

MRO-TEK REALTY LIMITED
(FORMERLY KNOWN AS MRO-TEK LIMITED)

Registered & Corporate Office:

No.6, New BEL Road, Chikkamaranahalli, Bangalore - 560 054, Karnataka

Ph : +91 80 42499000 SERVICE/SUPPORT : 9845035626

Email : info@mro-tek.com CIN No. L28112KA1984PLC005873 www.mro-tek.com

MROTEK®
Integrating Next Generation Networks

MRO: FS: 17-18: 481
15th November, 2017

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 Sir,

SUB: OUTCOME OF 4th BOARD MEETING FOR THE FINANCIAL YEAR 2017-18

As informed vide our letter dated 6th November, 2017, the Board of Directors of MRO-TEK Realty Limited, Bangalore met today and *inter-alia* transacted the following businesses:

1. Approved the Un-audited Financial Results for the quarter ended September 30, 2017. A copy of the Un-audited Financial Results duly recommended by the Audit Committee and approved by the Board of Directors of the Company and the copy of the Limited Review Report issued by the Auditors are enclosed herewith.
2. Appointment of Mr. Mohan Subramanian as an Additional Director (Independent Director) of the Company, brief profile is attached.
3. Resignation of Mr. S Radhakrishnan from the office of Director.

The Meeting of the Board of Directors is commenced at 3:00 PM and concluded at 4:30 PM

Please take this on record and kindly treat this as compliance with Regulation 30 and Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge.

Thanking you,
Yours faithfully
for MRO-TEK Realty Limited


Barun Pandey
Company Secretary and Compliance Officer
Encl: As above

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

STATEMENT OF UNAUDITED RESULTS FOR THE QUARTER ENDED 30th SEPTEMBER, 2017.

(Rs in Lakhs except earnings per share)

Particulars	Quarter ended			Half Year Ended	
	30/Sep/17 UNAUDITED	30/Jun/17 UNAUDITED	30/Sep/16 UNAUDITED (Refer note 4)	30/Sep/17 UNAUDITED	30/Sep/16 UNAUDITED (Refer note 4)
1 Income					
a. Revenue from Operations (refer note 10)	763.16	559.80	912.21	1,322.97	2,466.09
b. Other Income (refer note 12 b)	12.82	9.28	10.70	18.80	19.52
Total Income	775.98	569.08	922.91	1,341.77	2,485.61
2 Expenses					
(a) Cost of materials consumed	465.22	179.13	438.20	644.35	1,038.83
(b) Changes In Inventories of finished Goods, work-in-progress and stock-in-trade	-22.07	147.55	-37.71	125.47	-73.52
(c) Excise duty on sale of goods	-	61.27	102.09	61.27	213.19
(d) Employee benefit expenses	59.38	51.86	25.46	111.25	85.88
(e) Finance Cost	62.86	57.21	42.13	120.08	99.28
(f) Depreciation and amortization expenses (refer note 9)	20.14	20.46	23.63	40.61	97.72
(g) Other expenses (refer note 11 and 12 a)	193.42	193.50	236.43	383.63	425.67
Total Expenses	778.95	710.98	830.23	1,486.66	1,887.05
3 Profit/(Loss) before Exceptional Items and tax (1-2)	(2.97)	(141.90)	92.68	(144.89)	598.56
4 Exceptional Items (refer note 5A and 5B)	-	(111.48)	-	(111.48)	45.00
5 Profit/(Loss) before tax from Continuing operations (3-4)	(2.97)	(30.42)	92.68	-33.41	553.56
6 Profit/(Loss) from Discontinued Operations (refer note 7)	(28.34)	-	(42.21)	(28.34)	(15.79)
7 Profit/(Loss) for the period before Tax (5+6)	(31.31)	(30.42)	50.47	(61.75)	537.77
8 Tax expense	24.19	(1.73)	4.64	22.45	(237.30)
9 Net Profit/(Loss) for the period (7-8)	(55.50)	(28.69)	45.83	(84.20)	775.07
10 Other Comprehensive Income (net of tax)					
Items that will not be reclassified to Statement of Profit and Loss (refer note 4)	0.40	4.31	(1.15)	4.71	0.65
11 Total Comprehensive Income (9+10)	(55.10)	(24.38)	44.68	(79.49)	775.72
12 Paid-up equity share capital (Face Value Rs. 5 each, fully paid-up)	934.23	934.23	934.23	934.23	934.23
13 Other Equity	(395.70)	(340.60)	(370.52)	(395.70)	(370.52)
(i) Earnings Per Equity Share (for Continuing operations)					
(a) Basic	Rs. (0.15)	(0.15)	0.47	(0.30)	4.23
(b) Diluted	Rs. (0.15)	(0.15)	0.47	-0.30	4.23
(i) Earnings Per Equity Share (for Discontinued operations)					
(a) Basic	Rs. (0.15)	-	-0.23	-0.15	-0.08
(b) Diluted	Rs. (0.15)	-	-0.23	-0.15	-0.08
(i) Earnings Per Equity Share (for Continuing and Discontinued operations)					
(a) Basic	Rs. (0.30)	(0.15)	0.25	(0.45)	4.15
(b) Diluted	Rs. (0.30)	(0.15)	0.25	(0.45)	4.15

