

MARATHON NEXTGEN REALTY LIMITED



Regd. Off.: Marathon Futurex, N.M. Joshi Marg, Lower Parel, Mumbai 400 013
Tel.: +91-22-6724 8484 Fax: +91-22-6772 8408 CIN: L65990MH1978PLC020080
E-mail: shares@marathonnextgen.com Website: www.marathonnextgen.com

June 9, 2020

The BSE Limited

Dept. of Corporate Services
P. J. Towers, Dalal Street
Mumbai 400 001
Scrip Code: 503101

The NSE Limited

Listing Department
BKC, Bandra (E)
Mumbai 400 051
Symbol: MARATHON

Dear Sirs,

Sub: Voting Results - Postal Ballot - (E-Voting) Results 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')

Ref: Our Letter dated March 25,2020 regarding extension to declare and publish the results of the postal ballot Notice dated February 13, 2020 ,due to "Complete Lockdown" situation ,in respect of the following items as set out in postal ballot Notice :

1. To consider and approve related party transaction for acquisition of 24% equity shares of M/s. Sanvo Resorts Private Limited from Marathon Realty Private Limited (MRPL)-Ordinary resolution
2. To consider and approve related party transaction for acquisition of 100% equity shares of M/s. Terrapolis Assets Private Limited from Marathon Realty Private Limited (MRPL): Ordinary resolution
3. Related Party Transactions - Realignment of approved Limits of Project Advances made (RPTS)- Special resolution.

The results of the above three items of postal ballot notice dated February 13, 2020 are ought to have been declared and announced on or before by March 28, 2020 by the scrutinizer and the Company. However, due to continuation of the "Complete Lockdown"-COVID-19 situation, the said results could not be processed and declared earlier .Now, consequent to the "phased unlock-1" undertaken by the State of Maharashtra starting from June 8, 2020 , the scrutinizer has provided his results on June 09,2020,which is deemed to have been come into effect from 27/3/2020,the date of approval /passing the resolutions by the shareholders of the Company.

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In this regard, please find the following:

- i. Scrutinizer's Report on E-voting dated June 09, 2020 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- ii. Voting results of the Postal Ballot by way of E-voting, as required under Regulation 44(3) of the Listing Regulations.

You are requested to take the same on record.

Thanking you,

Yours truly,

For Marathon Nextgen Realty Limited

A handwritten signature in blue ink, appearing to read "K. S. Raghavan".



K. S. Raghavan
Company Secretary & Compliance Officer

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June 09, 2020

To
The shareholders of
Marathon Nextgen Realty Limited
Mumbai 400 013.

Dear shareholders,

Sub: Declaration of Voting Results - Postal Ballot

Voting concluded on March 27, 2020 at 5.00 p.m.

The results of the Postal Ballot notice dated February 13, 2020 are ought to have been declared and announced on or before by March 28, 2020 by the scrutinizer and the Company. However, due to continuation of the "Complete Lockdown"-COVID-19 situation, the said results were not processed and declared by the Scrutinizer on the appointed day and time. Consequent to the "phased unlock-1" undertaken by the state of Maharashtra starting from June 8, 2020, the scrutinizer has provided his results on June 09, 2020, which is deemed to have been come into effect from 27/3/2020.

On the basis of the Report dated June 09, 2020 forwarded by the Scrutinizer, Mr.Nitin R. Joshi - Practicing Company Secretary, since the two Ordinary Resolutions & a Special Resolution mentioned in the "Postal Ballot Notice" dated February 13, 2020, sent to the Shareholders for their voting got concluded on Friday, March 27, 2020 and were voted in favor with absolute majority. I hereby declare them as "Passed".

A handwritten signature in blue ink that reads "Chetan R. Shah".

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 UdyogKshetra, Jn.of L.B.S. Marg & Goregoan Link Road, Mulund (W),
Mumbai-400 080. Tel. 2562 5660 Fax 2562 5661. Cell 98201 29178

Date : 09.06.2020

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 postal ballot voting process including voting 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 Ordinary Resolutions/Special Resolution contained in the Postal Ballot Notice (the Notice) dated 13.02.2020 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 resolutions 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 and physical postal ballots received from Members.

