#### **MRO-TEK REALTY LIMITED**

Registered & Corporate Office:

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

Ph: +91 80 42499000

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

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



MRO: FS: 20-21:234 1<sup>st</sup> October, 2020

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: Disclosure of Voting Results of 36th Annual General Meeting ("AGM") 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 and Scrutinizer's Report on the Resolutions passed by the members at 36<sup>th</sup> Annual General Meeting ('AGM') held on Wednesday, the 30<sup>th</sup> day of September, 2020, through Video Conferencing ("VC")/Other Audio Video Means ("OAVM"). All the Resolutions were passed with requisite majority.

We are taking steps to host on the website of the Company the remote voting prior and during the AGM results of the 36<sup>th</sup> 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 BSE : MRO-TEK : 532376

Demat ISIN : I

: INE398B01018

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NAME: MRO -TEK REALTY LIMITED

CIN: L28112KA1984PLC005873

Sl.	DESCRIPTION						
No.							
A	Date of AGM		30th September, 2020				
В	Book Closure Date		24-09-2020 TO 30-09-203	30 ( BOTH DAYS			
			INCLUSIVE)				
С	Total Number of Sharehold	ers on Record Date	9878				
D	No of Shareholders presen	t in the Meeting either	NA				
	in person or through proxy						
	Shareholders	Present through VC	Present through proxy	Total			
	Promoter and Promoter	3	NA	3			
	Group (3)						
	Public	37	NA	37			
	Total	40	NA	40			
Е	No. of Shareholders attend	ed the Meeting through	Video conferencing / No vide	o conferencing facility			
	was made available.	7700		•			



Resolution Required :	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

To receive, consider and adopt the Financial Statements of the Company which includes the Audited Balance Sheet as at March 31, 2020, 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.

Category	Mode of Voting			% of Votes Polled on		No. of	% of Votes in	% of Votes
		No. of shares	No. of votes	outstanding	No. of Votes -	Votes -	favour on	against on
		held	polled	shares	in favour	Against	votes polled	votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		10125538	100.0000	10125538	0	100.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal	10125538						
Tromotor Group	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10125538	100.0000	10125538	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal	0						
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		4183877	100.0000	479013	3704864	11.4490	88.5510
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	4183877						
Institutions	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4183877	100.0000	479013	3704864	11.4490	88.5510
Total		14309415	14309415	100.0000	10604551	3704864	74.1089	25.8911

Resolution Required:	Ordinary
Whether promoter/ promoter group are interested in the agenda/resolution?	YES

To appoint Mrs. Gauri Aniruddha Mehta (holding DIN: 00720443), Director who retires by rotation and being eligible, offer herself for re-

appointment

Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding	No. of Votes -	No. of Votes -	% of Votes in favour on	% of Votes against on
		held	polled	shares	in favour	Against	votes polled	votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
	E-Voting		10125538	100.0000	10125538	0	100.0000	0.0000
Promoter and	Poll		0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal	10125538						
Tromotor Group	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10125538	100.0000	10125538	0	100.0000	0.0000
	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
Public Institutions	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
	E-Voting		4183877	100.0000	479013	3704864	11.4490	88.5510
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000
Institutions	Postal	4183877						
	Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4183877	100.0000	479013	3704864	11.4490	88.5510
Total		14309415	14309415	100.0000	10604551	3704864	74.1089	25.8911

Resolution Require	d:		Ordinary								
Whether promoter/ interested in the age	enda/resolu	ıtion?	NO 76040) as an Independent Director of the Company								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes – Against [5]	% of Votes in favour on votes polled [6]={[4]/[2]}*100	% of Votes against on votes polled [7]={[5]/[2]}*100			
	E-Voting Poll		10125538	100.0000	10125538	0	100.0000	0.0000			
Promoter and Promoter Group	Postal Ballot	10125538	0	0.0000	0	0	0.0000	0.0000			
	Total		10125538	<b>100.0000</b> 0.0000	10125538	0	<b>100.0000</b> 0.0000	<b>0.0000</b>			
Ditt. I. et et	E-Voting Poll		0	0.0000	0	0	0.0000	0.0000			
Public Institutions	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		4183877	100.0000	479013	3704864	11.4490	88.5510			
Public Non	Poll	44.00.000	0	0.0000	0	0	0.0000	0.0000			
Institutions	Postal Ballot	4183877	0	0.0000	0	0	0.0000	0.0000			
	Total		4183877	100.0000	479013	3704864	11.4490	88.5510			