See accompanying note to the Financial results

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MRO-TEK REALTY LIMITED

(formerly named MRO-TEK LIMITED till May 10, 2016)

Regd Office: No.6, 'Maruthi Complex', New BEL Road, Chikkamaranahalli, Bengaluru-560 054 Phone No. 080-42499000

Website - "www.mro-tek.com"

CIN NO.L28112KA1984PLC005873

Statement of Assets and Liabilities**(Rs In Lakhs)**

Particulars	As at September 30, 2017
ASSETS	
Non-current assets	
(a) Property, Plant and Equipment	757.92
(b) Intangible assets	-
(c) Financial Assets	
(i) Trade receivables	66.36
(ii) Others	25.86
(d) Deferred tax assets (net)	93.84
(e) Other non-current assets	444.40
Total Non - Current Assets	1,388.38
Current assets	
(a) Inventories	1,063.32
(b) Financial Assets	
(i) Investments (Refer Note 5A)	184.00
(ii) Trade receivables	745.33
(iii) Cash and cash equivalents	6.79
(iv) Bank balances other than (iii) above	140.17
(v) Loans	3.34
(c) Other current assets	106.94
Total Current Assets	2,249.89
Total Assets	3,638.27
EQUITY AND LIABILITIES	
Equity	
(a) Equity Share capital	934.23
(b) Other Equity	-395.70
Total equity	538.53
LIABILITIES	
Non-current liabilities	
(a) Provisions	11.61
Total Non - Current Liabilities	11.61
Current liabilities	
(a) Financial Liabilities	
(i) Borrowings	2,369.36
(ii) Trade payables	459.52
(b) Provisions	35.48
(c) Other current liabilities	223.78
Total Current Liabilities	3,088.14
Total Equity and Liabilities	3,638.27

Notes:

- 1 The above financial results for the quarter ended 30th September, 2017 as recommended by the Audit Committee were approved by the Board of Directors in their respective meetings held on 15th November, 2017.
- 2 These financial results have been prepared in accordance with Indian Accounting Standard (Ind AS) prescribed under Section 133 of the Companies Act 2013, read with the relevant rules thereunder and in terms of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 5 July 2016.
- 3 The financial results for the quarter and Half year ended September 30, 2016 is not subject to limited review. However the company's management has exercised necessary due diligence to ensure that such financial results provide true and fair view of its affairs. The profit reconciliation is given below.

