

September 30, 2022

To
BSE Limited
Department of Corporate Services,
P.J. Towers, Dalal Street,
Mumbai- 400 001

To
National Stock Exchange of India Limited
Listing Department
BKC, Bandra (E)
Mumbai 400 051

Scrip Code: 503101**Symbol: MARATHON**

Dear Sir,

Sub: (i) Declaration of Results of the voting on resolutions set out in notice of 45th Annual General Meeting held on September 29, 2022, and (ii) Scrutinizer's Report

Dear Sir,

Pursuant to the provisions of Section 96 of the Companies Act, 2013, the 45th Annual General Meeting ("AGM") of the Company was convened on September 29, 2022 at 03:00 PM through video conferencing/ other audio visual means to seek the approval of Members of the Company on the resolutions set out in the notice dated August 12, 2022 ("Notice"). Further, pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, as amended, Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 issued by the Institute of Company Secretaries of India, read with General Circulars nos. 14/2020, 17/2020, and 02/2022 dated April 8, 2020, April 13, 2020, and May 5, 2022, issued by Ministry of Corporate Affairs (MCA), read with SEBI circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, respectively, the Company had provided facility to the members to vote electronically by e-voting (prior to the AGM, and also during the AGM) on all the above mentioned resolutions. Mr. Nitin R Joshi, Practicing Company Secretaries had been appointed as the Scrutinizer to conduct the voting process in a fair and transparent manner.

The Scrutinizer has submitted his report on the e-voting, a copy of which is attached hereto. Kindly refer the Scrutinizer's report for the details of the number and percentage of votes casted 'for' and 'against' the resolutions contained in the Notice.

All the 5 (five) resolutions, as set out in the Notice of the 45th AGM of the Company, have been passed with requisite majority by the Members of the Company.

Kindly take the above on record.

Thanking you,

Yours truly,

For **Marathon Nextgen Realty Ltd.**


K. S. Raghavan
Company Secretary & Compliance Officer

Place: Mumbai

Encl: As above



Nitin R. Joshi

B.COM., LL.B., D.C.E.C., F.C.S.
COMPANY SECRETARY
(Peer Reviewed Firm)

415, Marathon Max, Next to Udyog Kshetra, Jn. of L.B.S. Marg & Goregaon Link Road, Mulund (W),
Mumbai-400 080. Tel. 2562 5660 Cell 98201 29178

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To

The Chairman of the 45th Annual General Meeting ('AGM'/'Meeting') of the Equity Shareholders of Marathon Nextgen Realty Limited held on Thursday, 29th day of September, 2022 at 3.00 p.m. through video conferencing ('VC')/ other audio visual means ('OAVM').

Dear Sir,

I, Nitin R. Joshi, Practicing 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 entire-voting process and ascertaining the requisite majority of the voting carried out, as per the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies(Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, on the resolutions contained in the notice of the 45th Annual General Meeting of the Members of the Company.

The AGM was held through VC/OAVM without the physical presence of the Members at a common venue and in compliance with the Circular bearing nos. 20/2020, 14/2020, 17/2020, 02/2021 19/2021,2/2022,dated May 5, 2020, April 8, 2020, April 13,2020 and January 13, 2021 and May 5, 2022 respectively (collectively referred to as 'MCA Circulars') and SEBI has vide its circulars bearing nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI /HO /CFD /CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD /CMD2/ CIR/ P/ 2022/62 dated May 13, 2022 (collectively referred to as 'SEBI Circulars').

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder, relating to e-voting (remote e-voting) and e-voting process during the AGM on the resolutions contained in the Notice of the AGM of the shareholders of the Company. My responsibility as scrutinizer for the e-voting (remote e-voting) process and e-voting received 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 to the shareholders and e-voting during the AGM.

Further to above, I submit my report as under:

1. The Company had provided the e-voting facility through NSDL's website www.evoting.nsdl.com. The Company had uploaded the AGM Notice containing all the items of businesses to be transacted on the website of the Company and also on NSDL website for perusal by shareholders.
2. The Notice of the AGM was sent to the Members along with the Annual Report 2021-22 of the Company through electronic mode to those members whose email addresses are registered with the Company/Depositories, in compliance with aforesaid Circulars., contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 ('Rules') as amended.
3. As prescribed in the said Rules, the Company had published advertisements containing the specified information immediately on completion of dispatch of AGM Notice. The Company has also published the advertisements, in accordance with the provisions of the aforesaid Circulars.
4. Voting rights of Members have been reckoned in proportion to their shareholding in the paid-up equity share capital of the Company as on the close of the business hours on Friday, September 23, 2022.
5. The remote e-voting commenced from Monday, September 26, 2022 (09:00 a.m.) and concluded on Wednesday, September 28, 2021 (05:00 p.m.).
6. At the AGM, the Chairman, after the discussions on all matters included in the said notice were over, announced that the Members present at the AGM and who have not cast their vote by remote e-voting, can exercise their voting rights through e-voting at the AGM.
7. After the closure of remote e-voting at the Annual General Meeting, the report on voting done at the Annual General meeting and votes cast under remote e-voting facility prior to the Annual General Meeting were unblocked and were counted.
8. I have scrutinised and reviewed the remote e-voting prior and during Annual General Meeting and votes cast therein based on the data downloaded from NDSL e-voting system.
9. I now submit my consolidated Report as under on the result of the remote e-voting in respect of the said resolutions.



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 the total number of valid votes cast (favour and Against)	No. of members voting	No. of votes	% of the total number of valid votes cast (Favour and Against)	No. of members voting	No. of votes
1	Adoption of the Audited Standalone & Consolidated Financial Statement of the Company for the financial year ended 31.03.2022.	Ordinary	e-voting	82	38201126	--	02	11	--	--	--
			Total	82	38201126	100	02	11	--	--	--
2	Re-appointment of Mrs. Shailja Chetan Shah (DIN 00215042) as Director of the Company.	Ordinary	e-voting	81	38200826	--	02	11	--	--	--
			Total	81	38200826	100	02	11	--	--	--
3	Declaration of Dividend for the financial year 2021-22.	Ordinary	e-voting	82	38201126	--	02	11	--	--	--
			Total	82	38201126	100	02	11	--	--	--
4	Re-appointment of M/s. Rajendra & Co. Chartered Accountants as Statutory Auditor of the Company.	Ordinary	e-voting	82	38201126	--	02	11	--	--	--
			Total	82	38201126	100	02	11	--	--	--
5	Approval of Existing Material Related Party Transactions (RPTs) with Marathon Realty Pvt. Ltd - Reg23(8) of SEBI(LODR) Regulations 2015	Ordinary	e-voting	89	3718222	--	02	11	--	--	--
			Total	89	3718222	100	02	11	--	--	--

Based on the aforesaid results, Ordinary Resolutions as contained from Resolution No.1 to Resolution No.5 of the notice dated August 12, 2022 have passed with requisite majority.



Consolidated list of Members for both, remote e-voting as well as e-voting at the AGM containing details of Members who voted 'FOR', 'AGAINST' and those whose votes which were considered as invalid along with all other relevant records, shall remain in my custody until Chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter, I shall return the related papers to the Company.

Thanking you,

Yours faithfully,



(NITIN R. JOSHI)
Practising Company Secretary
FCS 3137 CP 1884
UDIN F003137D001090487

Countersigned by

Chetan R. Shah



Chetan R. Shah
Chairman & Managing Director.

Place: Mumbai

Date : 30.09.2022