

MRO-TEK REALTY LIMITED

CIN: L28112KA1984PLC005873

Registered & Corporate Office: No.6, New BEL Road

Chikkamaranahalli Bangalore 560054

Website: www.mro-tek.com, Phone: 080 42499000 Service & Support: 9845035626

Email ID: info@mro-tek.com

MROTEK[®]

Integrating Next Generation Networks

MRO: FS: 24-25

August 13, 2024

The Manager,

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block G Bandra – Kurla Complex Bandra (E)

Mumbai – 400 051

Fax No. 022-2659 8237/38.

The Manager,

Listing Department

BSE Limited, PJ Towers, Dalal Street, Fort

Mumbai – 400 001

Fax No. 022- 2272 3121

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Re-appointment of Mr. Directors of the Company

Pursuant to Regulation 30 of SEBI (LODR) Regulations, 2015, we hereby inform you that **based on the scrutinizers report** on the Resolutions passed by the Members at 40th Annual General Meeting ('AGM') held on Friday, the 9th day of August, 2024, through Video Conferencing ("VC")/ Other Audio Video Means ("OAVM"), please note the following:

- Mr. Aniruddha Bhanuprasad Mehta has been reappointed as the Chairman and Managing Director of the Company, effective May 22, 2024.
- Dr. Raghu Nambiar will cease to be the Director of the company effective August 9, 2024, as the special resolution was not passed with the requisite majority.

Please take all the above on record and kindly treat this as compliance with Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,

for MRO-TEK Realty Limited

Venkatesh Sunduru

Company Secretary and Compliance Officer

Scrip Code:

NSE : MRO-TEK

BSE : 532376

Demat ISIN : INE398B01018

GSTIN No 29AAACM9875E1Z1

PAN No. AAACM9875E

Factory Address: No 29B, Electronic City, Hosur Road, Bangalore 560100, KA, Phone No: 08028520544

VIJAYAKRISHNA K T

BBM, LLB, FCS, ACMA

Company Secretary

496/4, II Floor, 10th Cross
Near Bashyam Circle, Sadashivanagar,
Bangalore - 560 080, INDIA
Tel : +91 80 23610847, 41231106
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies
(Management & Administration) Rules, 2014]

To
Mr. Aniruddha Bhanuprasad Mehta
Chairman
MRO-TEK Realty Limited
Bengaluru

Dear Sir,

I, Vijayakrishna KT, Company Secretary in Whole-Time Practice (FCS No. 1788, CP No. 980), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru - 560 080, duly appointed as Scrutinizer by MRO-TEK Realty Limited ('the Company') for the purpose of scrutinizing the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 40th Annual General Meeting held on Friday, August 9, 2024 at 11.30 AM (IST) held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time and the provisions of Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations'), hereby furnish my Report to you.

The notice dated July 12, 2024, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA vide General Circular No. 09/2023, General Circular No: 10/2022 and 11/2022 on 28th December, 2022 No. 2/2022 dated May 5, 2022, General Circular No. Circular No. 19/2021 dated December 8, 2021, 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 (collectively "MCA Circulars"), permitted companies to conduct Annual General Meeting (AGM) through video conferencing or other audio visual means (VC) till September 30, 2024 and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022.

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Res. No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079, INDIA

Tel : +91 80 23221564

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules made there under relating to voting through remote e-voting and e-voting at the Annual General Meeting for the resolutions proposed in the Notice of 40th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" the resolutions proposed in the Notice convening the 40th Annual General Meeting of the Company.

The e-voting facility, both for remote e-voting and e-voting at the AGM were provided by Central Depository Services Limited (CDSL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for three days from August 6, 2024 (9.00 A.M. IST) till August 8, 2024 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform.

After conclusion of the Meeting, Chairman informed the Shareholders present at the AGM through VC/OAVM to avail the e-voting facility at the AGM provided by CDSL to those Shareholders who have not casted their vote. The Members holding Equity Shares as on the "cut-off date" i.e., August 2, 2024 were entitled to vote on the Resolutions proposed in the Notice calling the 40th Annual General Meeting.

At the end of the voting period on August 8, 2024 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on August 9, 2024, as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of the members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CDSL i.e. www.evotingindia.com and based on such reports.

