

MARATHON NEXTGEN REALTY LTD.

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CIN: L65990MH1978PLC020080

September 28,2016

To

The Members of ,  
Marathon Nextgen Realty Ltd,  
Mumbai-13.

**Sub: Declaration of Voting Results of the 39<sup>th</sup> AGM held on 27/9/2016.**

On the basis of the Report dated 28/9/2016 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 39<sup>th</sup> Annual General Meeting ,held on September 27,2016 were voted in favour (99.997%) with absolute majority, 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

## CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of The Thirty Ninth (39<sup>th</sup>) Annual General Meeting of the Equity Shareholders of Marathon Nextgen Realty limited held on Tuesday, 27<sup>th</sup> day of September 2016 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, Practicing 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) a) and applicable regulation(s) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) regulations,2015, on the resolutions contained in the notice to the Thirty Ninth 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 Ninth 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 Ninth 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 26, 2016 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 26, 2016 and at the AGM.

Further to above, I submit my report as under:

1. The Members of the Company as on the cut-off date i. e. September 20, 2016 were entitled to vote ( whether by way of e-voting or physical ballot form) on the resolutions contained in the notice of the Thirty Ninth Annual General meeting of the Members of the Company.



2. As requested by the Management, I submit herewith my consolidated report on the results of e-voting together with that of physical ballot forms received up to September 26, 2016 and at the AGM, given as under:

Resolution No.	Brief Description of resolution	Resolution Type	Mode of voting	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	
				No. of members voting	No. of votes	% of total number of valid votes cast (favour and Against)	No. of members voting	No. of votes	% of total number of valid votes cast (Favour and Against)	No. of members voting	No. of votes
1	Adoption of Audited Financial Statement and the Report of the Directors and Auditors thereon for the year ended March 31, 2016.	Ordinary	e-voting	11	2512	--	--	--	--	--	--
			Physical Ballot Form	38	23729981	--	--	--	--	--	--
			<b>Total</b>	<b>49</b>	<b>23732493</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>
2	Declaration of dividend on equity shares for the Financial Year 2015-16	Ordinary	e-voting	11	2212	--	--	--	--	--	--
			Physical Ballot Form	38	23729981	--	--	--	--	--	--
			<b>Total</b>	<b>49</b>	<b>23732193</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	
3	Re-appointment of Ms.Shailaja C.Shah as a Director.	Ordinary	e-voting	09	1599	--	02	613	--	--	--
			Physical Ballot Form	32	23729081	--	--	--	--	--	--
			<b>Total</b>	<b>41</b>	<b>23730680</b>	<b>99.997</b>	<b>02</b>	<b>613</b>	<b>0.003</b>	<b>--</b>	<b>--</b>
4	Ratify the Appointment of Auditors and fixing their remuneration.	Ordinary	e-voting	11	2212	--	--	--	--	--	--
			Physical Ballot Form	38	23729981	--	--	--	--	--	--
			<b>Total</b>	<b>49</b>	<b>23732193</b>	<b>100</b>	<b>--</b>	<b>--</b>	<b>--</b>	<b>--</b>	
5	Appointment (Regularizing) of Mr. Anup P. Shah as a Director.	Special	e-voting	10	2062	--	01	150	--	--	--
			Physical Ballot Form	38	23729981	--	--	--	--	--	--
			<b>Total</b>	<b>48</b>	<b>23732043</b>	<b>99.999</b>	<b>01</b>	<b>150</b>	<b>0.001</b>	<b>--</b>	<b>--</b>

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 ballot forms received up to September 26, 2016 and at 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,



*N. R. Joshi*

(NITIN R. JOSHI)  
Practicing Company Secretary  
FCS 3137 CP 1884  
Place : Mumbai  
Dated: 28.09.2016



Marathon Nextgen Realty Ltd

*Sanjay P. Shah*

MS Director/Authorised Signatory