



Form No. MGT-8

**[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]**

**CERTIFICATE BY A COMPANY SECRETARY IN  
PRACTICE**

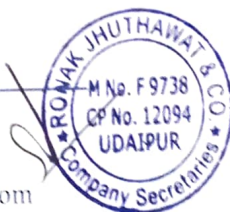
We have examined the registers, records, books and papers of Madhav Marbles And Granites Limited (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2025. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1. Its status under the Act;
  2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
  3. Filing of forms and returns as stated in the annual return or otherwise, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities as and when required within the prescribed time/beyond time;
  4. Calling/convening/holding meetings of Board of Directors and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been duly signed;
  5. Closure of Register of Members / Security holders for the purpose of the AGM.
  6. No Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act.
  7. Contracts /arrangements with related parties as specified in section 188 of the Act;
  8. No transmission or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
  9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act. **No such instances arose/occurred, hence not applicable.**

**Address :** 328, Samriddhi Complex, 3rd Floor, Near Canara Bank  
Opp. Krishi Upaz Mandi, Sector 11 Main Road, Udaipur-313001 (Raj.)

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10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12. No Constitution/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors **except appointment and resignation of Director during the year took place**

13. Appointment/ reappointment of the statutory auditors were made during the year

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; **No such approvals required to be taken, hence not applicable.**

15. Acceptance/ renewal/ repayment of deposits; **Company has not accepted any deposit nor having any amount of deposits outstanding within the meaning of Section 73 of the Companies Act 2013 read with rules made there under, hence there were no instances of renewal/repayment of deposits as such.**

16. No Borrowings from directors, members, public financial institutions and banks has been taken during the period under review and no creation of charges were made;

17. The Company has granted loans to other bodies corporate/persons during the year and has complied with the provisions of Section 186 of the Companies Act;

18. No Alteration of the provisions of the Memorandum was made during the year. However, the Company adopted the restated Articles of Association in compliance with the applicable provisions of the Companies Act, 2013

Place: Udaipur  
Date: 17.12.2025



For Ronak Jhuthawat & Co.

Dr. CS. Ronak Jhuthawat  
Partner

C.P. No.:12094 M No: 9738  
UDIN: F009738G002470592  
Peer Review No. 6592/2025  
Unique code: - P2025RJ104300

**Annexure A to Form MGT-8**

**To  
MADHAV MARBLES AND GRANITES LIMITED,  
First Floor, Mumal Towers 16, Saheli Marg,  
Udaipur, Rajasthan, India, 313001**

My certificate in Form MGT 8 on the Annual Return (MGT-7) as on the financial year ended on March 31, 2025 of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Form MGT-7. I believe that the processes and practices, I followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of the Companies Act 2013, rules, regulations, standards is the responsibility of the Management. My examination was limited to the verification of records on test basis.

**For Ronak Jhuthawat & Co.**

**Place: Udaipur  
Date: 17.12.2025**



**Dr. CS. Ronak Jhuthawat  
Partner**

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