

March 19, 2022

To
BSE Limited
Dept. of Corporate Services
P. J. Towers, Dalal Street
Mumbai 400 001
Scrip Code: 503101

To
National Stock Exchange of India Limited
Listing Department
BKC, Bandra (E)
Mumbai 400 051
Symbol: MARATHON

Dear Sirs,

Sub: Outcome of Postal Ballot as per Regulation 30, 44 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

This is in continuation with our Letter dated February 15, 2022, wherein we intimated about the initiation of the Postal Ballot process by the Company for seeking approval of the Members by way of Special Resolutions, to be passed through remote e-voting ('E-voting') in respect of following Items as set out in the Postal Ballot Notice dated February 14, 2022:

1. Re-appointment of Mr. Deepak R. Shah (DIN: 06954206) as an Independent Director of the Company for the 2nd term (5 years) in the Office of the Board of Directors of the Company.
2. Increase the Power of Borrowing in excess of the prescribed limit in terms of the provisions of Section 180(1) (c) of the Companies Act, 2013.
3. Creation of Charge/Mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of borrowings, in terms of the provisions of Section 180(1)(a) of the Companies Act, 2013.
4. To align the terms/matters of ESOP-2020 Scheme approved by the shareholders of the Company at their 43rd AGM held on 30/9/2020 in line with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations").



Marathon Nextgen Realty Limited

702, Marathon Max, Mulund - Goregaon Link Road,
Mulund (W), Mumbai - 400080

T : +91 22 6724 8484 / 88

E : marathon@marathonrealty.com

CIN: L65990MH1978PLC020080

WEB: www.marathon.in

www.marathonnextgen.com

The E-voting period for Postal Ballot commenced on from February 17, 2022, at 9.00 a.m. (IST) and ended on March 18, 2022 at 5.00 p.m. (IST).

The Board of Directors of the Company had appointed Nitin R. Joshi, Practising Company Secretary (Membership Number CP 1884), as the Scrutinizer for conducting the Postal Ballot and to submit the Report.

We are pleased to inform that the Shareholders have approved the aforesaid resolutions with requisite majority. The approval is deemed to have been received on the last date of e-voting i.e. on Friday, March 18, 2022.

In this regard, please find the following:

- i. *Voting results of the Postal Ballot by way of E-voting, as required under Regulation 44(3) of the Listing Regulations; and*
- ii. *Scrutinizer's Report on E-voting dated March 19, 2022 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.*

You are requested to take the same on record.

Thanking you,

Yours truly,

For Marathon Nextgen Realty Limited



K. S. Raghavan
Company Secretary & Compliance Officer

March 19, 2022

To
The shareholders of
Marathon Nextgen Realty Limited
Mumbai 400 013.

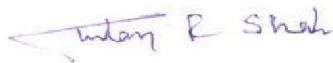
Dear shareholders,

Sub: Declaration of Voting Results - Postal Ballot

Voting concluded on Friday, March 18, 2022 at 5.00 p.m. (IST).

On the basis of the Report dated Saturday, March 19, 2022 forwarded by the Scrutinizer, Mr. Nitin R. Joshi - Practicing Company Secretary, Special Resolutions mentioned in the "Postal Ballot Notice" dated February 14, 2022, sent to the Shareholders for their voting got concluded on Friday, March 18, 2022 and were voted in favor with requisite majority.

I hereby declare them as "Passed".



Chetan R. Shah
Chairman
Marathon Nextgen Realty Limited



MARATHON NEXTGEN REALTY LIMITED

Based on the Scrutinizer's report, Result of the E-voting conducted through Postal Ballot on the following resolutions are as follows:

Date of the AGM/EGM Resolution Passed through Postal Ballot on	18-03-2022
Total number of shareholders on record date (11-02-2022)	8451
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable



MARATHON NEXTGEN REALTY LIMITED



Resolution (1)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
								Special	
								No	
Re-appointment of Mr. Deepak R. Shah (DIN:06954206) as an Independent Director of the Company for the 2nd Term(5 years)in the Office of the Board of Directors of the Company									
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		34484146	99.9991	34484146	0	100.0000	0.0000	
	Poll	34484446	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	34484446	34484146	99.9991	34484146	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	8700	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8700	0	0.0000	0	0	0	0	
Public- Non Institutions	E-Voting		618581	5.3758	608198	10383	98.3215	1.6785	
	Poll	11506854	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	11506854	618581	5.3758	608198	10383	98.3215	1.6785	
Total		46000000	35102727	76.3103	35092344	10383	99.9704	0.0296	
Whether resolution is Pass or Not.									
									Yes



