

MRO-TEK REALTY LIMITED
(FORMERLY KNOWN AS MRO-TEK LIMITED)

Registered & Corporate Office:

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

Ph : +91 80 42499000 SERVICE/SUPPORT : 9845035626

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

MROTEK[®]

Integrating Next Generation Networks

MRO: FS: 19-20:242

2nd August, 2019

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 35th Annual General Meeting ('AGM') held on Friday, the 2nd day of August, 2019, at Woodlands Hotel, No-5, Rajaram Mohan Roy Road, Bangalore- 560 025. All the Resolutions were passed with requisite majority.

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 35th 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		August 02, 2019			
B	Book Closure Date		27-07-2019 TO 02-08-2019 (BOTH DAYS INCLUSIVE)			
C	Total Number of Shareholders on Record Date		10408			
D	No of Shareholders present in the Meeting either in person or through proxy		78			
	Shareholders	Present in person	Present through proxy	Total	Shares	% to Capital
	Promoter and Promoter Group (3)	3	0	3	10069539	53.89
	Public	75	0	75	26378	0.14
	Total	78	0	78	10095917	54.03
E	No. of Shareholders attended the Meeting through Video conferencing / No video conferencing facility was made available.					



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

35th Annual General Meeting of the Equity Shareholders of

MRO-TEK Realty Limited

held on 2nd August, 2019 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 35th Annual General Meeting of the Equity Shareholders of MRO-TEK Realty Limited (CIN: L28112KA1984PLC005873), held on 2nd August, 2019, at Woodlands Hotel, No-5, Rajaram Mohan Roy Road, Bangalore- 560025, 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 Papers were digitally scrutinized. The Ballot Papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. 5 Ballot Papers have been treated as invalid due to signature mismatch 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, 2019 (Ordinary Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
45	3532	99.75

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
1	9	0.25

iii. Invalid votes:

No. of Ballots	No. of Votes cast
5	80

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

i. Voted in favour of the resolution:

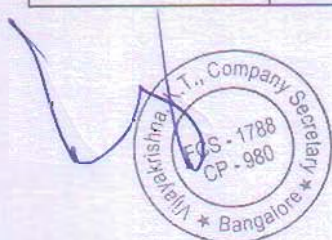
No. of Ballots	No. of Votes cast	% of total Valid Votes
43	3332	94.10

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
3	209	5.90

iii. Invalid votes:

No. of Ballots	No. of Votes cast
5	80



SPECIAL BUSINESS:

3. Appointment of Dr. Raghu Nambiar (DIN: 07325471) as a Director of the Company (Ordinary Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
45	3532	99.75

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
1	9	0.25

iii. Invalid votes:

No. of Ballots	No. of Votes cast
5	80

4. Appointment of Dr. Raghu Nambiar (DIN: 07325471) as an Independent Director of the Company (Ordinary Resolution):

i. Voted in favour of the resolution:

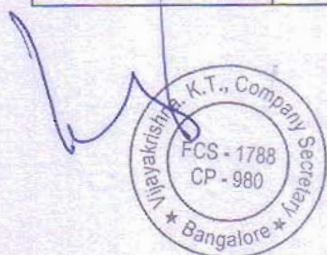
No. of Ballots	No. of Votes cast	% of total Valid Votes
45	3532	99.75

ii. Voted against the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
1	9	0.25

iii. Invalid votes:

No. of Ballots	No. of Votes cast
5	80



5. Re-appointment of Mr. Aniruddha Bhanuprasad Mehta (DIN: 00720504) as the Chairman & Managing Director of the Company (Ordinary Resolution):

i. Voted in favour of the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
43	3332	94.10

ii. Voted **against** the resolution:

No. of Ballots	No. of Votes cast	% of total Valid Votes
3	209	5.90

iii. Invalid votes:

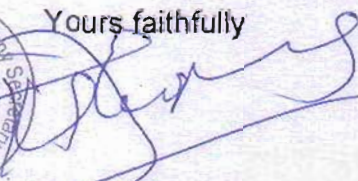

No. of Ballots	No. of Votes cast
5	80

The Ballot Paper and all other records were sealed and handed over to the Chairman for safe keeping.

Thanking you

Yours faithfully

Date: 02.08.2019
Place: Bengaluru



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

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, Vijaykrishna 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- 560080, 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 35th 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 35th Annual General Meeting of the Members of the Company held on 2nd August, 2019. 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 35th Annual General Meeting of the Company, based on the Report provided by Karvy Fintech 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 30th July, 2019 (9.00 A.M. IST) till 1st August, 2019 (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., 26th July, 2019 were entitled to vote on the Resolutions proposed in the Notice calling the 35th 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). 5 Ballot Papers have been rejected and treated as invalid due to signature mismatch.

At the end of the voting period on 1st August, 2019 (5.00 P.M. IST), the voting portal of the service provider was blocked forthwith.

The votes cast were unblocked on 2nd August, 2019 in the presence of Ms. Ramya Hegde and Mrs. Kalai Vani S, 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 Fintech Private Limited i.e. www.evoting.karvy.com and based on such reports,

- a. 22 members have cast their votes through remote e-Voting (Number of members here taken on the basis of number of folios).
- b. 51 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, 2019:

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	22	10472368	45	3532	67	10475900	99.999
Dissent	0	0	1	9	1	9	0.001
Total	22	10472368	46	3541	68	10475909	100
Invalid	NA	NA	5	80	5	80	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	21	10472168	43	3332	64	10475500	99.996
Dissent	1	200	3	209	4	409	0.004
Total	22	10472368	46	3541	68	10475909	100
Invalid	NA	NA	5	80	5	80	NA



SPECIAL BUSINESS:

Item No. 3. Appointment of Dr. Raghu Nambiar (DIN: 07325471) as a 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	21	10472168	45	3532	66	10475700	99.999
Dissent	1	200	1	9	2	209	0.001
Total	22	10472368	46	3541	68	10475909	100
Invalid	NA	NA	5	80	5	80	NA

Item No. 4. Appointment of Dr. Raghu Nambiar (DIN: 07325471) 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	20	10472167	45	3532	65	10475699	99.998
Dissent	2	201	1	9	3	210	0.002
Total	22	10472368	46	3541	68	10475909	100
Invalid	NA	NA	5	80	5	80	NA



Item No. 5. Re-appointment of Mr. Aniruddha Bhanuprasad Mehta (DIN: 00720504) as the Chairman & Managing Director of the Company:

Ordinary Resolution:

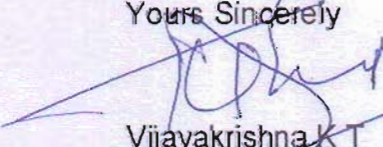
Particulars	No. of votes contained in						Percentage on Valid votes
	Remote e-Voting		Ballot Papers		Total		
	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	No of members voted	No. of Votes cast (shares)	
Assent	21	10472168	43	3332	64	10475500	99.996
Dissent	1	200	3	209	4	409	0.004
Total	22	10472368	46	3541	68	10475909	100
Invalid	NA	NA	5	80	5	80	NA

Based on the foregoing, the resolution numbers from 01 to 05 may be deemed 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

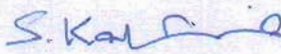


Date: 02.08.2019

Place: Bengaluru

Witnesses:


Ramya Hegde


Kalai Vani S