total		8947000	3192627	92.57	3192627	0	100.00	0.00	

*Voting through Ballot Paper at the AGM venue



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

August 13, 2016

To
The Chairman
Madhav Marbles and Granites Limited
11-A, Charak Marg,
Ambamata Scheme
Udaipur – 313001

Dear Sir,

Sub: Consolidated Scrutinizer Report on voting through remote e-voting and Ballot paper pursuant to applicable provisions of Companies Act, 2013 read with rules issued there under and the applicable Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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 27th AGM of Shareholders of the Company held on Saturday, August 13, 2016 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 Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities engaged by the Company and voting through Ballot Paper at the Annual General Meeting.



1. The Notice dated May 28, 2016 was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company. The shareholders of the Company holding shares as on cut-off date of August 06, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.
2. The Company had availed the services offered by Central Depository Services (India) Limited for conducting remote e-voting by the shareholders of the Company. The Company had also provided voting through Ballot paper to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.
3. The remote e-voting period commenced on Wednesday, August 10, 2016 at 9.00 am and ended on Thursday, August 12, 2016 at 5:00 pm and the CDSL e-voting platform was blocked thereafter.
4. After the closure of voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.
5. The votes casted under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM, the votes casted there under were counted.

I have scrutinized and reviewed the voting through electronic means and physical mode and votes tendered therein and now submit by consolidated report as hereunder:



Resolution No. 1: Ordinary Resolution for adoption of the Financial Statements of the Company for the year March 31, 2016 including audited Balance Sheet as at March 31, 2016 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	19	2533013	100.00
Poll (Ballot Paper)	41	659614	100.00
Total	60	3192627	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 2015-16.

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	19	2533013	100.00
Poll (Ballot Paper)	41	659614	100.00
Total	60	3192627	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 re-appointment of Mr. Sudhir Doshi (DIN: 00862707) as Director, who retires by rotation and being eligible offers himself for re-appointment

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	19	2533013	100.00
Poll (Ballot Paper)	41	659614	100.00
Total	60	3192627	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 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	19	2533013	100.00
Poll (Ballot Paper)	41	659614	100.00
Total	60	3192627	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
B.Com., FCA

R.C. Soni & Co.

Chartered Accountants

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

The relevant records relating to remote e-voting and voting through Poll (Ballot Papers)
have 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: 13/08/2016