

September 26, 2014

To  
The Members of,  
Marathon Nextgen Realty Ltd,  
Mumbai- 400 013

MARATHON NEXTGEN REALTY LTD.

Marathon Futurex,  
Mafatal Mills Compound,  
N. M. Joshi Marg, Lower Parel-West,  
Mumbai - 400 013.  
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E-mail: [marathon@marathonrealty.com](mailto:marathon@marathonrealty.com)  
Website: [www.marathonnextgen.com](http://www.marathonnextgen.com)  
**CIN - L65990MH1978PLC 020080**

**Sub: Declaration of Voting Results -37<sup>th</sup> AGM .**

On the basis of the Report dated 25/9/2014 forwarded by the Scrutinizer, Mr. Nitin Joshi - Practicing Company Secretary, since all the Resolutions mentioned in the "Notice" sent to the eligible Shareholders, calling the 37<sup>th</sup> Annual General Meeting, held on Sept. 24, 2014 were voted in favour (99.99%) with absolute majority, and I accordingly declare them as passed.

For Marathon Nextgen Realty Ltd.



Chetan R Shah,  
Chairman & Managing Director.

# 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 Fax 2562 5661. Cell 98201 29178

## SCRUTINIZER'S REPORT-COMBINED

To,

The Chairman of The Thirty Seventh Annual General Meeting of the Equity Shareholders of Marathon Nextgen Realty limited held on Wednesday, 24<sup>th</sup> day of September 2014 at at Kilachand Conference Hall, 2<sup>nd</sup> Floor, Indian Merchants' Chamber building, IMC, Churchgate, Mumbai 400 020 at 11.30 a.m.

Dear Sir,

I, Nitin R. Joshi, Practising a Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Marathon Nextgen Realty Limited (the company) for the purpose of scrutinizing the e-voting process alongwith physical ballot forms and ascertaining the requisite majority on the voting carried out, as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with the Companies ( Management and Administration) Rule 2014 ( Rules) and applicable clause(s) of the Listing Agreement with Stock Exchange, on the resolutions contained in the notice to the Thirty seventh Annual General Meeting of the members of the Company.

The Chairman of the Annual General Meeting (the Meeting) had suo moto provided in additional opportunity of voting to those members present at the Meeting who have not cast their vote earlier either through e-voting facility or vide physical ballot form sent to them along with the Notice of the Meeting to vote on the resolutions contained in the notice to the Thirty Seventh Annual General Meeting of the Members of the Company..

The Management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules, relating to e-voting and physical voting on the resolutions contained in the Notice to the Thirty Seventh Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process and voting through physical ballot form (received up to September 21 2014 and at the Annual General Meeting) is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the notice of AGM, 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 for e-voting and physical ballot forms received up to September 21, 2014 and at the AGM.

Further to above, I submit my report as under :

1. The Members of the Company as on the cut-ff date i.e. September 21, 2014 were entitled to vote ( whether by way of e-voting or physical ballot form) on the resolutions contained in the notice of the Thirty seventh Annual General meeting of the Members of the Company.



2. I have issued a separate Scrutinizer's Report dated 22.09.2014 on the e-voting and physical ballot form received as on 21.09.2014 and a Report dated 25.09.2014 on the voting conducted at the AGM on the resolutions contained in the notice of the AGM. As requested by the Management, I submit herewith my combined report on the results of e-voting together with that of physical ballot forms received up to 21.09.2014 and at the AGM, given as under.

Item No. of Notice	Resolution type	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
			Nos.	% of total number of valid votes cast (favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Item no.1	ordinary	e-voting	1553	-----	-----	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876617	100	-----	-----	-----
Item no.2	ordinary	e-voting	1553	-----	-----	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876617	100	-----	-----	-----
Item no.3	ordinary	e-voting	1553	-----	-----	-----	-----
		Physical mode	14874964	-----	-----	-----	-----
		<b>Total</b>	14876517	100	-----	-----	-----
Item no.4	ordinary	e-voting	1553	-----	-----	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876617	100	-----	-----	-----
Item no.5	ordinary	e-voting	1453	-----	-----	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876517	100	-----	-----	-----
Item no.6	ordinary	e-voting	1553	-----	-----	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876617	100	-----	-----	-----
Item no.7	ordinary	e-voting	1453	-----	100	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876517	99.9993	100	0.0007	-----



Item No. of Notice	Resolution type	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
			Nos.	% of total number of valid votes cast (favour and Against)	Nos.	% of total number of valid votes cast (Favour and Against)	
Item no. 8	special	e-voting	1553	-----	-----	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876617	100	-----	-----	-----
Item no. 9	special	e-voting	1553	-----	-----	-----	-----
		Physical mode	14875064	-----	-----	-----	-----
		<b>Total</b>	14876617	100	-----	-----	-----
Item no.10	special	e-voting	1553	-----	-----	-----	-----
		Physical mode	14875054	-----	10	-----	-----
		<b>Total</b>	14876607	100	10	-----	-----
Item no. 11	special	e-voting	1544	-----	9	-----	-----
		Physical mode	14875054	-----	10	-----	-----
		<b>Total</b>	14876598	100	19	-----	-----

All Resolutions stands passed under e-voting and physical ballot forms received as stated above, with the requisite majority.

The Register and all other papers relating to physical voting during the Annual General Meeting shall remain in my custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General meeting and thereafter, I shall return the Register and related papers to the Company.

Thanking you,

Yours faithfully,

*Nutan R. Shah*



(NITIN R. JOSHI)  
Practising Company Secretary  
FCS 3137 CP 1884  
Place : Mumbai  
Dated : 25.09.2014