

Madhav Infra Projects Limited

CIN : L45200GJ1992PLC018392

Madhav House, Plot No. 4

Near Panchratna Building

Subhanpura, Vadodara-390 023

Telefax : 0265-2290722

www.madhavcorp.com



Date: October 19, 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 27th Annual General Meeting of the Company held on October 17, 2020

This is to inform you that the Annual General Meeting [AGM] of the Company was held on Saturday, the October 17, 2020 at Madhav House, Near Panchratna Building, Subhanpura, Vadodara – 390023 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 October 19, 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 ANNUAL GENERAL MEETING OF MADHAV INFRA PROJECTS LIMITED HELD ON OCTOBER 17, 2020 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, October 17, 2020
2	Total number of Shareholders on record date	2111
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	17
(i)	Promoter and Promoter Group	07
(ii)	Public	10

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, 2020, 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 Poll	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0
Public Institutions	E-Voting Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	100.00	0
Public Non - Institutions	E-Voting Poll	7,00,72,640	3,91,66,232	55.89	3,91,66,232	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		3,91,66,232	55.89	3,91,66,232	0	100.00	0
Total		25,62,28,960	22,53,22,552	87.94	22,53,22,552	0	100.00	



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				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 Poll	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0
	Postal Ballot		0	0	0	0	0	0
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0
Public Institutions	E-Voting Poll	7,00,72,640	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	
	Total		0	0	0	100.00	0	
Public Non - Institutions	E-Voting Poll	7,00,72,640	3,91,66,232	55.89	3,91,66,232	0	100.00	0
	Postal Ballot		0	0	0	0	0	
	Total		3,91,66,232	55.89	3,91,66,232	0	100.00	0
Total		25,62,28,960	22,53,22,552	87.94	22,53,22,552	0	100.00	0

2) **Resolution No. 3** – Appointment of Ms. Jaini Jain, as Independent Director

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 Poll	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0
	Postal Ballot		0	0	0	0	0	
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0
Public Institutions	E-Voting Poll	7,00,72,640	0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	
	Total		0	0	0	100.00	0	
Public Non - Institutions	E-Voting	7,00,72,640	3,91,66,232	55.89	3,91,66,232	0	100.00	0



	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3,91,66,232	55.89	3,91,66,232	0	100.00	0
Total		25,62,28,960	22,53,22,552	87.94	22,53,22,552	0	100.00	0

3) Resolution No. 4 – Appointment of Ms. Heena Parikh, as Independent Director

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	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0
Public Institutions	E-Voting	7,00,72,640						0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	100.00	0
Public Non - Institutions	E-Voting	7,00,72,640	3,91,66,232	55.89	3,91,66,232	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3,91,66,232	55.89	3,91,66,232	0	100.00	0
Total		25,62,28,960	22,53,22,552	87.94	22,53,22,552	0	100.00	0

4) Resolution No. 5 – Sale and Transfer of Business Undertaking

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	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0
Public Institutions	E-Voting	7,00,72,640						0
	Poll		0	0	0	0	0	0
	Postal		0	0	0	0	0	0



	Ballot Total							
			0	0		0	100.00	0
Public Non - Institutions	E-Voting	7,00,72,640	3,91,66,232	55.89	3,91,66,232	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3,91,66,232	55.89	3,91,66,232	0	100.00	0
Total		25,62,28,960	22,53,22,552	87.94	22,53,22,552	0	100.00	0

5) Resolution No. 6 -- 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	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0
Public Institutions	E-Voting	7,00,72,640						0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	100.00	0
Public Non - Institutions	E-Voting	7,00,72,640	3,91,66,232	55.89	3,91,66,232	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		3,91,66,232	55.89	3,91,66,232	0	100.00	0
Total		25,62,28,960	22,53,22,552	87.94	22,53,22,552	0	100.00	0

For, Madhav Infra Projects Limited




Gopal Shah
Company Secretary



KH & ASSOCIATES

Practicing Company Secretaries

Date: 19/10/2020

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 27th Annual General Meeting of MADHAV INFRA PROJECTS LIMITED held through Video Conferencing (VS)/ Other Audio-Visual Means (OAVM) on Saturday, 17th October 2020 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 02 September, 2020 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 17th October 2020 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 27th AGM along with the Annual Report 2019-20 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Registrar and Transfer Agents (RTA).
2. 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 27th AGM was the responsibility of the management. My responsibility 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.

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3. The facility for remote e-voting and e-voting during the AGM was provided by SATELLITE CORPORATE SERVICES PRIVATE LIMITED
4. The e-voting period remained open from October 14, 2020 (9:00 am) and ended on October 16, 2020 (5:00 pm)
5. At the 27th AGM of the Company held on Saturday, 17th October 2020 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. 10th October 2020 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 total number of E-voting received were 225322552 for 20 voters.
10. 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, 2020, together with the reports of Directors and Auditors thereon.

- (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	20	225322552	100
E voting During The AGM	00	00	000
Total	20	225322552	100



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(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	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

(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: Appointment of Shri Ashok Khurana as a Director, who liable to retire by rotation:

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	20	225322552	100
E voting During The AGM	00	00	000
Total	20	225322552	100

(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	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

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(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.3: To appoint Ms. Jaini Jain as an Independent Director of the Company

To appoint Ms. Jaini Jain as an Independent Director of the Company and in this regard to consider and, if thought fit, to pass, with or without modification (s), the to pass the resolution as an 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
Remote e-Voting	20	225322552	100
E voting During The AGM	00	00	000
Total	20	225322552	100

(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	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

(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



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RESOLUTION NO.4: To appoint Smt Heena Parikh as an Independent Director

To appoint Smt. Heena Parikh as an Independent Director of the Company and in this regard to consider and, if thought fit, to pass, with or without modification (s), to pass the resolution as an 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
Remote e-Voting	20	225322552	100
E voting During The AGM	00	00	000
Total	20	225322552	100

(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	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

(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.5: Sale and Transfer of Business Undertaking

Sale and Transfer of Business Undertaking and in this regard to consider and if thought fit, to pass with or without modification (s), to pass the resolution 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	20	225322552	100
E voting During The AGM	00	00	000
Total	20	225322552	100



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(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	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

(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.6: Sale and Transfer of Business Undertaking

Ratification of Remuneration to Cost Auditors and in this regard to consider and if thought fit, to pass with or without modification (s), to pass resolution as an 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
Remote e-Voting	20	225322552	100
E voting During The AGM	00	00	000
Total	20	225322552	100

(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	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000



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(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.

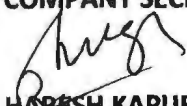
Thanking you

Yours Faithfully,

DATE: 19/10/2010
PLACE: VADODARA



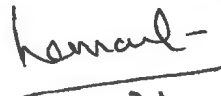
FOR K H & ASSOCIATES
COMPANY SECRETARIES


HAREESH KAPURIYA
M.NO: ACS26109, CP: 16749
UDIN: A026109B000988301


Witness 1

Name: Hemant Valand

Address: 316, Phoenix complex
sayajigunj, vadodara

Signature: 

Witness 2

Name: 
Address: 316 Phoenix Complex
Vadodra

Signature: 