

May 16, 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 15<sup>th</sup> April, 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 Item of business as set out in the Postal Ballot Notice dated April 15, 2022:

**Issue of Con.warrants:**

**Issue of upto 48,00,000 (Forty Eight Lakhs) warrants each convertible into, or exchangeable for, one equity share of the Company within the period of 18 (eighteen months) in accordance with the applicable law ("Warrants") to the Promoter/s of the Company and certain identified Non-promoter persons / entities**

The E-voting period for Postal Ballot commenced from April 17, 2022, at 9.00 a.m. (IST) and ended on May 16, 2022 at 5.00 p.m. (IST).



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

We hereby inform the Exchanges,that the Shareholders have approved the aforesaid resolution with requisite majority. **The approval is deemed to have been received on the last date of e-voting i.e. on Monday, May 16, 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 May 16, 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**

May 16, 2022

To

The Shareholders of  
Marathon Nextgen Realty Limited  
Mumbai 400 013.

Dear shareholders,

**Sub: Declaration of Voting Results - Postal Ballot**

**Voting concluded on Tuesday, May 16, 2022 at 5.00 p.m. (IST).**

On the basis of the Report dated Tuesday, May 16, 2022 forwarded by the Scrutinizer, Mr. Nitin R. Joshi - Practicing Company Secretary, Special Resolution mentioned in the "Postal Ballot Notice" dated April 15, 2022, sent to the Shareholders for their voting got concluded on Monday 16, 2022 and were voted in favor with requisite majority.

I hereby declare them as "Passed".



**Chetan R. Shah**  
**Chairman**  
**Marathon Nextgen Realty Limited**

**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 resolution contained in the Postal Ballot Notice (the Notice) dated 15<sup>th</sup> April, 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 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 15<sup>th</sup> June, 2020, 28<sup>th</sup> September, 2020, 31<sup>st</sup> December, 2020 and 23<sup>rd</sup> 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: Issue of 48,00,000 (Forty Eight Lakhs) warrants each convertible into, or exchangeable for, one equity share of the Company within the period of 18 (eighteen months) in accordance with the applicable law ("Warrants") to the Promoter/s of the Company and certain identified Non-promoter persons / entities.



I further state that:

1. The Notice of the Postal Ballot was sent to the Members of the Company through electronic mode on 16<sup>th</sup> April, 2022, to those members whose email addresses are registered with the Company/Depositories as on cut-off date i.e. 8<sup>th</sup> April, 2022. The Members of the Company as on 8<sup>th</sup> April, 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<sup>th</sup> April, 2022 at 09.00 AM (IST) and ended on 16<sup>th</sup> May, 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 16<sup>th</sup> May, 2022 at 5.00 PM.
5. A summary of the said voting Process is given below:

**Resolution No. 1:** Issue of 48,00,000 (Forty Eight Lakhs) warrants each convertible into, or exchangeable for, one equity share of the Company within the period of 18 (eighteen months) in accordance with the applicable law ("Warrants") to the Promoter/s of the Company and certain identified Non-promoter persons / entities.

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
<b>Electronic Mode</b>					
1	Total E-voting option received	85	37822676	82.22	--
2	Less:- Invalid E-voting option	--	--	--	--
3	Net Valid E-voting option (D-E)	85	37822676	82.22	--
	<b>Total Net Valid Votes in electronic mode</b>	<b>85</b>	<b>37822676</b>	<b>82.22</b>	<b>100</b>
4	E-voting Options with assent for Special Resolution-Electronic	77	37816596	82.21	99.98
5	E-voting option with dissent for Special Resolution-Electronic	08	6080	0.01	0.02
In brief total votes cast for Special Resolution is 99.98% and total votes cast against Special Resolution is 0.02% 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  
lal Joshi

Digitally signed  
by Nitin  
Ramniklal Joshi  
Date: 2022.05.16  
17:40:42 +05'30'

**(NITIN R. JOSHI)**

**Practicing Company Secretary**

**(Peer Reviewed Firm)**

FCS 3137 CP 1884

UDIN F003137D000328946

Dated : 16<sup>th</sup> May, 2022

Place : Mumbai



## Resolution (1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the		Yes						
Description of resolution considered		Issue of upto 48,00,000 (Forty Eight Lakhs) warrants each convertible into, or exchangeable for, one equity share of the Company within the period of 18 (eighteen months) in accordance with the applicable law ("Warrants") to the Promoter/s of the Company and certain identified Non-promoter persons / entities						
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							
	Poll	34484446	34483846	99.9983	34483846	0	100.0000	0.0000
	Postal Ballot							
	<b>Total</b>	34484446	34483846	99.9983	34483846	0	100.0000	0.0000
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot							
	<b>Total</b>							
Public- Non Institutions	E-Voting							
	Poll	11515554	3338830	28.9941	3332750	6080	99.8179	0.1821
	Postal Ballot							
	<b>Total</b>	11515554	3338830	28.9941	3332750	6080	99.8179	0.1821
<b>Total</b>		46000000	37822676	82.2232	37816596	6080	99.9839	0.0161
<b>Whether resolution is Pass or Not.</b>							Yes	