

MADHAV MARBLES AND GRANITES LIMITED

CIN: L14101RJ1989PLC004903

Regd. Office: Third Floor, "Mumal Towers", 16, Saheli Marg, Udaipur (Raj.) 313 001

Phone: 91-0294-2981666, E-mail: investor.relations@madhavmarbles.com

Website: www.madhavmarbles.com

12-06-2026

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001
Scrip Code: 515093

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra East
Mumbai-400051
Scrip Code: MADHAV

Dear Sir/Madam,

Sub: Outcome of Board Meeting - Notice of the Extra-Ordinary General Meeting

Pursuant to applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please be informed that the Board of Directors at its meeting held today on June 12, 2026 approved Notice calling Extra Ordinary General Meeting. The Board meeting commenced at 3.00 p.m. and concluded at 4.10 p.m.

The Notice of the Extra-Ordinary General Meeting ("EGM") of Madhav Marbles and Granites Limited ("the Company") to be held on Monday, July 06, 2026 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") is enclosed herewith. The meeting is being held in accordance with relevant circulars issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India. The EGM Notice is towards seeking approval of the Members of the Company on Material Related Party Transactions.

The said Notice of EGM will be sent through electronic mode to those Members whose email addresses are registered with the Company/Registrar and Transfer Agent/ Depositories.

The said Notice will also be available at the website of the Company at www.madhavmarbles.com

Kindly take the same on record.

Yours faithfully,

For **Madhav Marbles and Granites Limited**

PRIYANKA Digitally signed by
PRIYANKA MANAWAT
MANAWAT Date: 2026.06.12
16:17:10 +05'30'
Priyanka Manawat
Company Secretary

Encl: As above

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
Regd. Office: Third Floor, "Mumal Towers", 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

NOTICE

NOTICE is hereby given to the Shareholders (the "Shareholders" or the "Members") of Madhav Marbles and Granites Limited ("Company") that an Extra-Ordinary General Meeting ("EGM") of the Company will be held on Monday, July 06, 2026 at 11.30 a.m. through Video Conferencing / Other Audio-Visual Means to transact the following special business:

1. Item No. 1 – Approval for material related party transactions with Madhav Ashok Ventures Private Limited:

To consider, and, if thought fit, and to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the "SEBI Listing Regulations") and the applicable provisions of Section 188 of the Companies Act, 2013 (the "Act"), if any, and to the extent applicable, and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any amendments, statutory modifications and/or re-enactments thereof for the time being in force, read with the Company's Policy on dealing with Related Party Transactions, and subject to such other laws, rules and regulations as may be applicable in this regard and basis the recommendation/approval of the Audit Committee/Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors (the "Board", which term shall include any of the committees thereof) for the Company to enter/continue to enter into any and all material related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions taken together with Madhav Ashok Ventures Private Limited (MAVPL), a subsidiary of the Company and a 'related party' as defined in Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as the Board, in its absolute discretion, may deem fit PROVIDED HOWEVER THAT the aggregate outstanding amount of all such material related party transactions/contracts/ arrangements shall not, at any point of time, exceed INR 50 Crores (Rupees Fifty Crores only), as per details mentioned in the explanatory statement AND THAT such transactions/contracts/arrangements shall be carried out in the ordinary course of business of the Company and at arm's length basis or otherwise as permissible under applicable law

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
Regd. Office: Third Floor, "Mumal Towers", 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

