

Madhav Infra Projects Limited

CIN: L45200GJ1992PLC018392

Madhav House, Plot No. 4

Near Panchratna Building

Subhanpura, Vadodara-390 023

Telefax : 0265-2290722

secretarial@madhavcorp.com

www.madhavcorp.com



Date: September 26, 2025

To,
General Manager
Listing Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Respected Sir/Ma'am,

Sub: Proceedings of the 32nd Annual General Meeting (AGM) of the Company held on Friday, September 26, 2025, through Video Conferencing (VC) / Other Audio-Visual means (OAVM).

Ref: Madhav Infra Projects Limited (Security Id: MADHAVIPL, Scrip Code: 539894)

Pursuant to Regulation 30 of the SEBI (LODR) Regulations, 2015 ("SEBI Listing Regulations"), read with item 13 of Part A of Schedule III of the Listing Regulations, we herewith submit the proceedings of the Annual General Meeting of the Company held today, *i.e.*, on September 26, 2025, through Video Conferencing (VC) / Other Audio-Visual means (OAVM), which was commenced at 11:30 A.M. and concluded at 11:48 A.M.

Kindly take the same on your records and oblige us.

Thanking You.

Yours faithfully,
For **Madhav Infra Projects Limited**

Khushbu Prajapati
Company Secretary &
Compliance Officer
M. No. A63791

Encl: As above



PROCEEDINGS OF THE 32ND ANNUAL GENERAL MEETING OF MADHAV INFRA PROJECTS LIMITED HELD ON FRIDAY, SEPTEMBER 26, 2025, THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM) UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

Meeting Day, Date & Time	Friday, September 26, 2025, at 11:30 A.M.
Venue	Madhav House, Near Panchratna Building, Subhanpura, Vadodara – 390023, Gujarat, India, through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)
Chairperson	Shri Amit Khurana, Managing Director of the Company, took the chair as per the terms of Article 101 of the Article of Association of the Company.
Director's Present	Shri Ashok M. Khurana, Chairperson Shri Amit Khurana, Managing Director and Chairperson of 32 nd AGM Shri Shankar Prasad Bhagat, Independent Director Mrs. Hiral Vinodbhai Patel, Independent Director
In Attendance	Ms. Khushbu Prajapati, Company Secretary and Compliance Officer
Invitees & Other Present	Shri Rajendrasinh Rana, Chief Financial Officer Shri Hareesh Kapuriya (Practicing Company Secretary), Partner of KH & Associates - Secretarial Auditor, and Scrutinizer for this AGM
Members attending the Meeting through VC/OAVM	40 Members were Present through VC
Quorum	The requisite quorum, as required under section 103 of the Companies Act, 2013, was present.

1. At 11:30 A.M., Ms. Khushbu Prajapati, Company Secretary of the Company, welcomed all the Members present through Video Conferencing/ Other Audio-Visual Means (OAVM) in the Annual General Meeting [AGM]. She explained the facilities for joining this AGM and detailed the procedure for conducting this AGM. Then she introduced the Directors present in this AGM and called on the Chairperson to proceed further.
2. Shri Amit Khurana, occupied the Chair, and there being an adequate quorum of shareholders present, he called the meeting in an order.
3. The Chairperson welcomed the Shareholders and, after ascertaining the quorum, called the Meeting to an Order.
4. The Chairperson of the Company presided the Meeting. Members had attended and participated in the General Meeting through VC/OAVM, where the requirement of physical presence of members at a common venue had been relaxed by SEBI/MCA.



5. The Chairperson further informed that the Company had received the Authorization letter from the Body Corporate and trust for their representative to attend this meeting. It will represent 8,13,60,000 Equity Shares, i.e., 30.18 % of the total paid-up equity share capital. Thereafter, the Chairperson handed over to Ms. Khushbu Prajapati, Company Secretary and Compliance Officer, to proceed further.
6. CS Khushbu Prajapati explained to the shareholders about the Voting Facility provided at the Annual General Meeting pursuant to the provisions of the Companies Act, 2013, and the SEBI listing regulations [SEBI (LODR) Regulations, 2015]. The company has provided a facility for voting by electronic means to all its members to enable them to cast their votes electronically, and the business may be transacted through such e-voting. For this purpose, the company has tied up with the e-voting system of National Securities Depository Limited (NSDL) for facilitating voting through electronic means as the authorized agency. The Company provided a remote e-voting facility to all the persons who were members on Friday, **September 19, 2025, being the cut-off date** for voting on all the resolutions set out in the Notice of 32nd AGM. Members attending the AGM today who have not cast their vote by remote e-voting were entitled to exercise their right to vote by e-voting.
7. She further informed that Shri Hareesh Kapuriya, Partner of M/s KH & Associates, Practicing Company Secretary, has been appointed as the scrutinizer for e-voting today. The results of the e-voting will be declared within two working days of the conclusion of this AGM, as required by law, after considering the e-voting done today by members participating in this AGM and also the remote e-voting already done. The results, along with the Scrutinizer Report, will be submitted to the stock exchanges, i.e., BSE Limited, and will also be placed on the website of the company.
8. As the meeting has convened through VC today, resolutions have already been put to a vote through remote e-voting, and the requirement to propose and second the resolutions is not applicable and has been handed over to the Chairperson.
9. The Chairperson informed that the Annual report of the Company, together with the Notice convening the 32nd Annual General Meeting, was delivered to the Members as per the statutory requirements.
10. The following items of business as set out in the Notice convening the 32nd Annual General Meeting, were recommended for members consideration and approval:
 - a. **Ordinary Businesses:**
 - i. Adoption of Audited Financial Statements (including both standalone and consolidated) for the financial year ending March 31, 2025, along with the reports of the Board of Directors and Auditors.
 - ii. Reappointment of Shri Ashok Khurana (DIN: 00003617), who retires by rotation, and offers himself for reappointment.
 - b. **Special Businesses:**
 - iii. Authorization to Advance Loans/Provide Guarantees/Provide Securities under Section 185 of the Companies Act, 2013.
 - iv. Approval to Increase Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013.
 - v. Approval to Encumber Company Property for borrowing external funds under Section 180(1)(a) of the Companies Act, 2013.
 - vi. Ratification of Remuneration to Cost Auditors.
 - vii. Approval of Related Party Transactions with Waa Solar Limited, Madhav Infra – M S Khurana JV, and Rahatgarh Berkhedi Corridor Pvt Ltd.



viii. Appointment of Secretarial Auditors (M/s. KH & Associates) for the term commencing from FY 2025-26 to FY 2029-30.

11. With the permission of the Shareholders present, the Notice and Auditor's Report were taken as read. Also informed the speaker shareholders to ask their questions, if any. Four speaker shareholders had registered their name and out of which only one speaker shareholder have not attended the meeting. The Chairperson further informed that the voting results would be announced within two working days of the conclusion of the AGM.
12. Thereafter, the Chairperson had taken consent from the members to leave the meeting and handed over to the Company Secretary.
13. CS Khushbu Prajapati, the Company Secretary of the Company, thanked everyone for their participation and announced the closure of the Annual General Meeting of the Company at 12:03 P.M. after the closing of E-voting.

For Madhav Infra Projects Limited

Place: Vadodara
Date: 26/09/2025

Amit Khurana
Chairperson of the Meeting