MARATHON NEXTGEN REALTY LIMITED



Resolution (2)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
									Special
									No
Description of resolution considered									
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		34484146	99.9991	34484146	0	100.0000	0.0000	
	Poll	34484446	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	34484446	34484146	99.9991	34484146	0	100.0000	0.0000	
Public-Institutions	E-Voting		0	0.0000	0	0	0	0	
	Poll	8700	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	8700	0	0.0000	0	0	0	0	
Public- Non Institutions	E-Voting		618592	5.3759	593541	25051	95.9503	4.0497	
	Poll	11506854	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	11506854	618592	5.3759	593541	25051	95.9503	4.0497	
Total		46000000	35102738	76.3103	35077687	25051	99.9286	0.0714	
Whether resolution is Pass or Not.									
Yes									



MARATHON NEXTGEN REALTY LIMITED



Resolution (3)										
Resolution required: (Ordinary / Special)										
Whether promoter/promoter group are interested in the agenda/resolution?										
	Special									
	No									
Creation of Charge/Mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of borrowings, in terms of the provisions of Section 180(1)(a) of the Companies Act, 2013.										
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		34484146	99.9991	34484146	0	100.0000	0.0000		
	Poll	34484446	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		34484446	99.9991	34484146	0	100.0000	0.0000		
Public-Institutions	E-Voting		0	0.0000	0	0	0	0		
	Poll	8700	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		8700	0.0000	0	0	0.0000	0.0000		
Public- Non Institutions	E-Voting		618592	5.3759	604457	14135	97.7150	2.2850		
	Poll	11506854	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		11506854	5.3759	604457	14135	97.7150	2.2850		
Total		46000000	35102738	76.3103	35088603	14135	99.9597	0.0403		
Whether resolution is Pass or Not.										
Yes										



MARATHON NEXTGEN REALTY LIMITED



MARATHON

Resolution (4)										
Resolution required: (Ordinary / Special)										
Whether promoter/promoter group are interested in the agenda/resolution?										
Special										
No										
To align the terms of ESOP-2020 Scheme passed by the shareholders of the Company at their 43rd AGM held on 30/9/20 in line with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations")										
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting		34484146	99.9991	34484146	0	100.0000	0.0000		
	Poll	34484446	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		34484446	34484146	99.9991	34484146	0	100.0000	0.0000	
Public- Institutions	E-Voting		0	0.0000	0	0	0	0.0000		
	Poll	8700	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		8700	0	0.0000	0	0	0	0	
Public- Non Institutions	E-Voting		618592	5.3759	594812	23780	96.1558	3.8442		
	Poll	11506854	0	0.0000	0	0	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total		11506854	618592	5.3759	594812	23780	96.1558	3.8442	
Total		46000000	35102738	76.3103	35078958	23780	99.9323	0.0677		
Whether resolution is Pass or Not.										
Yes										



Notes:

<p><u>Resolution No. 1</u></p>	<p>Re-appointment of Mr. Deepak R. Shah (DIN:06954206) as an Independent Director of the Company for the 2nd Term(5 years)in the Office of the Board of Directors of the Company</p>	<p>In brief total votes cast for Special Resolution is 99.97 % and total votes cast against special resolution is 0.03% and therefore the aforesaid special resolution has been carried through with the requisite majority.</p>
<p><u>Resolution No. 2</u></p>	<p>Increase the Power of Borrowing in excess of the prescribed limit in terms of the provisions of Section 180(1) (c) of the Companies Act, 2013</p>	<p>In brief total votes cast for Special Resolution is 99.93 % and total votes cast against special resolution is 0.07% and therefore the aforesaid special resolution has been carried through with the requisite majority.</p>
<p><u>Resolution No. 3</u></p>	<p>Creation of Charge/Mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of borrowings, in terms of the provisions of Section 180(1)(a) of the Companies Act, 2013</p>	<p>In brief total votes cast for Special Resolution is 99.96 % and total votes cast against special resolution is 0.04% and therefore the aforesaid special resolution has been carried through with the requisite majority.</p>
<p><u>Resolution No. 4</u></p>	<p>To align the terms of ESOP-2020 Scheme passed by the shareholders of the Company at their 43rd AGM held on 30/9/20 in line with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations")</p>	<p>In brief total votes cast for Special Resolution is 99.93 % and total votes cast against special resolution is 0.07% and therefore the aforesaid special resolution has been carried through with the requisite majority.</p>