2. Item No. 2 – Approval for material related party transactions with Madhav Surfaces (FZC) LLC:

To consider, and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “SEBI Listing Regulations”) and the applicable provisions of Section 188 of the Companies Act, 2013 (the “Act”), if any, and to the extent applicable, and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any amendments, statutory modifications and/or re-enactments thereof for the time being in force, read with the Company’s Policy on dealing with Related Party Transactions, and subject to such other laws, rules and regulations as may be applicable in this regard and basis the recommendation/approval of the Audit Committee/Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors (the “Board”, which term shall include any of the committees thereof) for the Company to enter/continue to enter into any and all material related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions taken together with Madhav Surfaces (FZC) LLC (MSL), associate of the Subsidiary of the Company and a ‘related party’ as defined in Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as the Board, in its absolute discretion, may deem fit PROVIDED HOWEVER THAT the aggregate outstanding amount of all such material related party transactions/contracts/ arrangements shall not, at any point of time, exceed INR 40 Crores (Indian Rupees Forty Crores only) as per details mentioned in the explanatory statement AND THAT such transactions/contracts/arrangements shall be carried out in the ordinary course of business of the Company and at arm’s length basis or otherwise as permissible under applicable law

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

3. Item No. 3 – Approval for material related party transactions with Madhav Natural Stone Surfaces Private Limited:

To consider, and, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (the “SEBI Listing Regulations”) and the applicable provisions of Section 188 of the Companies Act, 2013 (the “Act”), if any, and to the extent applicable, and other applicable provisions of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, including any amendments, statutory modifications and/or re-enactments thereof for the time being in force, read with the Company’s Policy on dealing with Related Party Transactions, and subject to such other laws, rules and regulations as may be applicable in this regard and basis the recommendation/approval of the Audit Committee/Board of Directors of the Company, consent of the Members be and is hereby accorded to the Board of Directors (the “Board”, which term shall include any of the committees thereof) for the Company to enter/continue to enter into any and all material related party transactions/contracts/arrangements whether by way of an individual transaction or series of transactions taken together with Madhav Natural Stone Surfaces Private Limited (MNS SPL), a subsidiary of the Company and a ‘related party’ as defined in Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as the Board, in its absolute discretion, may deem fit PROVIDED HOWEVER THAT the aggregate outstanding amount of all such material related party transactions/contracts/ arrangements shall not, at any point of time, exceed INR 10 Crores (Rupees Ten Crores only) as per details mentioned in the explanatory statement AND THAT such transactions/contracts/arrangements shall be carried out in the ordinary course of business of the Company and at arm’s length basis or otherwise as permissible under applicable law

RESOLVED FURTHER THAT the Board be and is hereby authorised to do and perform all such acts, deeds, matters and things, as may be necessary and expedient, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental authorities in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

By order of the Board
For **Madhav Marbles and Granites Ltd.**

Priyanka Manawat
Company Secretary

Udaipur, June 12, 2026

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

Notes:

1. In accordance with the provisions of the Act, read with the Rules made thereunder and General Circular No. 3/2025 dated 22nd September 2025, other Circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time, and Circular No. SEBI/HO/CFD/CFDPoD-2/P/ CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (“SEBI”) (“the Circulars”), companies are allowed to hold Extraordinary General Meeting (“EGM”) through Video Conference (“VC”) till further order, without the physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC.
2. An Explanatory Statement pursuant to Section 102 of the Act, setting out material facts concerning the business under Item No. 1 to 3 of the Notice is annexed hereto.
3. In accordance with the Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India (ICSI) read with Clarification/Guidance on applicability of Secretarial Standards-1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company i.e. Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur -313001, Rajasthan which shall be the venue of the EGM. Since the EGM will be held through VC, the Route Map for the Venue of the Meeting is not annexed in this Notice.
4. Generally, a member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members under Section 105 of the Act will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
5. In compliance with the provisions of Section 108 of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of Listing Regulations and MCA Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-Voting during the EGM will be provided by CDSL.
6. All documents referred to in the EGM Notice will be available electronically for inspection by the members, from the date of circulation of this Notice upto the date of EGM, i.e. Monday, July 06, 2026. Members seeking inspection of the aforementioned documents can send an email : investor.relations@madhavmarbles.com
7. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
8. Participation of Members through VC/OAVM shall be reckoned for the purpose of quorum for the EGM as per Section 103 of the Act.
9. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote e-voting and e-voting during the EGM. The process and instructions for remote e-voting are provided in the subsequent pages. Such remote e-voting facility is in addition to voting that will take place at the EGM being held through VC.
10. Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through e-voting at the EGM. The Members who have cast their vote by remote e-voting prior to the EGM may also join the EGM through VC but shall not be entitled to cast their vote again.
11. The Board of Directors has appointed M/s Ronak Jhuthawat & Co. Practicing Company Secretaries, as the Scrutiniser to scrutinise the voting during the EGM and remote e-voting process in a fair and transparent manner.
12. The results declared along with the Scrutiniser’s Report shall be placed on the Company’s website www.madhavmarbles.com and on the website of CDSL www.evotingindia.com. The same shall also be communicated to BSE and National Stock Exchange of India Limited, where the shares of the Company are listed.
13. Since this EGM is being held through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy by Members under Section 105 of the Act will not be available for the EGM and hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
14. Corporate Members are required to access the link www.evotingindia.com and upload a certified copy of the Board resolution authorising their representative to vote on their behalf. Institutional investors are encouraged to attend and vote at the meeting through VC.
15. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
16. In line with the MCA Circulars and SEBI Circulars, the Notice of the EGM along with Explanatory Statement is being sent only through electronic mode to those Members whose e- mail addresses are registered with the Company/Depositories. The Notice convening the EGM along with Explanatory Statement has been uploaded on the website of the Company at www.madhavmarbles.com under ‘Investor Relations’ section and same can also be accessed on the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and the Notice is also available on the website of CDSL at www.evotingindia.com.
17. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) by writing to the Company’s Registrar and Share Transfer Agent, Ankit Consultancy Private Limited, 60, Electronic Complex, Pardeshipura, Indore – 452001, Madhya Pradesh.
18. In compliance with provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, Notice of the EGM along with Explanatory Statement has been sent via Electronic Mode (E-mail) to the Members whose E-mail ID was made available to us by the Depositories. We request the Members to register / update their e-mail address with their Depository Participant, in case they have not already registered / updated the same
19. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the EGM.

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, Web: www.madhavmarbles.com,

Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001

Email: investor.relations@madhavmarbles.com, Tel: (0294) 2981666

20. Members will be provided with the facility of remote e-voting during the VC / OAVM proceedings at the EGM and Members participating at the EGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote during such proceedings of the EGM through remote e-Voting. Members who have cast their vote by remote e-Voting prior to the EGM will also be eligible to participate at the EGM but shall not be entitled to cast their vote again.
21. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on Monday, June 29, 2026 (cut-off date) shall be entitled to avail the facility of remote e-Voting before as well as during the EGM. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
22. Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the Notice and holding shares as on the cut-off date should follow the same procedure of e-Voting as mentioned below.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:

In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations and applicable circulars, the Members are provided with the facility to cast their vote electronically (through remote e-Voting as well as the Voting system on the date of the EGM), through the e-Voting services provided by CDSL, on all the resolutions set forth in this Notice.

The remote e-Voting period commences on Friday, July 03, 2026 (9.00 A.M. IST) and ends on Sunday, July 05, 2026 (5.00 P.M. IST). During this period, Members holding shares either in physical mode or in demat mode, as on Monday, June 29, 2026 i.e., cut-off date, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter. A person who is not a member as on the Cut-off date should treat Notice of this Meeting for information purposes only. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e., Monday, June 29, 2026

Any person or non-individual Shareholders (in physical mode/ demat mode) who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow the steps mentioned below.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

In terms of the SEBI circular dated December 9, 2020 on the e-Voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e- Voting process has been enabled to all individual Shareholders holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. Login method for Individual Shareholders holding securities in demat mode is given below:

| Type of Members | Login Method |
|--|---|
| Individual Members holding securities in Demat mode with CDSL | <p>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the voting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p> |
| Individual Members holding securities in demat mode with NSDL | <p>1) If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDEAS “Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under “Shareholder/Member” section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |
| Individual Shareholders (holding securities in demat mode) login through their Depository Participants | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> |

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,

Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001

Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

| Login type | Helpdesk details |
|--|---|
| Individual Shareholders holding securities in Demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk mode with CDSL by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33 |
| Individual Shareholders holding securities in Demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk mode with NSDL by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000 |

Step 2 Login method for e-Voting and voting during the meeting for Shareholders holding securities in physical mode and non- Individual Shareholders in demat mode.