Net Profit For reconciliation	(Rs In Lakhs except earnings per share)	
	Quarter Ended 30-September-2016	Half Year Ended 30-September-2016
Net profit/(loss) after tax as per Previous GAAP (Indian GAAP)	44.67	775.71
Net profit/(loss) after tax as per Ind AS	45.83	775.07
Other Comprehensive Income (OCI)		
Add/ (Less) Re-measurement of gains / (losses) on defined benefit plans	-1.15	0.65
Total Comprehensive Income	44.68	775.72

- 4 Under the previous GAAP, all actuarial gains and losses were recognized in the Statement of Profit and Loss. Under Ind AS, actuarial gains and losses that form part of remeasurement of the net defined benefit liability / asset and the corresponding tax effect thereon are recognized in Other Comprehensive Income.
- 5 **Exceptional Items :**
- 5 A The Management has designated investment in the equity instrument of RAD MRO Manufacturing Private Limited as Held for trading. The investments in the said equity instruments are held for disposal due to the dissolution of the board of RAD MRO Manufacturing Private Limited on 31st July 2017. The investment is stated at the realisable value net of expenses for disposal. The expected realisable value (Net of expenses) amounts to Rs.375.51 Lakhs and accordingly a sum of Rs. 111.48 Lakhs recognised as Income during the quarter ended 30th June, 2017.
- 5 B During the Half year ended 30th Sep, 2016 Exceptional Items include Rs. 45 Lakhs related to Settlement of Trade union case settled before the Labour Court.
- 6 For the purpose of Segment Reporting, 'Access and Networking products' and 'Real Estate Development' constitute primary business segments.
- 7 Due to sustained cash loss, the Board of Directors had decided to discontinue "Solar Based Equipment & Projects" in the Meeting held on January 14, 2016 and informed to stock exchanges. The details of such 'Discontinuing Operations', under the Companies (Accounts) Rules 2014 are given below

PARTICULARS	(Rs In Lakhs except earnings per share)				
	Quarter ended			Half Year Ended	
	30/Sep/17	30/Jun/17	30/Sep/16	30/Sep/17	30/Sep/16
Income from Discontinuing Operations					
(a) Net Sales/Income from Operations	10.50	16.79	24.41	27.29	64.70
Total Income from Discontinuing Operations (net)	10.50	16.79	24.41	27.29	64.70
Expenses of Discontinuing Operations					
Cost of materials consumed	21.29	16.79	29.05	38.08	62.77
Indirect Expenses	17.55	-	45.92	17.55	46.08
Other Income	-	-	8.35	-	28.35
Total Expenses from Discontinuing Operations	38.84	16.79	66.62	55.63	80.50
Net Profit/(loss) from Discontinuing Operations	(28.34)	-	(42.21)	(28.34)	(15.80)

- 8 Tax Expense include Deferred Tax and Current Income Tax.
- 9 For the Half year ended 30th Sep, 2016, Depreciation Rs.97.52 lacs includes Impairment of assets of Rs.48.21 lacs.
- 10 During the Half year ended 30th Sep, 2016, Revenue from operations includes an amount of Rs. 600 Lakhs from real estate development by virtue of recognition of deposit, given by developer, consequent to fulfillment of obligations by the Company as per supplementary agreement dated 4th January 2016.
- 11 For the half Year ended 30th Sep, 2016, Extra ordinary expenses of Rs.24.44 Lakhs incurred towards Corporate Office Relocation Expenses has been included in Other Expenses.
- 12

Particular	(Rs In Lakhs except earnings per share)				
	Quarter ended			Half Year Ended	
	30/Sep/17	30/Jun/17	30/Sep/16	30/Sep/17	30/Sep/16
a) Other Expenses Includes Foreign Exchange Loss (Net)	5.43	-	-	2.13	-
b) Other Income Includes Foreign Exchange Gain/(Loss)- Net	-	3.30	-	-	-

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13 Figures for the previous period have been regrouped, wherever necessary.