Nitin R. Joshi
B.COM., LL.B., D.C.E.C., F.C.S.
COMPANY SECRETARY

415, Marathon Max, Next to Udyog Kshetra, Jn. Of L.B.S. Marg & Goregoan Link Road, Mulund (W),
Mumbai-400 080. Tel. 2562 5660. Cell 98201 29178. E-mail:n_r_joshi@yahoo.com

REPORT OF THE SCRUTINIZER

To
The Chairman
MARATHON NEXTGEN REALTY LIMITED
Marathon Futurex, N.M. Joshi Marg,
Lower Parel,
Mumbai - 400 013.

Dear Sir,

I, Nitin R. Joshi, a Company Secretary in Practice, have been appointed as a scrutinizer for conducting the postal ballot through e-voting process by way of electronic means/e-voting (hereinafter referred as "the said Voting Process") by the Board of Directors of Marathon Nextgen Realty Limited (the Company) for the purpose of scrutinizing the said Voting Process under the provisions of Section 110 of the Companies Act 2013 (the Act) read with the Companies (Management and Administration) Rules, 2014 and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and applicable rules relating to the said Voting Process on the Special resolutions contained in the Postal Ballot Notice (the Notice) dated 14.02.2022 issued under Section 110 of the Act. My responsibility as a scrutinizer for the said Voting Process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolution stated in the Notice based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities to the Members.

The Postal Ballot was conducted in compliance with circular of Ministry of Corporate Affairs ('MCA') General Circulars No.14, 17, 22, 33, 39 & 10/2020-21 dated 8thApril, 2020, 13thApril, 2020, 15thJune, 2020, 28th September, 2020, 31stDecember, 2020 and 23rd June, 2021 respectively ('MCA Circulars') and other applicable laws and regulations.

The Company has appointed me as the scrutinizer for the said voting process in respect of the following Special Resolutions:

Resolution No. 1: Re-appointment of Mr. Deepak R. Shah (DIN: 06954206) as an Independent Director of the Company for the 2nd term(5 years) in the Office of the Board of Directors of the Company .

Resolution No. 2: Increase the Power of Borrowing in excess of the prescribed limit in terms of the provisions of Section 180(1) (c) of the Companies Act, 2013.

Resolution No.3 : Creation of Charge/Mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of borrowings, in terms of the provisions of Section 180(1)(a) of the Companies Act, 2013.

Resolution No.4 : To align the terms/matters of ESOP-2020 Scheme approved by the shareholders of the Company at their 43rd AGM held on 30/9/20 in line with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB & SE Regulations").

I further state that:

1. The Notice of the Postal Ballot was sent to the Members of the Company through electronic mode on 14.02.2022, to those members whose email addresses are registered with the Company/Depositories as on cut-off date i.e. 11.02.2022. The Members of the Company as on 11.02.2022 were entitled to vote on the resolutions contained in the Notice.
2. Considering the present COVID-19 pandemic and in accordance with aforesaid MCA Circulars, the Notice of Postal Ballot has been sent in electronic form only. The hard copy of the Notice alongwith Postal Ballot form and pre-paid business envelope have not been sent to the Members. Accordingly, the communications of the assent or dissent of the Members took place through the remote voting system only.
3. The e-voting commenced from 17.02.2022 at 09.00 AM (IST) and ended on 18.03.2022 at 05.00 PM (IST).
4. I have downloaded the data of e-voting after the e-voting module was disabled by the National Securities Depository Limited (NSDL) on 18.03.2022 at 5.00 PM.
5. A summary of the said voting Process is given below:

Resolution No. 1: Re-appointment of Mr. Deepak R. Shah (DIN:06954206) as an Independent Director of the Company for the 2nd term(5 years) in the Office of the Board of Directors of the Company.