- i. The shareholders should log on to the e-voting website www.evotingindia.com.
- ii. Click on Shareholders tab/ module.
- iii. Now Enter your User ID
- iv. For CDSL: 16 digits beneficiary ID,
- v. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- vi. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vii. Next enter the Image Verification as displayed and Click on Login.
- viii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- ix. If you are a first time user follow the steps given below:

| | For Members holding shares in Demat Form (other than Individuals) and Physical Form |
|---|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your Date of Birth (DOB) demat account or in the Company's records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

- x. After entering these details appropriately, click on “SUBMIT” tab.
- xi. Shareholders holding shares in physical mode will then directly reach the Company selection screen. However, Shareholders holding shares in Demat mode will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat account holders for voting for resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xii. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xiii. Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- xiv. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xvi. After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvii. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xviii. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xix. If a Demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot password and enter the details as prompted by the system.

Additional Facility for Non – Individual Shareholders and Custodians –For Remote e- Voting only

- Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote. □ A scanned copy of the Board Resolution and Power of Attorney (“POA”) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non-Individual Shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at their email address, if they have voted from individual tab & not uploaded same in the CDSL e- Voting system for the scrutinizer to verify the same.

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

Instructions for Members voting on the day of the EGM on e-voting system are as under: -

- i. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for Remote e-voting.
- ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
- iii. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the EGM.
- iv. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting
- v. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- vi. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investor.relations@madhavmarbles.com. The shareholders who do not wish to speak during the EGM but have queries may send their queries in advance seven days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at investor.relations@madhavmarbles.com. These queries will be replied to by the company suitably by email.
- vii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
- viii. Only those Members/ Members, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available in the EGM.
- ix. If any Votes are cast by the members through the e-voting available during the EGM and if the same members have not participated in the meeting through VC/OAVM facility , then the votes cast by such members shall be considered invalid as the facility of e-voting during the meeting is available only to the members participating in the meeting.
- x. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

Instructions for members for attending the EGM through VC / OAVM are as under:

- i. Member will be provided with a facility to attend the EGM through VC/OAVM through the CDSL e-voting system. Members may access the same at <https://www.evotingindia.com> under Members / members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
- ii. Members are encouraged to join the Meeting through Laptops/Personal Computers for better experience. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the Meeting.
- iii. Please note that Participants connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- iv. Members who would like to express their views/ask questions during the Meeting may register themselves as a speaker by sending their request seven days prior to Meeting mentioning their name, demat account number/folio number, email id, mobile number at investor.relations@madhavmarbles.com and register themselves as speaker. Only those who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting.

The Company has appointed Dr. Ronak Jhuthawat (FCS No. 9738, CP No. 12094) of M/s Ronak Jhuthawat & Co., Company Secretary as the Scrutiniser, to scrutinise the voting process in a fair and transparent manner. The Scrutiniser shall, immediately after the conclusion of Electronic Voting (hereinafter referred to as 'e-voting') during the Meeting, count the e-votes cast and shall submit a Consolidated Scrutiniser's Report of the total e-votes cast in favour or against, if any, not later than two days from the conclusion of the Meeting to the Chairman of the Company or any person authorised by the Chairman in writing. The Chairman or any other authorised person, as the case may be, shall declare the result of the voting forthwith.