(Rs in Lakhs except earnings per share)

Standalone Segment wise Revenue, Results, Assets and Liabilities

Particulars	Quarter Ended			Half Year Ended	
	30/Sep/17	30/Jun/17	30/Sep/16	30/Sep/17	30/Sep/16
	UNAUDITED	Un-audited	UNAUDITED	UNAUDITED	UNAUDITED
1 Segment Revenue (Net Sale)					
(a) Access & Networking Products	775.98	569.08	922.91	1,341.77	1,885.61
(b) Real Estate Development	-	-	-	-	600.00
Total	775.98	569.08	922.91	1,341.77	2,485.61
Less :- Inter segment revenue	-	-	-	-	-
Net Sales From Operations	775.98	569.08	922.91	1,341.77	2,485.61
2 Segment Results - Profit / (loss) before tax and interest					
(a) Access & Networking Products	332.83	181.13	420.33	510.68	717.14
(b) Real Estate Development	-	-	-	-	589.97
Total	332.83	181.13	420.33	510.68	1,307.11
Less:-					
I) Interest	62.86	57.21	42.13	120.08	99.28
II) Other Un-allocable Expenditure net off	301.28	265.82	327.73	563.83	670.06
III) Un-allocable Income	-	(111.48)	-	(111.48)	-
Total Profit/(loss) before tax	(31.31)	(30.42)	50.47	(61.75)	537.77
3 Segment Assets					
(a) Access & Networking Products	2,882.66	2,597.50	2,621.71	2,882.66	2,621.71
(b) Real Estate Development	505.23	505.23	505.23	505.23	505.23
(c) Un-allocable assets	250.38	184.55	337.00	250.38	337.00
Total Assets	3,638.27	3,287.29	3,463.94	3,638.27	3,463.94
4 Segment Liabilities					
(a) Access & Networking Products	710.66	407.62	549.68	710.66	549.68
(b) Real Estate Development	-	-	300.00	-	300.00
(c) Un-allocable Liabilities	2,389.08	2,286.04	2,050.55	2,389.08	2,050.55
Total Liabilities	3,099.74	2,693.66	2,900.23	3,099.74	2,900.23

Bangalore
15th November, 2017

For MRO-TEK Realty Limited


Aniruddha Mehta
Chairman and Managing Director

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF MRO-TEK REALTY LIMITED

1. We have reviewed the accompanying Statement of Financial Results of MRO-TEK Realty Limited ("the Company"), for the quarter ended and six months period ended September 30, 2017 ("the Statement"), being submitted by the Company pursuant to the requirement of the Regulation 33 of The SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, as modified by Circular No CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement, which is responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial reporting" ("Ind AS 34"), prescribed under section 133 of the companies act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement of financial results is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. We have not reviewed the financial results and other financial information for the quarter ended and six months period ended September 30, 2016 which has been presented solely based on the financial information compiled by the Management.

For K. S. AIYAR & Co.
Chartered Accountants
FRN: 100186W



Ramamohan R Hegde
Partner
M.No.23206

Place: Bengaluru
Date: 15th November, 2017



Office also at
Mumbai Chennai Kolkata
Coimbatore and Hyderabad

BRIEF PROFILE- MR. MOHAN SUBRAMANIAN

PROFESSIONAL BACKGROUND:

Mr. Mohan is a Science Graduate from Madras (now Chennai) University majored in Mathematics and a Professional Member of the **Institute of Chartered Accountants of India** (Since 1983, Membership Number 22065) and also Professional Member of the **Institute of Cost and Management Accountants of India** (Since 1983, Membership M6777).

NATURE OF EXPERIENCE:

He possesses 30+ years of post-qualification experience in large-sized Government Undertaking, Mid-sized Listed Companies manufacturing engineering goods for automobile sector, continuous process Industry with Foreign collaborations, Global company manufacturing capital goods, Product and IT Company in the IT sector. Heading core portfolios of Finance, Corporate Secretarial, Legal, Taxation and Administrative functions, as also forming part of the core management team at the Global level. Been the head of IT function and also handled the HR matters of a MNC.

