



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE 42ND ANNUAL GENERAL MEETING OF THE MEMBERS OF UMIYA BUILDCON LIMITED (FORMERLY MRO-TEK REALTY LIMITED) HELD ON THURSDAY, AUGUST 13, 2026 AT 12:30 P.M THROUGH VIDEO CONFERENCING (VC) DEEMED TO BE HELD AT REGISTERED OFFICE AT NO. 6 MARUTHI COMPLEX NEW BEL ROAD CHIKKAMARANAHALLI BANGALORE 560054

TO CONSIDER AND APPROVE THE CHANGE OF NAME OF THE COMPANY AND CONSEQUENTIAL ALTERATION OF THE MEMORANDUM OF ASSOCIATION:

The members passed the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 4, 13, 14 and 15 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014, the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, and all other applicable laws, rules, regulations, circulars and notifications issued by any statutory/regulatory authorities (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded for changing the name of the Company from **"Umiya Buildcon Limited"** to **"MRO-TEK Networks Limited"**

RESOLVED FURTHER THAT the Name Clause 1st of the Memorandum of Association of the Company be altered and substituted with the following clause:

'1. The name of the Company is MRO-TEK NETWORKS LIMITED.'

RESOLVED FURTHER THAT upon receipt of a fresh Certificate of Incorporation consequent upon change of name, the existing name **"UMIYA BUILDCON LIMITED"** appearing in the Name Clause of the Memorandum of Association of the Company and wherever appearing in the Memorandum of Association and the Articles of Association of the Company and in all statutory records, registers, licences, contracts, agreements, letterheads, common seal (if any), signage, websites, documents and all other records and places wherever appearing, be substituted with **"MRO-TEK Networks Limited"**

RESOLVED FURTHER THAT any one of the Directors or Key Managerial Personnel of the Company be and is hereby severally authorised to make applications for reservation of name, file all necessary e-forms, applications, returns and other documents with the Central Registration Centre, Registrar of Companies, Stock Exchanges and any other statutory or regulatory authority, and to sign, execute and submit all such documents, writings, declarations, affidavits and undertakings and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this resolution, including settling any questions, difficulties or doubts that may arise in this regard.

RESOLVED FURTHER THAT a copy of the foregoing resolution shall be certified to be true by any Director or Company Secretary of the Company and may be provided to the concerned persons/authorities."

GSTIN No 29AAACM9875E1Z1

Registered & Corporate Office: No.6, New BEL Road, Chikkamaranahalli, Bangalore - 560 054, Ph: +91 80 29911217,

Website: www.mro-tek.com, Email ID: info@mro-tek.com, Service & Support: +91 9845035626

Factory: No 247/39/9, Bharat Plaza, 3rd & 4th Floor, Konnappana Agrahara, Bangalore 560100, Karnataka, Phone: 080-29913257



EXPLANATORY STATEMENT

The Company proposes to change its name from "**Umiya Buildcon Limited**" to "**MRO-TEK Networks Limited**" to better reflect its strategic business focus and long-term vision in the telecommunications and networking sector.

The Company has been strengthening its presence in the telecommunications and networking business through continuous investments in research and development, indigenous product development and expansion of its technology portfolio. The Company intends to further enhance its capabilities in the design, development, manufacture and marketing of networking and communication products, including Ethernet switches, routers, wireless networking equipment and other allied communication solutions.

The proposed change of name is intended to align the corporate identity of the Company with its present and future business strategy and to create a stronger brand association with its technology and networking business. The proposed name also reflects the revival of the well-established "**MRO-TEK**" brand, under which the Company had historically established a strong reputation and market presence in the telecommunications and networking industry over several decades.

The Company also has a wholly owned subsidiary, **MRO-TEK Private Limited**. The proposed change of the Company's name to "**MRO-TEK Networks Limited**" is intended to establish a common and cohesive brand identity across the Group and reinforce the Company's strategic focus on the telecommunications and networking business, while leveraging the goodwill and brand recognition associated with the "**MRO-TEK**" name.

The proposed change of name will not result in any change in the legal status or constitution of the Company, nor will it affect any of the existing rights, obligations, liabilities, contracts, agreements, licenses, approvals, permits or legal proceedings involving the Company.

The Board of Directors believes that the proposed name is more representative of the Company's present operations, future growth plans and strategic direction, and will strengthen the Company's corporate identity and brand value in the telecommunications and networking industry.

Further, the Registrar of Companies, Central Registration Centre, vide its letter dated 9th July 2026, has confirmed that it has no objection for changing name of the Company to "**MRO-TEK Networks Limited**". The proposed name is available for a period not exceeding 60 days from the date of confirmation of name availability and name change is subject to necessary compliances under Section 4 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The Company has complied with Regulation 45 of the Listing Regulations and has also obtained a certificate from a Practicing Chartered Accountant stating compliance with the said regulations. A copy of the said compliance certificate is annexed as **Annexure B** to this notice.

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UMIYA



UMIYA BUILDCON LIMITED

(Formerly known as MRO-TEK Realty Limited)
CIN: L28112KA1984PLC005873



Copies of the existing and proposed Memorandum of Association and Articles of Association are available for inspection by the members of the Company at the Registered Office during working hours on all working days upto and including the last day for remote e-Voting and any member seeking to inspect electronically, can send an email to the Company Secretary at cs@mro-tek.com.

Attention of the Shareholders is hereby drawn to the provisions of Sections 13 and 14 read with Sections 4 and 5 of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014 and pursuant to the said provisions, the Company may alter the provisions of the Memorandum of Association and Articles of Association, subject to approval of shareholders by way of a Special Resolution. Considering the same, the Board recommends the resolution set forth in item no. 7 for the approval of members by way of Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

**CERTIFIED TO BE TRUE
FOR UMIYA BUILDCON LIMITED**

S
PRASHANT
H

Digitally signed by
S PRASHANTH
Date: 2026.08.20
14:31:24 +05'30'

**S PRASHANTH
COMPANY SECRETARY AND COMPLIANCE OFFICER**

GSTIN No 29AAACM9875E1Z1

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ANNEXURE B

Date: 14/07/2026

To,
Umiya Buildcon Limited,
(Formerly known as MRO-TEK Realty Limited)
No.6, New BEL Road Chikkamaranahalli
Bangalore Karnataka India 560054

Subject: Certificate pursuant to Reg. 45 of SEBI (LODR) Regulations, 2015.

Dear Sir,

We, Messer. Ishwar & Gopal, Chartered Accountants, hereby certify that, based on the information provided by Umiya Buildcon Limited (herein referred to as "the Company") (CIN: L28112KA1984PLC005873), and our examination of the relevant records, there has been **no change in the business line of the Company.**

We hereby confirm the following conditions of Reg. 45(1) of SEBI, LODR 2015:

(a) A time period of at least one year has elapsed from the last name change;	I confirm that, a minimum of one year has elapsed from the last name change.
(b) At least fifty percent. of the total revenue in the preceding one-year period has been accounted for by the new activity suggested by the new name; or	Not applicable- Since there is no change in the activities of the Company
(c) The amount invested in the new activity/project is atleast fifty percent. of the assets of the listed entity:	Not applicable- Since there is no change in the activities of the Company.

We hereby confirm that the Company is in compliance with **Regulation 45(1) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

This Certificate is issued pursuant to **Reg 45(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.**

For Ishwar & Gopal,
Chartered Accountants,
FRN 001154S

Sd/-
Ajay V Hande
Partner
MRN 244781
Place: Bangalore
UDIN: 26244781YTTGW18422

GSTIN No 29AAACM9875E1Z1

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