The results along with the Scrutiniser's Report will be placed on the Company's website at www.madhavmarbles.com and on the CDSL's website at www.evotingindia.com, immediately after the result is declared by the Chairman or any other authorised person, as the case may be, and the same shall be communicated to the Stock Exchanges, where the shares of the Company are traded. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. Monday, July 06, 2026.

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all the material facts relating the Resolution Nos. 1 to 3 to be passed as mentioned in the accompanying Notice:

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended, and Section 188 of the Companies Act, 2013 (“the Act”) read with the applicable Rules framed thereunder, approval of the Members is required for material related party transactions.

The Company, in the ordinary course of its business, proposes to enter into and/or continue various related party transactions with its subsidiaries and associate companies. In terms of Regulation 23(4) of the SEBI Listing Regulations, all material related party transactions require approval of the Members by way of a resolution, notwithstanding that such transactions are in the ordinary course of business and at arm’s length basis. The Audit Committee and the Board of Directors of the Company have reviewed and approved the proposed related party transactions, subject to the approval of the Members.

The Company enters into the Related Party transactions with its Subsidiaries and Associates including financial support, rendering of services and other transactions such as reimbursement of expenses, rent against usage of office space etc. The Related Party Transactions (RPTs) undertaken by the Company are essential for achieving its business objectives and are necessary for the operational efficiency, business expansion, project execution, treasury management and financial support to subsidiaries and associates. All transactions are and shall be carried out in the ordinary course of business and on an arm’s length basis.

The details of the proposed related party transactions, as required under Section 102 of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI Listing Regulations, are provided in table as Annexure A.

In terms of Regulation 23(4) of the SEBI Listing Regulations, all related parties of the Company (whether or not a party to the particular transaction) shall abstain from voting on the resolutions set out at Item Nos. 1 to 3 of this Notice, whether through remote e-voting or e-voting during the EGM. Save and except Mr. Madhav Doshi, CEO and Managing Director and Mrs. Riddhima Doshi, Whole Time Director, being promoters of the Company who are also directors of the related-party entities, none of the other Directors or Key Managerial Personnel of the Company, or their relatives, is in any way, financially or otherwise, concerned or interested in the resolutions set out at Item Nos. 1 to 3.

The Board of Directors therefore recommends the resolution as set out in item no. 1 to 3 of the notice for approval of members of the Company by way of an Ordinary Resolution.

Details of the existing as well as new material related party transactions with Related Parties including the information required to be disclosed in the Explanatory Statement pursuant to the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated 26th June 2025, are as follows:

Annexure A

| S. No. | Particulars of the Information | Information provided by the Management | | |
|---|--|---|--|---|
| Part A: Minimum information of the proposed RPT | | | | |
| A(1) Basic details of the related party | | | | |
| | Name of the Related Party | Madhav Ashok Ventures Private Limited (MAVPL). | Madhav Surfaces (FZC) LLC. (MSL) | Madhav Natural Stone Surfaces Private Limited (MNSSPL). |
| | Country of Incorporation of the Related Party | India | Sultanate of Oman | India |
| | Nature of the Business of Related Party | Trading of Granite and Other Stone. Invested in Engineered Stone Manufacturing Facility at Oman. | Manufacturing and Export of Engineered Stone | Realty |
| A(2) Relationship and ownership of the related party | | | | |
| | Relationship between the Listed Entity and Related Party | Listed Entity is holding 60% stake. At the Board Meeting held on May 29, 2026, approval of the board was obtained for acquisition of additional 40% | MAVPL holds 36.67% stake and Listed Entity hold 13.33 % Stake. | Wholly owned Subsidiary |