- a. 47 (folio wise) members have cast their votes through remote e-voting.
- b. 01(folio wise) member has cast his/her votes at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under:



ORDINARY BUSINESS:

Item No.1: Adoption of Standalone Financial Statements of the Company which includes the Audited Balance Sheet as at March 31, 2024, the Statement of Profit and Loss for the financial year ended as on that date and the Cash Flow Statement together with reports of the Board of Directors and the Statutory Auditors thereon:

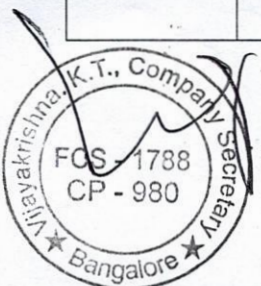
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 2: Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Report of the Auditors thereon:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	



Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 3: Re-appointment of Mrs. Gauri Aniruddha Mehta (holding DIN: 00720443), Director, who retires by rotation, and being eligible, offers himself for re-appointment:

Ordinary Resolution:

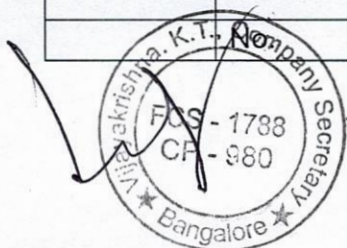
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

SPECIAL BUSINESS:

Item No. 4: Appointment of Dr. Raghu Nambiar as a Director and as an Independent Director:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of	No. of	No. of	No. of	No. of	No. of	



	members voted	Votes cast (shares)	member s voted	Votes cast (shares)	member s voted	Votes cast (shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 5: Reappointment of Mr. H S Venkatesh as an Independent Director:

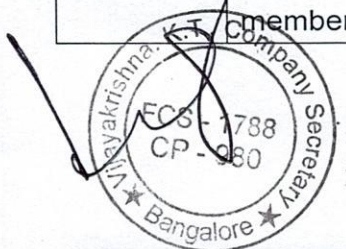
Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 6: Reappointment of Ms. Nicola Neeladri as an Independent Director:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of members voted	No. of Votes cast	No. of member	No. of Votes	No. of member	No. of Votes cast	



	voted	(shares)	s voted	cast (shares)	s voted	(shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 7: Approve the increase the Borrowing Powers of the Board of Directors of the Company:

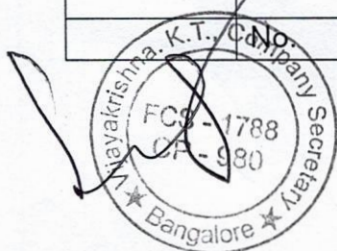
Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 8: Approve the powers of hypothecation, charging and mortgaging of the assets of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of	No. of	No. of	No. of	No. of	No. of	



	members voted	Votes cast (shares)	member s voted	Votes cast (shares)	member s voted	Votes cast (shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 9: Re-appointment of Mr. Aniruddha Bhanuprasad Mehta (Holding DIN: 00720504) as the Chairman and Managing Director of the Company:

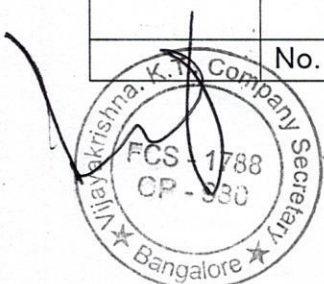
Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of members voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	
Assent	43	10446586	1	100	44	10446686	73.63
Dissent	4	3741160	0	0	4	3741160	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Item No. 10: To approve revision in overall remuneration of Mr. Aniruddha Bhanuprasad Mehta (DIN: 00720504), Chairman and Managing Director of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-voting		E-voting at the AGM		Total		
	No. of	No. of	No. of	No. of	No. of	No. of	



	members voted	Votes cast (shares)	member s voted	Votes cast (shares)	member s voted	Votes cast (shares)	
Assent	42	10446486	1	100	43	10446586	73.63
Dissent	5	3741260	0	0	5	3741260	26.37
Total	47	14187746	1	100	48	14187846	100.00
Abstained / Invalid	NIL	NIL	NIL	NIL	NIL	NIL	NA

Based on the foregoing, the Resolutions numbered 1, 2 3 and 9 with respect to the 40th Annual General Meeting may be deemed to have been **passed by requisite majority**.

Resolutions numbered 4 to 8 and 10 with respect to the 40th Annual General Meeting, being Special Resolutions having failed to get the requisite majority, may be deemed to have not been passed.

All the relevant records relating to e-voting are under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely.

Thanking You

Yours Sincerely




Vijayakrishna K T
Practising Company Secretary
FCS No.: 1788CP No.: 980
UDIN: F001788F000962352
Peer Review Certificate No. 1883/2022
Date: 13.08.2024
Place: Bengaluru