

ISO 9001 : 2008
APPROVED BY IRQS



IRQS
A DEPARTMENT OF
INDIAN REGISTER OF
SHIPPING



MGMT. SYS.
RvA C 071
DUTCH ACCREDITATION
COUNCIL RVA

ISO 14001 : 2004
APPROVED BY IRQS



IRQS
A DEPARTMENT OF
INDIAN REGISTER OF
SHIPPING



MGMT. SYS.
RvA C 375
DUTCH ACCREDITATION
COUNCIL RVA

MROTEK[®]
Integrating Next Generation Networks

MRO:FS: 16-17:122
13th July 2016

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

The Manager
Listing Department
BSE Limited
PJ Towers, Dalal Street, Fort
Mumbai – 400 001

Fax No. 022- 2272 3121

Dear Sirs,

Sub:- Corporate Governance Report – Regulation 27(2) of the Listing Obligations and Disclosure Requirement, 2015 – reg.

With reference to the above, please find attached the report on Corporate Governance for the 1st Quarter ended 30th June, 2016 as per Regulation 27(2) of the Listing Obligations and Disclosure Requirement, 2015.

Please, take document on record and kindly treat this as compliance under Listing Obligations and Disclosure Requirement, 2015.

Kindly acknowledge.

Thanking you,
Yours faithfully
for MRO-TEK Realty Limited
(formerly known as "MRO-TEK Limited)


Srivatsa.
Compliance Officer
Encl:- As Above



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

MRO - TEK REALTY LIMITED

Registered & Corporate Office
#6, New BEL Road
Chikkamahanahalli
Bangalore - 560 054
Ph : +91 80 23603763
Email : info@mro-tek.com
CIN No. L28112KA1984PLC005873

www.mro-tek.com

ANNEXURE 1
Name of the Listed Entity: MRO-TEK REALTY LIMITED (formerly known as MRO-TEK Limited)
Quarter ending: 30/06/2016

| I. Composition of Board Directors | | | | | | |
|---|---|--|---|---|--|---|
| Title (Mr./Ms.) | Name of the Director | PANs & DIN | Category (Chairperson/Executive/Non-Executive/Independent/Nominee)& | Date of Appointment in the current term/cessation | Tenure* including this listed entity (Refer Regulation 25(1) of Listing Regulations) | No. of Directorship in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| Mr. | S. Naryanan | AAHPN2298Q & 00037980 | Chairperson | 01-04-2013 | 1 | |
| Mr. | H. Nandi | ABHPN4757B & 00038102 | Executive | 01-04-2013 | 1 | |
| Mr. | N. Sivaram | AASPS1639R & 00018826 | Non Executive-Independent | 01-04-2014 | 27 | 3 |
| Mr. | N.K. Rajasekaran | AAVPR0875P & 00076441 | Non Executive-Independent | 28/01/2015 | 17 | 3 |
| Mr. | K. Rajamani | ABQPR0473B & 06956823 | Non Executive-Independent | 01-04-2014 | 27 | 3 |
| \$ PAN Number of any Director would not be displayed on the website of Stock exchange & Category of Directors means Executive/Non-Executive/ Independent/Nominee, if a Director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity, in continuity without any cooling off period. | | | | | | |
| II. Composition of Committees | | | | | | |
| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/Independent/Nominee)\$ | | | | |
| AUDIT COMMITTEE | N.Sivaram | Non-Executive-Independent-Chairperson | | | | |
| | N.K.Rajasekaran | Non-Executive-Independent | | | | |
| | K.Rajamani | Non-Executive-Independent | | | | |
| NOMINATION AND REMUNERATION COMMITTEE | K.Rajamani | Non-Executive-Independent-Chairperson | | | | |
| | N.Sivaram | Non-Executive-Independent | | | | |
| | N.K.Rajasekaran | Non-Executive-Independent | | | | |
| STAKEHOLDERS RELATIONSHIP COMMITTEE | K.Rajamani | Non-Executive-Independent-Chairperson | | | | |
| | N.Sivaram | Non-Executive-Independent | | | | |
| | N.K.Rajasekaran | Non-Executive-Independent | | | | |
| \$ Category of Directors means executive/non-executive/Independent/Nominee, if a director fits into more than one category, write all categories separating them with hyphen | | | | | | |
| III. Meeting of Board of Directors | | | | | | |
| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive meeting (in number of days) | | | | |
| 14th January, 2016 & 9th February, 2016 | 5th May 2016 & 28th May 2016 | 22 Days | | | | |
| IV. Meeting of Committees | | | | | | |
| Date(s) of meeting of the Committee in the relevant year | Whether requirement of Quorum met (details) | Date (s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* | | | |
| Audit Committee-05/05/2016 & 28/05/2016 | 3 Independent Directors | 09/02/2016 | 22 days | | | |
| * This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional | | | | | | |
| V. Related Party Transactions | | | | | | |
| Subject | | Compliance status (Yes / No / NA) refer note below | | | | |
| Whether prior approval of audit committee obtained | | Yes | | | | |
| Whether shareholder approval obtained for material RPT | | NA | | | | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit committee | | NA | | | | |



Note

1. In the Column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed entity has no related party transactions, the words "N.A." may be indicated.

2. If Status is "No" details of non-compliance may be given here:

Vi. Affirmations

1. The composition of Board of Directors is in terms of SEBI(Listing Obligations and Disclosure requirements) Regulations, 2015
2. The Composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee (applicable to the top 100 listed entities)
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
5. This report and for the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.

Note: *The Company has taken initiated action to appoint Women Director and Company Secretary during the next quarter*

Shivalba

Compliance Officer