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
 Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

| | | | | | | | |
|---|--|--|----------------|--|---------------|--|--------------|
| | | stake, making the Subsidiary a 100% WOS, subject to execution of required compliances and Corporate Action | | | | | |
| | Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity. | Not Applicable | Not Applicable | Not Applicable | | | |
| | Shareholding of the related party, whether direct or indirect, in the Listed Entity/subsidiary. | Not Applicable | Not Applicable | Not Applicable | | | |
| A(3) Details of previous transactions with the related party | | | | | | | |
| | Total amount of all the transactions undertaken by the Listed Entity or Subsidiary with the related party during the last financial year. (Rs. In Lakhs) FY 2025-2026 | Transactions between Listed Entity and Related Party | Amount | Transactions between Listed Entity and Related Party | Amount | Transactions between Listed Entity and Related Party | Amount |
| | | Loan and Advances: | 72.94 | Loan and Advances: | 84.00 | Loan and Advances: | 3.05 |
| | | Interest: | 150.13 | Current Account Expenses: | 23.78 | Interest: | 36.30 |
| | | Repayment of Loan: | (128.00) | Purchase of Goods | 24.71 | Rent: | 0.88 |
| | | Current Account Expenses: | 11.76 | | | Investment in Shares | 15.49 |
| | | Rent: | 0.88 | | | | |
| | Investment in Shares | 84.00 | | | | | |
| | | Total | 191.71 | Total | 132.49 | Total | 55.72 |
| | | | - | Transaction between Subsidiary and Related Party | Amount | | |
| | | | | Interest: | 31.42 | | |
| | | | | Current Account Expenses | 19.65 | | |
| | | | | Total | 51.07 | | |
| | Total amount of all the transactions undertaken by the Listed Entity or Subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. Quarter ended March 31, 2026 (Rs. In Lakhs) | Transactions between Listed Entity and Related Party | Amount | Transactions between Listed Entity and Related Party | Amount | Transactions between Listed Entity and Related Party | Amount |
| | | Interest: | 38.14 | Loan and Advances: | 84.00 | Loan and Advances: | 1.05 |
| | | Repayment of Loan: | (120.00) | Current Account Expenses: | 8.57 | Interest: | 9.18 |
| | | Rent: | 0.24 | | | Rent: | 0.24 |
| | | Investment in Shares | 84.00 | | | Investment in Shares | 15.49 |
| | | Loan and Advances | 7.70 | | | | |
| | | Total | 10.08 | Total | 92.57 | Total | 25.96 |
| | | | | Transaction between Subsidiary and Related Party | Amount | | |
| | | | | Interest: | 8.16 | | |
| | | | | Current Account Expenses | 0.25 | | |
| | | | | Total | 8.41 | | |
| | Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the subsidiary during the last financial year. | - | | - | | - | |

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,

Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001

Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

| A(4) Amount of the proposed transactions (All types of transactions taken together) | | | | |
|--|--|---|---|---|
| | Amount of the proposed transactions being placed for approval in the meeting | Upto the Limit of INR 50 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026. | Upto the Limit of INR 40 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026. | Upto the Limit of INR 10 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026. |
| | Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT? | Yes | Yes | Yes |
| | Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial Year. | 162.81 | 130.25 | 32.56 |
| | Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction). | - | - | - |
| | Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available. | 20096.46 | 59.37 | - |
| | Financial performance of the related party for the immediately preceding financial year. (Rs.in Lakhs) FY 2025 | Turnover : 24.88 Net Profit: - (248.06) | Turnover : 6737.18 Net Profit- (685.26) | Turnover : NIL Net Profit: (42.10) |
| A(5) Basic details of proposed transactions | | | | |
| | Specific type of the proposed transaction | The Transaction includes Sale & purchase of goods and raw materials, reimbursement of Expenses, usage of Office Space, availing of services for secondment of employees, providing loans, inter-corporate deposits, advances, investments and/or financial facilities (non-fund and fund based), Corporate Guarantee. | Purchase and Sale of Goods and raw Material; Providing financial assistance by way of loan /securities / other debt instruments and Investments Providing assistance in Procurement of Raw Material | Providing financial assistance by way of loan /securities / other debt instruments including corporate guarantee; usage of office space, and Investment in Shares and Securities. Providing assistance in Business operations |
| | Details of the proposed transaction | As explained in above | | |
| | Tenure of the proposed Transactions | One Year | | |
| | Whether omnibus approval is being sought? | - | - | - |
| | Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise. | Upto the Limit of INR 50 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026. | Upto the Limit of INR 40 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026. | Upto the Limit of INR 10 Crore including the Transactions already done in previous Financial years and outstanding as on March 31, 2026. |
| | Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity | The Transactions will enable the Related Parties smoothen their business operations, cater to their respective business requirements, sourcing and/or supply finished goods to the market at an advantage as well as to ensure consistent flow of desired quality and quantity of RM, goods, services and facilities without interruptions. | | |