The Board of Directors of the Company has appointed me as the scrutinizer for the said voting process in respect of the following resolutions:

Resolution-1: As an Ordinary Resolution for approve related party transaction for acquisition of equity shares of M/s. Sanvo Resorts Private Limited from Marathon Realty Private Limited (MRPL).

Resolution-2: As an Ordinary Resolution for consider and approve related party transaction for acquisition of 100% equity shares of Terrapolis Assests Private Limited from Marathon Realty Private Limited (MRPL).

Resolution-3: As a Special Resolution for realignment of approved limits of Project advances made (RPTS).

I further state that:

1. Sending of e-mails or dispatch of the Notices along with Postal Ballot Forms to all the Members, whose names appeared in the Register of Members / Records of Depositories as on 21.02.2020, have been completed by the Company on 24.02.2020. The Members of the Company as on cut -off date i.e. Friday, 21.02.2020 were entitled to vote on the resolution contained in the Notice.
2. The Particulars of all postal ballot forms received from the Members have been entered in a separate register maintained for the purpose.
3. The e-voting commenced from Thursday, 27.02.2020 at 09.00 A.M. and ended on Friday, 27.03.2020 at 05.00 PM.
4. I have downloaded the data of e-voting after the e-voting module was disabled by the National Securities Depository Limited (NSDL) on 27.03.2020 at 5.00 PM.
5. All postal ballot forms received up to the close of working hours (i.e. 5.00 PM) on 27.03.2020, the last date and time fixed by the Company for receipt of the forms were considered for my scrutiny and none of the envelopes containing the postal ballot forms received after the business hours (i.e. 5.00 PM) on 27.03.2020.
6. The postal ballot envelopes were opened from time to time, under my supervision and in the presence of two (2) witnesses not being employees of the Company.
7. The postal Ballot forms were scrutinized and details of shareholders were matched with the Register of Members of the Company.
8. I did not find any defaced or mutilated ballot paper.
9. A summary of the postal ballot papers received and e-voting is given below:

Resolution-1: As an Ordinary Resolution for approve related party transaction for acquisition of equity shares of M/s. Sanvo Resorts Private Limited from Marathon Realty Private Limited (MRPL).

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total paid up equity capital(i.e.46000000 shares)	% of Total Votes Polled
Physical Mode					
A	Total Postal Ballot Forms received	07	2332114	--	----
B	Less :Invalid Postal Ballot Forms	00	00	--	----
C	Net Valid Postal Ballot in physical (A-B)	07	2332114	5.07	----
Electronic Mode					
D	Total E-voting option received	18	1240357	--	----
E	Less:- Invalid E-voting option	00	00	--	----
F	Net Valid E-voting option (D-E)	18	1240357	2.70	----
	Total Net Valid Postal Ballot in Physical and electronic mode (C+F)	25	3572471	7.77	100%
G	Postal Ballot Forms with assent for Ordinary Resolution-Physical	07	2332114	--	----
H	E-voting Options with assent for Ordinary Resolution-Electronic	11	1238402	--	----
	Total Postal Ballot Forms with assent in physical and electronic mode	18	3570516	7.76	99.95
I	Postal Ballot Forms with dissent for Ordinary Resolution-Physical	00	00	--	----
J	E-voting option with dissent for Ordinary Resolution-Electronic	07	1955	--	----
	Total Postal Ballot Forms with dissent in Physical and electronic mode	07	1955	0.01	00.05

In brief total votes cast for the Ordinary Resolution is 99.95% and total votes cast against the Ordinary Resolution is 0.05% and therefore the aforesaid "Ordinary Resolution" has been carried through with the requisite majority.

Resolution-2 : As an Ordinary Resolution for consider and approve related party transaction for acquisition of 100% equity shares of Terrapolis Assests Private Limited from Marathon Realty Private Limited (MRPL).

