

MROTEK REALTY LIMITED

Registered & Corporate Office :

No. 6, New BEL Road, Chikkamaranahalli, Bangalore - 560 054, Karnataka

Ph : +91 80 42499000 Fax : +91 80 2360 3763

Website: www.mro-tek.com SERVICE/SUPPORT : 9845035626

Email : info@mro-tek.com CIN No.: L28112KA1984PLC005873 www.mro-tek.com

MROTEK[®]
Integrating Next Generation Networks

MRO: FS: 18-19:246

23rd August, 2018

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 Sirs,

Sub: **Voting Results and Scrutinizer's Report.**

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results (remote e-voting and poll) and Scrutinizer's Report on the Resolutions passed by the members at 34th Annual General Meeting ('AGM') held on Thursday, the 23rd day of August, 2018, at Hotel Ajantha, Rohini Hall, 22-A, M G Road, Bengaluru -560 001.


Further, resolution numbers from 01 to 04 have been passed with requisite majority and resolution numbers 05 and 06 being Special Resolutions were not passed.

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014. We are taking steps to host on the website of the Company and Karvy the voting results of the 34th Annual General Meeting.

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

Thanking you
Yours faithfully

For MRO-TEK Realty Limited


Barun Pandey
Company Secretary and Compliance Officer
(Encl.: as above)

Scrip Code:	
NSE	: MRO-TEK
BSE	: 532376
Demat ISIN	: INE398B01018

NAME: MRO -TEK REALTY LIMITED

CIN: L28112KA1984PLC005873

Sl. No.	DESCRIPTION					
A	Date of AGM	23 rd August, 2018				
B	Book Closure Date	17 th August, 2018 to 23 rd August 2018 (Both Days Inclusive)				
C	Total Number of Shareholders on Record Date	10848				
D	No of Shareholders present in the Meeting either in person or through proxy	80				
	Shareholders	Present in person	Present through proxy	Total	Shares	% to Capital
	Promoter and Promoter Group (3)	3	0	3	9592630	51.34
	Public	76	1	77	4162132	22.28
	Total	79	1	80	13754762	73.62
E	No. of Shareholders attended the Meeting through Video conferencing / No video conferencing facility was made available.					



Private & Confidential

MRO-TEK Realty Limited Scrutinizer's Report on 34th Annual General Meeting

Date of AGM: 23rd August, 2018

Venue: Hotel Ajantha, Rohini Hall, 22-A, M G Road, Bengaluru -560 001.

Date: 09. August.2018

Place: Bangalore

By:

Vijayakrishna K T

Practising Company Secretary

FCS.: 1788 CP.: 980

Tel: +91 80 23610847

Email: vjaykt@vjkt.in

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 for the purpose of scrutinizing the voting through remote e-voting and through Ballot Papers at the 34th Annual General Meeting 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 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, hereby furnish my Report to you.

The Management of the Company is responsible to ensure compliance of the requirements of the Act and the Rules relating to voting through e-voting and Ballot Papers at the Annual General Meeting venue for the Resolutions proposed in the Notice of 34th Annual General Meeting of the Members of the Company held on 23rd August, 2018. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes cast in "favour" or "against" on the Resolutions proposed in the Notice convening the 34th Annual General Meeting of the Company, based on the Report provided by Karvy Computershare Private Limited (Karvy), the agency engaged by the Company to provide e-voting facility for voting through electronic means.

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 e-voting was kept open for three days from 20th August, 2018 (9.00 A.M. IST) till 22nd August, 2018 (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.

The Members holding Equity Shares as on the "cut-off date" i.e., 16th August, 2018 were entitled to vote on the Resolutions proposed in the Notice calling the 34th Annual General Meeting.

The Ballot Register was prepared to record Equity Shareholders' Assent or Dissent, received mentioning the particulars of name, address, folio number or client id of the Shareholders, number of shares held by them, nominal value of such shares, whether the shares have differential voting rights, if any, details of Ballot Papers which are invalid.

The Ballot Papers received were scrutinized and reconciled with the records maintained by Registrar and Share Transfer Agent (RTA). One Ballot Paper which was not signed has been rejected and treated as invalid.

At the end of the voting period on 22nd August, 2018 (5.00 P.M. IST), the voting portal of the service provider was blocked forthwith.

The votes cast were unblocked on 23rd August, 2018 in the presence of Mrs. Kalai Vani S and Ms. Sahana Bhat, who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

Thereafter, the details containing *inter alia*, the list of the Members, who voted "for" or "against" on each of the Resolutions that were put to vote, were derived from the Ballot Papers as received and the report generated from the e-voting website of Karvy Computershare Private Limited i.e. www.evoting.karvy.com and based on such reports,

- a. 19 members have cast their votes through remote e-voting (Number of members here taken on the basis of number of folios).
- b. 34 members have cast their votes through Ballot Papers at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and Ballot Papers are given in Page Nos. 3, 4 and 5:



ORDINARY BUSINESS:

Item No.1: Adoption of Financial Statements for the financial year ended 31st March, 2018:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		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	18	10006279	32	43794	50	10050073	73.07
Dissent	1	3704684	1	5	2	3704689	26.93
Total	19	13710963	33	43799	52	13754762	100.00
Invalid	Nil	NA	1	1	1	1	NA