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
 Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001
Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

| | | | | |
|---|--|---|--|---|
| | | <p>The Company proposes to provide loans, inter-corporate deposits, advances, investments and/or financial facilities from time to time to enable Related Parties to meet its funding requirements and guarantees to enable Subsidiaries and the Associate to borrow the funds required for its business operations.</p> <p>These transactions are proposed considering the Business nature, competency, strength, optimal utilisation of its resources by the related parties and are also in the best interest of the Company</p> | | |
| | Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. | Mr. Madhav Doshi, CEO and Managing Director and Mrs. Riddhima Doshi, Whole Time Director Their interest or concern or that of their relatives, is limited only to the extent of their holding directorship/shareholding | | |
| | Shareholding of the director / KMP, whether direct or indirect, in the related party | - | - | - |
| | A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee. | Not Applicable | Not Applicable | Not Applicable |
| | Other information relevant for decision making. | All relevant / important information forms part of this statement setting out material facts pursuant to Section 102 of the Companies Act, 2013. | | |
| Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A | | | | |
| B 1 Details for proposed transactions relating to sale, purchase or supply of goods or services or any other similar business transaction | | | | |
| | Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services. | Not Applicable | Not Applicable | Not Applicable |
| | Basis of determination of price. | Arm's length Pricing methodology | Arm's length Pricing methodology | Not Applicable |
| | In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of Trade advance b. Tenure c. Whether same is self-liquidating? | Not Applicable | Not Applicable | Not Applicable |
| B 2 Details for proposed transactions relating to any loans, inter-corporate deposits or advances given by the listed entity or its subsidiary | | | | |
| | Source of funds in connection with the proposed transaction | Internal accruals | | |
| | Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: | - | | |
| | Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders | - | | |
| | Proposed interest rate to be charged by listed entity from the related party. | Interest is charged on an arm's length basis. Existing loans/advances carry interest at 7% p.a. (charged up to 31 March 2026); any fresh loan/advance during the approval period shall carry interest rate not lower than the Company's cost of working-capital borrowing, reviewed periodically with prevailing bank rates. | On an arm's length basis, at a rate not lower than the Company's average cost of working-capital borrowing (presently 9% p.a.), as reviewed from time to time. | Interest is charged on an arm's length basis. Existing loans/advances carry interest at 7% p.a. (charged up to 31 March 2026); any fresh loan/advance during the approval period shall carry interest not lower than the Company's cost of working-capital borrowing, reviewed periodically with prevailing bank rates. |
| | Maturity / due date | March 31, 2028 | March 31, 2028 | March 31, 2027 |
| | Repayment schedule & terms | Bullet Repayment of Principal and Interest | | |