Sr. No.	Particulars	No. of Members E-voting	No. of Shares	% of total paid up Equity capital (i.e.46000000 shares)	% of Total E-Voting
Electronic Mode					
1	Total E-voting option received	85	35102727	76.31	--
2	Less:- Invalid E-voting option	--	--	--	--
3	Net Valid E-voting option (D-E)	85	35102727	76.31	--
	Total Net Valid Votes in electronic mode	85	35102727	76.31	100
4	E-voting Options with assent for Special Resolution-Electronic	78	35092344	76.29	99.97
5	E-voting option with dissent for Special Resolution-Electronic	07	10383	00.02	00.03
In brief total votes cast for Special Resolution is 99.97% and total votes cast against special resolution is 0.03% and therefore the aforesaid special resolution has been carried through with the requisite majority.					

Resolution No. 2 : Increase the Power of Borrowing in excess of the prescribed limit in terms of the provisions of Section 180(1) (c) of the Companies Act, 2013.

Sr. No.	Particulars	No. of Members E-voting	No. of Shares	% of total paid up Equity capital (i.e.46000000 shares)	% of Total E-Voting
Electronic Mode					
1	Total E-voting option received	85	35102738	76.31	--
2	Less:- Invalid E-voting option	--	--	--	--
3	Net Valid E-voting option (D-E)	85	35102738	76.31	--
	Total Net Valid Votes in electronic mode	85	35102738	76.31	100
4	E-voting Options with assent for Special Resolution-Electronic	74	35077687	76.26	99.93
5	E-voting option with dissent for Special Resolution-Electronic	11	25051	0.05	00.07
In brief total votes cast for Special Resolution is 99.93% and total votes cast against special resolution is 0.07% and therefore the aforesaid special resolution has been carried through with the requisite majority.					

Resolution No. 3 : Creation of Charge/Mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of borrowings in terms of the provisions of Section 180(1)(a) of the Companies Act, 2013.

Sr. No.	Particulars	No. of Members E-voting	No. of Shares	% of total paid up Equity capital (i.e.46000000 shares)	% of Total E-Voting
Electronic Mode					
1	Total E-voting option received	85	35102738	76.31	--
2	Less:- Invalid E-voting option	--	--	--	--
3	Net Valid E-voting option (D-E)	85	35102738	76.31	--
	Total Net Valid Votes in electronic mode	85	35102738	76.31	100
4	E-voting Options with assent for Special Resolution-Electronic	75	35088603	76.28	99.96
5	E-voting option with dissent for Special Resolution-Electronic	10	14135	00.03	00.04
In brief total votes cast for Special Resolution is 99.96% and total votes cast against special resolution is 0.04% and therefore the aforesaid special resolution has been carried through with the requisite majority.					

Resolution No. 4 : To align the terms/matters of ESOP-2020 Scheme approved by the shareholders of the Company at their 43rd AGM held on 30/9/20 in line with Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI, SBEB & SE Regulations").

Sr. No.	Particulars	No. of Members E-voting	No. of Shares	% of total paid up Equity capital (i.e.46000000 shares)	% of Total E-Voting
Electronic Mode					
1	Total E-voting option received	85	35102738	76.31	--
2	Less:- Invalid E-voting option	--	--	--	--
3	Net Valid E-voting option (D-E)	85	35102738	76.31	--
	Total Net Valid Votes in electronic mode	85	35102738	76.31	100
4	E-voting Options with assent for Special Resolution-Electronic	77	35078958	76.26	99.93
5	E-voting option with dissent for Special Resolution-Electronic	08	23780	00.05	00.07
In brief total votes cast for Special Resolution is 99.93 % and total votes cast against special resolution is 0.07% and therefore the aforesaid special resolution has been carried through with the requisite majority.					

I further report that as per Rule 22 of the Companies (Management and Administration) Rules, 2014, I maintained the records including the data as obtained from NSDL for e-voting facility extended by them, which includes all the particulars of members such as the names, folio number, DP ID/Client ID number of shares held, number of shares voted, no. of shares assented, no. of shares dissented, and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman/any other Authorised Director approves and signs the Minutes of the Meeting.

You may accordingly declare the result of the said Voting Process.

I thank you for the opportunity given to act as Scrutinizer for the above Postal Ballot.

Thanking you,

Yours faithfully,

Nitin
Ramnik
al Joshi

Digitally signed
by Nitin
Ramniklal Joshi
Date: 2022.03.19
13:08:43 +05'30'

(NITIN R. JOSHI)
Practicing Company Secretary
(Peer Reviewed Firm)
FCS 3137 CP 1884
UDIN F003137C002982982

Dated :19.03.2022

Place : Mumbai