

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: September 27, 2021

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 28th Annual General Meeting of the Company held on September 25, 2021

This is to inform you that the Annual General Meeting (AGM) of the Company have held on Saturday, the September 25, 2021 through Video Conference (VC)/ Other Audio Video Means (OAVM).

In this regard, we hereby attached the Following:

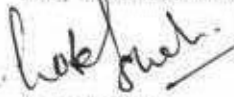
- (i) Voting Results of the Business transaction at the AGM, as required under Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I
- (ii) Report of the Scrutinizers dated September 27, 2021 pursuant to the Section 108 of the Companies Act, 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 SEPTEMBER 25, 2021 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, September 25, 2021
2	Total number of Shareholders on record date	5666
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	31
(i)	Promoter and Promoter Group	07
(ii)	Public	24

- 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, 2021, 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	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
Public Institutions	E-Voting Poll	7,00,72,640	0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		0	0	0	0	100.00	0.00
Public Non - Institutions	E-Voting Poll	7,00,72,640	5,03,17,416	71.81	5,03,16,360	1,056	100.00	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		5,03,17,416	71.81	5,03,16,360	1,056	100.00	0.00
Total		25,62,28,960	23,64,73,736	92.29	23,64,72,680	1,056	100.00	0.00



2) **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	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
Public Institutions	E-Voting Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		0	0	0	100.00	0.00	
Public Non - Institutions	E-Voting Poll	7,00,72,640	5,03,17,416	71.81	5,02,93,360	24,056	99.95	0.05
	Postal Ballot		0	0	0	0	0.00	
	Total		5,03,17,416	71.81	5,02,93,360	24,056	99.95	0.05
Total		25,62,28,960	23,64,73,736	92.29	23,64,49,680	24,056	99.99	0.01

3) **Resolution No. 3** – Appointment and fixation of the remuneration of Statutory Auditors of the Company

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	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
Public Institutions	E-Voting Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		0	0	0	100.00	0.00	



Public Non - Institutions	E-Voting	7,00,72,640	5,03,17,316	71.81	5,03,16,260	1,056	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		5,03,17,316	71.81	5,03,16,260	1,056	100.00	0.00
Total		25,62,28,960	23,64,73,636	92.29	23,64,72,580	1,056	100.00	0.00

4) Resolution No. 4 – issue Convertible Equity Warrants to Person other than Promoter /Promoter Group of the Company on Preferential Basis

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	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
Public Institutions	E-Voting							0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0		0	100.00	0.00
Public Non - Institutions	E-Voting	7,00,72,640	5,03,17,416	71.81	5,03,11,584	5,832	99.99	0.01
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		5,03,17,416	71.81	5,03,11,584	5,832	99.99	0.01
Total		25,62,28,960	23,64,73,736	92.29	23,64,67,904	5,832	99.99	0.01

5) Resolution No. 5 – Reclassification of Authorised Share Capital 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	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		18,61,56,320	100.00	18,61,56,320	0	100.00	0.00



Public Institutions	E-Voting Poll		0	0	0	0	0	0.00
	Postal Ballot		0	0	0	0	0	0.00
	Total		0	0	0	100.00	0.00	
Public Non - Institutions	E-Voting Poll	7,00,72,640	5,03,17,416	71.81	5,02,91,820	25,596	99.95	0.05
	Postal Ballot		0	0	0	0	0.00	
	Total		0	0	0	0	0.00	
			5,03,17,416	71.81	5,02,91,820	25,596	99.95	0.05
Total		25,62,28,960	23,64,73,736	92.29	23,64,48,140	25,596	99.95	0.05

6) Resolution No. 6 – Ratification of Remuneration to Cost Auditors

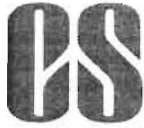
Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				No				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes – in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting Poll	18,61,56,320	18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		0	0	0	0	0.00	
			18,61,56,320	100.00	18,61,56,320	0	100.00	0.00
Public Institutions	E-Voting Poll							0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		0	0	0	0	0.00	
			0	0	0	100.00	0.00	
Public Non - Institutions	E-Voting Poll	7,00,72,640	5,03,17,416	71.81	5,03,16,360	1,056	100.00	0.00
	Postal Ballot		0	0	0	0	0.00	
	Total		0	0	0	0	0.00	
			5,03,17,416	71.81	5,03,16,360	1,056	100.00	0.00
Total		25,62,28,960	23,64,73,736	92.29	23,64,72,680	1,056	100.00	0.00

For, Madhav Infra Projects Limited

Gopal Shah

Gopal Shah
Company Secretary





Date: 27/09/2021

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 28th Annual General Meeting of **MADHAV INFRA PROJECTS LIMITED** held through Video Conferencing (VS)/ Other Audio-Visual Means (OAVM) on Wednesday, 25th September 2021 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 31st August, 2021 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 25th September, 2021 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 28th AGM along with the Annual Report 2020-21 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Registrar and Transfer Agents (RTA).

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 28th AGM was the responsibility of the management. My responsibility as 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.

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 Wednesday, September 22, 2021, and ends on Friday, September 24, 2021.
5. At the 28th AGM of the Company held on Saturday, the 25th day of September 2021 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. 18th September 2021 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 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 consider and adopt the Audited Financial Statement (including Consolidated Financial Statements) of the Company for the financial year ended March 31, 2021, and the Reports of the Board 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	58	236472680	99.99
E voting During The AGM	00	00	000
Total	58	236472680	99.99

(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	03	1056	0.00044
E voting During The AGM	00	00	000
Total	03	1056	0.00044

(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: 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	57	236449680	99.98
E voting During The AGM	00	00	000
Total	57	236449680	99.98

(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	04	24056	0.0101





E voting During The AGM	00	00	000
Total	04	24056	0.0101

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 and fix the remuneration of Statutory Auditors of the Company.:

(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	57	236472580	99.98
E voting During The AGM	00	00	000
Total	57	236472580	99.98

(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	03	1056	0.0004
E voting During The AGM	00	00	000
Total	03	1056	0.00044

(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.4: To issue Convertible Equity Warrants to Person other than Promoter Promoter Group of the Company on Preferential Basis.:





(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	53	236467904	99.99
E voting During The AGM	00	00	000
Total	53	236467904	99.99

(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	08	5832	0.0024
E voting During The AGM	00	00	000
Total	08	5832	0.0024

(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 : Reclassification of the Authorised Share Capital of the Company.:

(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	55	236448140	99.98
E voting During The AGM	00	00	000
Total	55	236448140	99.98





(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	06	25596	0.0108
E voting During The AGM	00	00	000
Total	06	25596	0.0108

(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 : Ratification of Remuneration to Cost Auditors.:

(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	58	236472680	99.99%
E voting During The AGM	00	00	000
Total	58	236472680	99.99%

(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	03	1056	0.00044
E voting During The AGM	00	00	000
Total	03	1056	0.00044

(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





KH & ASSOCIATES

Practicing Company Secretaries


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,

FOR KH & ASSOCIATES
COMPANY SECRETARIES


HAREESH KAPURIYA
M.NO: ACS26109, CP: 16749
UDIN: A026109C001013942
DATE: 27/09/2021
PLACE: VADODARA

WITNESS 1



NAME

VIRAL J. TRADA

WITNESS 2



NAME

AJAY CHAUDHARY

