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MGMT. SYS. RvA C 071
DUTCH ACCREDITATION COUNCIL RvA

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IRQS
A DEPARTMENT OF INDIAN REGISTER OF SHIPPING

MGMT. SYS. RvA C 375
DUTCH ACCREDITATION COUNCIL RvA

MROTEK®
Integrating Next Generation Networks

MRO:FS:15-16:254
22nd December 2015

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

Bombay Stock Exchange Limited
PJ Towers, Dalal Street,Fort,
Mumbai – 400 001

Fax No.022-2272 3121

Dear Sirs,

Sub : Scrutinizers Report on E-Voting and Postal Ballot made.
Ref : Our Letter No. MRO:FS:15-16: 218 dated 18th November, 2015.

Further to our intimation of Postal Ballot Notice dated 18th November, 2015, we hereby submit the Scrutinizer Report submitted by the Scrutinizer Mr. Vijayakrishna KT along with the Chairman's Report, on the Postal Ballot conducted from 21st November, 2015 to 20th December, 2015 for your kind reference and records.

Kindly treat this as compliance under Listing Obligations and Disclosure Requirements, 2015. (LODR).

Scrip Code:	
NSE	**: MRO-TEK**
BSE	**: 532376**
Demat ISIN	**: INE398B01018**

Yours faithfully,
for MRO-TEK Limited

M.D.Muralidharan
Company Secretary and Compliance Officer.
Encl : As Above.

MRO TEK LIMITED ★ BANGALORE ★

MRO-TEK LIMITED
Registered & Corporate Office
Bellary Road, Hebbal,
Bangalore - 560 024. INDIA
Ph : 91 80 23332951 Fax : 91 80 23333415
Email : info@mro-tek.com

CIN No. L28112KA1984PLC005873
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New Delhi – 110019.
Ph : 011 2642 4849, 2644 9164 / 65
Fax : 011 46563910

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Mumbai – 400051
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www.mro-tek.com

VIJAYAKRISHNA K T
BBM, LLB, FCS, AICWA
Company Secretary

496/4, II Floor, 10th Cross
Near Bashyam Circle, Sadashivanagar,
Bangalore - 560 080
Tel : +91 80 23610847
Telefax : +91 80 41231106
e-mail : vijaykt@vjkt.in
ktvijaykrishna@gmail.com

Private & Confidential

{Strictly to the addressee only}

22nd December, 2015

To
Mr. S Narayanan
Chairman and Managing Director
MRO-Tek Limited
Bellary Road, Hebbal
Bangalore – 560 024

Dear Sir,

Sub: Report on Postal Ballot under Section 110 of the Companies Act, 2013, of MRO-Tek Limited vide Notice dated 10th November, 2015 seeking consent of the Members for the below mentioned resolutions.

On verification of the 21 Postal Ballots received and voting through e-Voting, up to 20th December, 2015 from the Shareholders of MRO-Tek Limited, holding Equity Shares, both in physical and electronic mode, and based on the information made available to me, I hereby submit my Report on the results of the Postal Ballots, as follows:

Authorised Capital of the Company	3,00,00,000 Equity Shares of Rs. 5/- each Rs.15,00,00,000/-
Issued Capital of the Company	1,86,84,602 Equity Shares of Rs. 5/- each Rs. 9,34,23,010/-
Subscribed and fully paid up	1,86,84,602 Equity Shares of Rs. 5/- each Rs. 9,34,23,010/-

Vijayakrishna, K.T., Company Secretary FCS - 7788 CP - 9980 Bangalore

Res : No. 66, Sathyanarayana Layout, West of Chord Road, III Stage, Bangalore - 560 079
Tel : +91 80 23221564, 23226268

A. DETAILS OF E-VOTING:

Resolution numbers	Resolutions	Total number of valid Shares voted	Voted in favour	Voted against	Percentage (In favour)
SPECIAL BUSINESS:					
1.	Entering into Joint Venture including the joint development of the properties.	7797761	7703002	94759	98.78

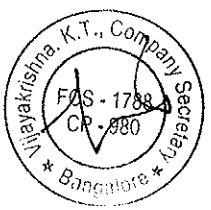
B. DETAILS OF INVALID/ABSTAINED POLLING PAPERS/E-VOTING:

Sl. No.	Particulars	No. of Polling Papers	No. of Shares involved
a.	Vote not cast	2	575
b.	Abstained	1*	50*
	Total	**3**	**625**

Note: Poll papers exercising rights in respect of lesser number of votes as compare to their shareholding, have not been considered as invalid. The number of shares entered in the signature column has been treated as votes cast and remaining shares have been treated as abstained from voting.