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total Public paid up equity capital(i.e.46000000 shares)	% of Total Votes Polled
Physical Mode					
A	Total Postal Ballot Forms received	07	2332114	--	----
B	Less :Invalid Postal Ballot Forms	00	00	--	----
C	Net Valid Postal Ballot in physical (A-B)	07	2332114	5.07	----
Electronic Mode					
D	Total E-voting option received	10	3762	--	----
E	Less:- Invalid E-voting option	00	00	--	----
F	Net Valid E-voting option (D-E)	10	3762	0.01	----
	Total Net Valid Postal Ballot in Physical and electronic mode (C+F)	17	2335876	5.08	100%
G	Postal Ballot Forms with assent for Ordinary Resolution-Physical	07	2332114	--	----
H	E-voting Options with assent for Ordinary Resolution-Electronic	07	2716	--	----
	Total Postal Ballot Forms with assent in physical and electronic mode	14	2334830	5.08	99.96
I	Postal Ballot Forms with dissent for Ordinary Resolution-Physical	00	00	--	----
J	E-voting option with dissent for Ordinary Resolution-Electronic	03	1046	--	----
	Total Postal Ballot Forms with dissent in Physical and electronic mode	03	1046	0.00	0.04
<p>In brief total votes cast for the Ordinary Resolution is 99.96% and total votes cast against the Ordinary Resolution is 0.04% and therefore the aforesaid "Ordinary Resolution" has been carried through with the requisite majority.</p>					

Resolution-3: As a Special Resolution for realignment of approved limits of Project advances made (RPTS).

Sr. No.	Particulars	No. of Postal Ballot Forms	No. of Shares	% of total Public paid up equity capital(i.e.46000000 shares)	% of Total Votes Polled
Physical Mode					
A	Total Postal Ballot Forms received	07	2332114	--	----
B	Less :Invalid Postal Ballot Forms	00	00	--	----
C	Net Valid Postal Ballot in physical (A-B)	07	2332114	5.07	----
Electronic Mode					
D	Total E-voting option received	10	3762	--	----
E	Less:- Invalid E-voting option	00	00	--	----
F	Net Valid E-voting option (D-E)	10	3762	0.01	----
	Total Net Valid Postal Ballot in Physical and electronic mode (C+F)	17	2335876	5.08	100%
G	Postal Ballot Forms with assent for Special Resolution-Physical	07	2332114	--	----
H	E-voting Options with assent for Special Resolution-Electronic	08	2760	--	----
	Total Postal Ballot Forms with assent in physical and electronic mode	15	2334874	5.08	99.96
I	Postal Ballot Forms with dissent for Special Resolution-Physical	00	00	--	----
J	E-voting option with dissent for Special Resolution-Electronic	02	1002	--	----
	Total Postal Ballot Forms with dissent in Physical and electronic mode	02	1002	0.00	0.04
<p>In brief total votes cast for the Special Resolution is 99.96% and total votes cast against the Special Resolution is 0.04% and therefore the aforesaid "Special Resolution" has been carried through with the requisite majority.</p>					

I further report that in view of the national lock down announced by the Government from the midnight of 24th March, 2020 and consequent non-receipt of postal ballots, I could not furnish results of the above items of postal ballot notice dated 13th February 2020 on or before 28th March, 2020.

I further report that on account of "Unlock-1" which was undertaken by the Maharashtra State Government from 08.06.2020, I could able to formalise my report and forward the same to the Chairman of the Company.