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,

Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001

Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

| | | | | |
|--|--|---|----------------|----------------|
| | Whether secured or unsecured? | Unsecured | | |
| | If secured, the nature of security & security coverage ratio | - | | |
| | The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction. | The funds shall be utilized by the investee companies for its business operations, including expansion of existing facilities, working capital requirements, strategic projects, and other corporate purposes as may be approved by its Board of Directors. The investment is intended to strengthen the financial position of the subsidiary and support its growth and operational objectives. | | |
| B 3 Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary | | | | |
| | Source of funds in connection with the proposed transaction. | Internal accruals | | |
| | Where any financial indebtedness is incurred to make investment, specify the following | - | | |
| | The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction. | The funds shall be utilized by the Related Party companies for its business operations, including expansion of existing facilities, working capital requirements, strategic projects, and other corporate purposes as may be approved by its Board of Directors. The investment is intended to strengthen the financial position of the subsidiary and support its growth and operational objectives. | | |
| | Material terms of the proposed Transaction | Investment in Share Capital basis Valuation Report | | |
| Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary | | | | |
| | (a) Rationale for giving guarantee, surety, indemnity or comfort letter | Corporate Guarantee against SBOD | Not Applicable | Not Applicable |
| | (b) Whether it will create a legally binding obligation on listed entity? | Yes | Not Applicable | Not Applicable |
| | Material covenants of the proposed transaction including: (i) commission, if any to be received by the listed entity or its subsidiary; (ii) contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked. | NO Through residual interest in the assets of the related parties. | Not Applicable | Not Applicable |
| | The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified. (Rs. In Lakhs) | Corporate Guarantee: 1805.67 | Not Applicable | Not Applicable |
| Information to be provided only if a specific type of RPT mentioned below proposed to be undertaken is a material RPT and is in addition to Part A and B | | | | |
| C1 Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary | | | | |
| | Latest credit rating of the related party | NOT APPLICABLE | | |
| | Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; | NOT APPLICABLE NO NO | | |

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,

Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001

Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

| | | | |
|--|---|---|---|
| | <p>b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting;</p> <p>c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation;</p> <p>d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.</p> <p>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</p> | NO | |
| | | NO | |
| C2 Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary | | | |
| | Latest credit rating of the related party | NOT APPLICABLE | |
| | Whether any regulatory approval is required. If yes, whether the same has been obtained. | NO | |
| C 3: Disclosure only in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its Subsidiary | | | |
| | <p>If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party</p> <p>Note:</p> <p>a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</p> <p>b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</p> | NOT APPLICABLE | |
| | Details of solvency status and going concern status of the related party during the last three financial years: | | |
| | Note: MAVPL and MNSSPL follow April to March as Financial Year and MSL follows Calendar year as Financial Year. | FY 2025-2026: Qualified opinion on Impairment of Investments and Loans | FY 2025: Audit is in process |
| | | FY 2024-2025: Qualified opinion on Impairment of Investments and Loans | FY 2024: The Auditors have drawn attention towards Material uncertainty related to Going concern |
| | | FY 2023-2024: The Auditors have drawn attention towards Material uncertainty related to Going concern | FY 2023: No adverse remark |
| | | | FY 2025-2026: The Auditors have drawn attention towards Material uncertainty related to Going concern |
| | | | FY 2024-2025: The Auditors have drawn attention towards Material uncertainty related to Going concern |
| | | | FY 2023-2024: The Auditors have drawn attention towards Material uncertainty related to Going concern |

Madhav Marbles and Granites Limited

CIN: L14101RJ1989PLC004903, **Web:** www.madhavmarbles.com,
 Regd. Office: Third Floor, “Mumal Towers”, 16, Saheli Marg, Udaipur-313001

Email: investor.relations@madhavmarbles.com, **Tel:** (0294) 2981666

| | | | |
|---|---|---------------------|----------|
| <p>The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified (Rs. In Lakhs)</p> | <p>Corporate 1805.67</p> | <p>Guarantee: -</p> | <p>-</p> |
| <p>Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person.</p> | <p>-</p> | <p>-</p> | <p>-</p> |
| <p>In addition, state the following: a) Whether the account of the related party has been classified as a non- performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</p> <p>FY 2024-2025 FY 2023-2024 FY 2022-2023</p> | <p>NO</p> <p>NO</p> <p>NO</p> <p>NO</p> | | |