C. DETAILS OF VALID VOTING THROUGH POLLING PAPERS:

Resolution numbers	Resolutions	Total number of valid Shares	Voted in favour	Voted against	Percentage (In favour)
SPECIAL BUSINESS:					
1.	Entering into Joint Venture including the joint development of the properties.	659667	4129	655538	0.63



D. FINAL ANALYSIS COMBINING BOTH POLLING PAPERS AND E-VOTING IS AS FOLLOWS:

Resolution numbers	Resolutions	Total number of valid Shares	Voted in favour	Voted against	Percentage (In favour)	Result
SPECIAL BUSINESS:						
1.	Entering into Joint Venture including the joint development of the properties.	8457428	7707131	750297	91.13	Passed



*Pursuant to proviso to Section 188 of the Companies Act, 2013, interested party cannot vote for the resolutions on contracts or arrangement which tantamount to 'Related Party Transaction'. However, there is no instance of such case which tantamount to 'Related Party Transaction'.

Based on the above information, you may kindly declare the results and take steps accordingly.

I hereby enclose the polling papers received as per details above. E-voting statement has already been furnished to you earlier.

Thanking you

Yours faithfully



Vijayakrishna KT

Encl: As above.

CHAIRMAN'S REPORT

Based on the Postal Ballot carried out vide notice dated 10th November, 2015 and the report of the Scrutinizer dated 22nd December, 2015, it is hereby declared that the following Special Resolutions have been passed as per the Companies Act, 2013 with requisite majority:

Item No. 1 - As Special Resolution:

SPECIAL BUSINESS:

1. Entering into Joint Venture including the joint development of the properties:

To consider and, if thought fit, to pass, the following resolution, as a Special Resolution:

"RESOLVED THAT consent of the Company be and is hereby accorded in terms of Section 180 (1)(a) of the Companies Act, 2013 to enter in to suitable Joint Venture Arrangement with any reputed Business House to be finalised after careful negotiation on all the terms and conditions and that such Arrangement may include development of the properties of the Company in any manner including, but not limited to, the Company acting as Joint Developer along with the Business House or lease or sell, or dispose off, the whole or substantially whole or part of the undertakings of the Company, situated wherever, along with the appurtenants thereto.

FURTHER RESOLVED THAT Mr. S Narayanan, Chairman & Managing Director and Mr. H Nandi, Managing Director of the Company, be and are hereby jointly and severally authorized to take all such actions and steps as may be deemed necessary in this connection including executing and signing any agreement."

Bangalore
22nd December, 2015

MRO TEK LIMITED * BANGALORE *

S Narayanan
Chairman & Managing Director

MRO-TEK LIMITED
Registered & Corporate Office
Bellary Road, Hebbal,
Bangalore - 560 024. INDIA
Ph : 91 80 23332951 Fax : 91 80 23333415
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Mumbai Office :
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Gandhi Nagar, Bandra (East),
Mumbai – 400051
Ph : 022 26407311

www.mro-tek.com

(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35			
NAME OF THE COMPANY:MRO-TEK LIMITED			
SCRIP CODE:	**532376**	**Name of the Scrip:**	
Class of Security:			
QUARTER ENDED:	**06/11/2015**		
Partly paid-up shares	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company.
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	**0**	**0**	**0**
Outstanding convertible securities:	No. of outstanding securities	As a % of total no. of outstanding convertible securities.	As a % of total no. of shares of the Company assuming full conversion of the convertible securities
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	**0**	**0**	**0**
Warrants:	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the Company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by Public	0	0	0
Total:	**0**	**0**	**0**
Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities	**18684602**	**0**	**100.00**

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer

CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a PERCENTAGE of (A+B)	As a PERCENTAGE of (A+B+C)	NUMBER OF SHARES	AS a PERCENTAGE
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(A)	**PROMOTER AND PROMOTER GROUP**							
(1)	INDIAN							
(a)	Individual /HUF	6	7410056	7410056	39.66	39.66	0	0.00
(b)	Central Government/State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(e)	Others	0	0	0	0.00	0.00	0	0.00
	Sub-Total A(1) :	**6**	**7410056**	**7410056**	**39.66**	**39.66**	**0**	**0.00**
(2)	FOREIGN							
(a)	Individuals (NRIs/Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
(b)	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
(c)	Institutions	0	0	0	0.00	0.00	0	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(e)	Others	0	0	0	0.00	0.00	0	0.00
	Sub-Total A(2) :	**0**	**0**	**0**	**0.00**	**0.00**	**0**	**0.00**
	Total A=A(1)+A(2)	**6**	**7410056**	**7410056**	**39.66**	**39.66**	**0**	**0.00**
(B)	**PUBLIC SHAREHOLDING**							
(1)	INSTITUTIONS							
(a)	Mutual Funds /UTI	0	0	0	0.00	0.00		
(b)	Financial Institutions /Banks	1	3500	3500	0.02	0.02		
(c)	Central Government / State Government(s)	0	0	0	0.00	0.00		
(d)	Venture Capital Funds	0	0	0	0.00	0.00		
(e)	Insurance Companies	0	0	0	0.00	0.00		
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00		
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00		
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(i)	Others	0	0	0	0.00	0.00		
	Sub-Total B(1) :	**1**	**3500**	**3500**	**0.02**	**0.02**		
(2)	NON-INSTITUTIONS							