Item No. 2: Appointment of Mrs. Gauri Anirudda Mehta (DIN: 00720443), Director, who retires by rotation:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		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	18	10006279	32	43794	50	10050073	73.07
Dissent	1	3704684	1	5	2	3704689	26.93
Total	19	13710963	33	43799	52	13754762	100.00
Invalid	Nil	NA	1	1	1	1	NA

SPECIAL BUSINESS:

Item No. 3. Appointment of Mr. Mohan Subramaniam (holding DIN: 01033494) as Director of the Company:

Ordinary Resolution:



Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		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	18	10006279	32	43794	50	10050073	73.07
Dissent	1	3704684	1	5	2	3704689	26.93
Total	19	13710963	33	43799	52	13754762	100.00
Invalid	Nil	NA	1	1	1	1	NA

Item No. 4. Appointment of Mr. Mohan Subramaniam (holding DIN: 01033494), as an Independent Director of the Company:

Ordinary Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		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	17	10006278	32	43794	49	10050072	73.07
Dissent	2	3704685	1	5	3	3704690	26.93
Total	19	13710963	33	43799	52	13754762	100.00
Invalid	Nil	NA	1	1	1	1	NA

Item No. 5. Change in the name of the Company and alteration of the Name Clause in the Memorandum of Association of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		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	18	10006279	33	43799	51	10050078	73.07
Dissent	1	3704684	0	0	1	3704684	26.93
Total	19	13710963	33	43799	52	13754762	100.00
Invalid	Nil	NA	1	1	1	1	NA



Item No. 6. Alteration of Articles of Association of the Company:

Special Resolution:

Particulars	No. of votes contained in						Percentage on Valid votes
	Remote E-voting		Ballot Papers		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	17	10005303	33	43799	50	10049102	73.06
Dissent	1	3704684	0	0	1	3704684	26.94
Total	18	13709987	33	43799	51	13753786	100.00
Invalid	1	976	1	1	2	977	NA

Based on the foregoing, the resolution numbers from 01 to 04 may be deemed to have been **passed by requisite majority**. The resolution numbers 05 and 06 being Special Resolutions do not deem to have been passed by requisite majority.

All the relevant records relating to e-voting and Ballot Papers are under my safe custody are being handed over to the Chairman for preserving safely.

Thanking You
Yours Sincerely



Vijayakrishna K T
Practising Company Secretary
Membership No.: FCS No.: 1788
CP No.: 980



Date: 23.08.2018
Place: Bengaluru

Witnesses:


Kalai Vani S


Sahana Bhat

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

Form No. MGT-13

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and administration) Rules, 2014]

To

Mr. Aniruddha Bhanuprasad Mehta

Chairman of

34th Annual General Meeting of the Equity Shareholders of

MRO-TEK Realty Limited

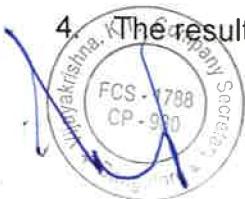
held on 23rd August, 2018 at Bengaluru

Dear Sir,

I, Vijayakrishna K T, Practising Company Secretary, Bengaluru, appointed as Scrutinizer for the purpose of the Ballot Paper taken on the below mentioned Resolutions at the 34th Annual General Meeting of the Equity Shareholders of MRO-TEK Realty Limited (CIN: L28112KA1984PLC005873), held on 23rd August, 2018, at Hotel Ajantha, Rohini Hall, 22-A, M G Road, Bengaluru -560 001, submit my report as under:

1. After the time fixed for closing of the Ballot Paper by the Chairman, Ballot Box kept for polling was locked in my presence.
2. The locked Ballot Box was subsequently opened in my presence and Ballot Paper were digitally scrutinized. The Ballot Paper were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. One Ballot Paper, which was not signed has been treated as invalid and kept separately.

4. The results of the Ballot Paper are as under:



ORDINARY BUSINESS:

1. Adoption of Financial Statements for the year ended 31st March, 2018 (Ordinary Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
32	43794	99.99

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
1	5	0.01

iii. Invalid votes:

No. of Ballots	No. of Votes cast
1	1

2. Appointment of Mrs. Gauri Anirudda Mehta (DIN: 00720443), Director, who retires by rotation (Ordinary Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
32	43794	99.99

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
1	5	0.01

iii. Invalid votes:

No. of Ballots	No. of Votes cast
1	1



SPECIAL BUSINESS:

3. Appointment of Mr. Mohan Subramaniam (holding DIN: 01033494) as Director of the Company (Ordinary Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
32	43794	99.99

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
1	5	0.01

iii. Invalid votes:

No. of Ballots	No. of Votes cast
1	1

4. Appointment of Mr. Mohan Subramaniam (holding DIN: 01033494), as an Independent Director of the Company (Ordinary Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
32	43794	99.99

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
1	5	0.01

iii. Invalid votes:

No. of Ballots	No. of Votes cast
1	1



5. Change in the name of the Company and alteration of the Name Clause in the Memorandum of Association of the Company (Special Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
33	43799	100.00

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
Nil	Nil	NA

iii. Invalid votes:

No. of Ballots	No. of Votes cast
1	1

6. Alteration of Articles of Association of the Company (Special Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
33	43799	100.00

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
Nil	Nil	NA

iii. Invalid votes:

No. of Ballots	No. of Votes cast
1	1