100.0000

10604551

3704864

74.1089

25.8911

Total

14309415

14309415

Resolution Require	d:		Ordinary								
Whether promoter/ interested in the age	enda/resolu	tion?	NO .997936) as an Independent Director of The Company:								
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]={[2]/[1]}*100	No. of Votes - in favour [4]	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			
	E-Voting	[-]	10125538	100.0000	10125538	0	100.0000	0.0000			
Promoter and Promoter Group	Poll Postal Ballot	10125538	0	0.0000	0	0	0.0000	0.0000			
	Total		10125538	100.0000	10125538	0	100.0000	0.0000			
	E-Voting		0	0.0000	0	0	0.0000	0.0000			
Public Institutions	Poll Postal	0	0	0.0000	0	0	0.0000	0.0000			
	Ballot		0	0.0000	0	0	0.0000	0.0000			
	Total		0	0.0000	0	0	0.0000	0.0000			
	E-Voting		4183877	100.0000	479013	3704864	11.4490	88.5510			
Public Non	Poll		0	0.0000	0	0	0.0000	0.0000			
Institutions	Postal Ballot	4183877	0	0.0000	0	0	0.0000	0.0000			
	Total		4183877	100.0000	479013	3704864	11.4490	88.5510			

100.0000

10604551

3704864

74.1089

25.8911

Total

14309415

14309415

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]

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, 2<sup>nd</sup> Floor, 10<sup>th</sup> 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 36th Annual General Meeting held on Wednesday, September 30, 2020 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 the 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 June 26, 2020, 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 Circular dated May 5, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

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 36th Annual General Meeting. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and evoting 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 36<sup>th</sup> 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 Five days from 25<sup>th</sup> September, 2020 (9.00 A.M. IST) till 29<sup>th</sup> September, 2020 (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.,  $23^{rd}$  September, 2020 were entitled to vote on the Resolutions proposed in the Notice calling the  $36^{th}$  Annual General Meeting.

At the end of the voting period on 29<sup>th</sup> September, 2020 (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 30<sup>th</sup> September, 2020, in presence of Mr. S R Ravinand and Mr. Ajith Sharma who acted as witnesses as prescribed under sub-rule 3(xii) of 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. <u>www.evotingindia.com</u> and based on such reports

- a. 40 (folio wise) members have cast their votes through remote e-voting.
- b. 0 (folio wise) members have cast their votes through e-voting 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 Financial Statements for the year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon:

### **Ordinary Resolution:**

Particulars		Percentage					
	Remote e-	voting	e-voting AGM	at the		on Valid votes	
	No of members voted	No. of Votes cast (shares)		No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	8-
Assent	36	10604551	0	0	36	10604551	74.11
Dissent	3	3704864	0	0	3	3704864	25.89
Total	39	14309415	0	0	39	14309415	100
Abstained / Invalid	1	176621	0	0	1	176621	NA

Item No. 2: Appointment of Mrs. Gauri Aniruddha Mehta (DIN: 00720443) who retires by rotation, and being eligible, offers herself for re- appointment:

# **Ordinary Resolution:**

Particulars		No. of votes contained in								
, and and	Remote e-	voting	e-voting 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	35	10604451	0	0	35	10604451	74.11			
Dissent	4	3704964	0	0	4	3704964	25.89			
Total	39	14309415	0	0	39	14309415	100			
Abstained / Invalid	1	176621	0	0	1	176621	NA			

### SPECIAL BUSINESS:

Item No. 3: Appointment of Mr. H S Venkatesh (DIN: 01776040) as an Independent Director of the Company:

# Ordinary Resolution:

Particulars		No. of votes contained in									
Particulars	Remote e-	voting	e-voting AGM	at the	Т	otal	on Valid votes				
	No of members voted	No. of Votes cast (shares)		No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)					
Assent	36	10604551	0	0	36	10604551	74.11				
Dissent	3	3704864	0	0	3	3704864	25.89				
Total	39	14309415	0	0	39	14309415	100				
Abstained / Invalid	1	176621	0	0	1	176621	NA				

Item No. 4: Appointment of Mrs. Nicola Neeladri (DIN: 01997936) as an Independent Director of the Company:

# **Ordinary Resolution:**

Particulars	esolution:	No. of votes contained in									
	Remote e-	voting	e-voting at the		T	J	on Valid votes				
	No of members voted	No. of Votes cast (shares)	1	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)					
Assent	36	10604551	0	0	36	10604551	74.11				
Dissent	3	3704864	0	0	3	3704864	25.89				
Total	39	14309415	0	0	39	14309415	100				
Abstained / Invalid	1	176621	0	0	1	176621	NA				

The votes cast by the Body corporate shareholders where the Board resolution or authorization letter not made available were taken as invalid.

Based on the foregoing, the Resolution Nos. from 1 to 4 in respect of 36<sup>th</sup> Annual General Meeting may be deemed to have been **passed by requisite majority**.

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 Yours Sincerely

Vijayakrishna K T Practising Company Secretary FCS No.: 1788 CP No.: 980 UDIN: F001788B000822047

Date: 30.09.2020 Place: Bangalore