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer

CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS a PERCENTAGE of (A+B)	As a PERCENTAGE of (A+B+C)	NUMBER OF SHARES	AS a PERCENTAGE
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(a)	Bodies Corporate	339	746319	746319	3.99	3.99		
(b)	Individuals							
	(i) Individuals holding nominal share capital upto Rs.1 lakh	15149	7069000	6986688	37.83	37.83		
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	46	3238418	3188418	17.33	17.33		
(c)	Others							
	CLEARING MEMBERS	108	119824	119824	0.64	0.64		
	NON RESIDENT INDIANS	115	97485	97485	0.52	0.52		
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00		
	Sub-Total B(2) :	15757	11271046	11138734	60.32	60.32		
	Total B=B(1)+B(2) :	15758	11274546	11142234	60.34	60.34		
	Total (A+B) :	15764	18684602	18552290	100.00	100.00		
(C)	Shares held by custodians, against which							
	Depository Receipts have been issued							
(1)	Promoter and Promoter Group							
(2)	Public	0	0	0	0.00	0.00		
	GRAND TOTAL (A+B+C) :	**15764**	**18684602**	**18552290**	**100.00**	**0.00**	**0**	**0.00**

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer

(I)(b)	Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"										
Sr.No	Name of the Shareholder	Details of Shares held		Encumbered shares (*)			Details of Warrants		Details of convertible securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		No. of Shares held	As a % of grand total (A)+(B)+(C)	Pledge Shares	AS a percentage	AS a % of grand total (A) + (B) + (C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the smae class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	HIMADRI NANDI	3140903	16.81	0	0.00	0.00	0	0.00	0	0.00	16.81
2	S NARAYANAN	3092916	16.55	0	0.00	0.00	0	0.00	0	0.00	16.55
3	JAYASHREE NARAYANAN	584228	3.13	0	0.00	0.00	0	0.00	0	0.00	3.13
4	SHYAMALI NANDI	558789	2.99	0	0.00	0.00	0	0.00	0	0.00	2.99
5	MURARI NARAYANAN	21820	0.12	0	0.00	0.00	0	0.00	0	0.00	0.12
6	PRAKRITHY N	11400	0.06	0	0.00	0.00	0	0.00	0	0.00	0.06
	TOTAL :	**7410056**	**39.66**	**0**	**0.00**	**0.00**	**0**	**0.00**	**0**	**0.00**	**39.66**

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer

(I)(c)(i)	Statement showing holding of securities (including shares, warrants,convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares							
Sr.No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grant total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital)
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	JITENDRA VIRWANI	655538	3.51	0	0.00	0	0.00	3.51
2	PRAKASH PERAJE PAI	546565	2.93	0	0.00	0	0.00	2.93
3	VARUN JAIN	194196	1.04	0	0.00	0	0.00	1.04
	TOTAL :	**1396299**	**7.47**	**0**	**0.00**	**0**	**0.00**	**7.47**

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer

(I)(c)(ii)	Statement showing holding of securities (including shares, warrants,convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company							
Sr.No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) wit	Number of shares held	Shares as a percentage of total number of shares {i.e., Grant total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital)
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
	TOTAL :	0	0	0	0	0	0	0

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer

(I)(d)	STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES"			
Sr.No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a (%) percentage of total number of shares {i.e, Grand Total (A)+(B)+(C) Indicated in Statement at para (I)(a) above}	Promoter/Promoter Group/Public
	TOTAL :	**0**	**0**	

For MRO-TEK LTD.

SRIVATSA

(II)(a)	STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS)			
Sr.No.	Type of outstanding DR (ADRs,GDRs,SDRs,etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at Para(I)(a) above}
	TOTAL :	0	0	0

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer

(II)(b)	Statement showing Holding of Depository Receipts (DRs), where underlying shares held by "Promoter/Promoter group" are in excess of 1% of the total number shares.			
Sr.No.	Name of the DR Holder	Type of outstanding DR (ADRs,GDRs,SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para(I)(a) above}
	TOTAL :		0	0

For MRO-TEK LTD.

SRIVATSA
Chief Finance Officer