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 and also Register recording the consent or otherwise received from the members, voting through Postal Ballot which includes all the particulars of members such as the names, folio number, DP ID/Client ID number of share held, number of voted, no. of shares assented, no. of shares dissented, no. of shares rejected, ballot paper and other related papers are in my safe custody which will be handed over to the Company Secretary of the Company after the Chairman 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
RAMNI
KLAL
JOSHI**

Digitally signed by NITIN
RAMNIAL JOSHI
DN: c=IN, o=Maharashtra,
2.5.4.20=150a18124410ca07ac,
0c4114607a795dedaa4627c4c
9769990709603895c,
postalCode=400001,
street=MULLUND,
serialNumber=d613f6e6580c
f34b431117a3051801b51e86
90a078b7c19a07a0a03c97,
ou=Personak, cn=NITIN
RAMNIAL JOSHI
Date: 2020.06.09 12:23:46
+05'30'

(NITIN R. JOSHI)

Practicing Company Secretary

FCS 3137 CP 1884

UDIN NO : F003137B000326515

Place : Mumbai

Dated : 09.06.2020.

MARATHON NEXTGEN REALTY LIMITED



Resolution-1: As an Ordinary Resolution: To approve related party transaction for acquisition of equity shares of M/s. Sanvo Resorts Private Limited from Marathon Realty Private Limited (MRPL).

Date of the AGM/EGM Resolution Passed through Postal Ballot on	27.03.2020
Total number of shareholders on record date	5855
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				As an Ordinary Resolution for approve related party transaction for acquisition of equity shares of M/s. Sanvo Resorts Private Limited from Marathon Realty Private Limited (MRPL).				
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	34484446	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		34484446	0	0.0000	0	0	0.0000



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Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	4631	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4631	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting		1240357	10.7755	1238402	1955	99.8424	0.1576
	Poll	11510923	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2332114	20.2600	2332114	0	100.0000	0.0000
	Total	11510923	3572471	31.0355	3570516	1955	99.9453	0.0547
Total		46000000	3572471	7.7662	3570516	1955	99.9453	0.0547

Note:

In brief total votes cast for the Ordinary Resolution is 99.95% and total votes cast against the Ordinary Resolution is 0.05% and therefore the aforesaid "Ordinary Resolution" has been carried through with the requisite majority.



MARATHON NEXTGEN REALTY LIMITED



Resolution-2: As an Ordinary Resolution for consider and approve related party transaction for acquisition of 100% equity shares of Terrapolis Assets Private Limited from Marathon Realty Private Limited (MRPL).

Date of the AGM/EGM Resolution Passed through Postal Ballot on	27.03.2020
Total number of shareholders on record date	5855
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				As an Ordinary Resolution for consider and approve related party transaction for acquisition of 100% equity shares of Terrapolis Assets Private Limited from Marathon Realty Private Limited (MRPL).				
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	34484446	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		34484446	0	0.0000	0	0	0.0000



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Public- Institutions	E-Voting	4631	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4631	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11510923	3762	0.0327	2716	1046	72.1956	27.8044
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2332114	20.2600	2332114	0	100.0000	0.0000
	Total	11510923	2335876	20.2927	2334830	1046	99.9552	0.0448
Total		46000000	2335876	5.0780	2334830	1046	99.9552	0.0448

Note:

In brief total votes cast for the Ordinary Resolution is 99.96% and total votes cast against the Ordinary Resolution is 0.04% and therefore the aforesaid "Ordinary Resolution" has been carried through with the requisite majority.



MARATHON NEXTGEN REALTY LIMITED



Resolution-3: As a Special Resolution for realignment of approved limits of Project advances made (RPTS).

Date of the AGM/EGM Resolution Passed through Postal Ballot on	27.03.2020
Total number of shareholders on record date	5855
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Not Applicable

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				As a Special Resolution for realignment of approved limits of Project advances made (RPTS).				
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	34484446	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		34484446	0	0.0000	0	0	0.0000



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Public- Institutions	E-Voting	4631	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4631	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	11510923	3762	0.0327	2760	1002	73.3652	26.6348
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		2332114	20.2600	2332114	0	100.0000	0.0000
	Total	11510923	2335876	20.2927	2334874	1002	99.9571	0.0429
Total		46000000	2335876	5.0780	2334874	1002	99.9571	0.0429

Note:

In brief total votes cast for the Special Resolution is 99.96% and total votes cast against the Special Resolution is 0.04% and therefore the aforesaid "Special Resolution" has been carried through with the requisite majority.