HIGHLIGHTS:

Has been part of the core management team through significant period of his professional carrier.

- Respected for setting up systems aimed at effective internal controls which have helped to move towards process and system based functioning.
- Has been greatly appreciated and regarded as trend setter among group companies for setting standards in working capital management used as a bench mark across group Companies to emulate and excel.
- Man management skills became the hall mark of management style.
- Worked very closely with the Board of Directors, Audit Committee, Remuneration Committee, Stakeholders' Relationship Committee and fully conversant with all activities relating to the Board and various committees of the Board, having handled all such matters for more than 25 years.

EMPLOYMENT HISTORY:

Name of the entity	Nature of Business	Location	Role & Duration	Sector
Bharat Heavy Electricals Limited	Heavy Engineering	Trichy, Tamil Nadu	Accounts officer (Budget) 1983 - 1986	Government of India Undertaking
<u>Accomplishments:</u> Manual Budgeting process computerized through excels forms; Presented the budget at their HO at Delhi; Part of team drafting the accounts manual.				
Gajra Bevel Gears Limited	Precision auto components	Dewas, Madhya Pradesh	Manager (Accounts & Finance) 1986 - 1989	Private sector; Listed entity
<u>Accomplishments:</u> Established EDP department; Computerized their accounting system; Books of previous years streamlined; Handled audit with AF Ferguson.				
Gujarat Steel Tubes Limited	Steel tubes and pipes	Ahmadabad, Gujarat	Management accountant 1989 - 1992	Private sector; Listed entity
<u>Accomplishments:</u> Established Cost Accounting system; successfully closed cost audit with qualification free reports; developed MIS system for their operations and subsidiary; handled consolidation & Reporting.				

Disa India Limited (as is currently known)	Manufacturers of capital goods, Foundry Machinery	Bangalore, Karnataka	Manager (Accounts & Finance) 1992 - 2000	Private sector; Listed entity
<p><u>Accomplishments:</u> Built the department; introduced systems and procedures; Got the promoter stake increased from 26% to 51%; Audits moved to one of BIG four; Implemented ERP as project manager. Closed overdraft arrangements and went to "multiple banking" environment.</p>				
Encore Software Limited	IP and Products Company; IT sector	Bangalore, Karnataka	CFO 2000 - 2004	Private sector; Listed entity
<p><u>Accomplishments:</u> Brought Fiscal Discipline; Did Technical selling; Framed IP agreements; Restructured the organization by introducing LOB concepts; Formed US subsidiary; handled US tax matters of the subsidiary; Company achieved cash surplus from over draft situation.</p>				
Disa India limited (as is currently known)	Manufacturers of capital goods, Foundry Machinery	Bangalore, Karnataka	CFO 2004 - 2015	Private sector; Listed entity
<p><u>Accomplishments:</u> Achieved working for many years; Handled three open offers; Issued Bonus debentures. Handled the delisting process; worked closely with SEBI; OFS achieved at premium to the market price; Re-implemented the ERP on AX Dynamics unified</p>				

platform, Introduced significant changes in the internal control like Risk Assessment; Project profitability; Compliance level taken to higher levels.

Worked on re-aligning process and systems to address IFCR requirements; Formed a Private limited Company (in 2007) as a 100% group subsidiary to meet the R & D needs of the global entities and was its Professional Director since inception.

OTHERS:

Widely travelled; Team member of the High Level Global Strategy Group; successfully co-operated with various European groups with many changes in ownership and reporting requirements of different countries under different GAAPs.

CURRENT ASSIGNMENTS:

After retirement from Disa India Limited, currently

- a) On the Board of ISG Novasoft Technologies Limited as Independent Director and
- b) Engaged as a strategy consultant for a listed Company in Bangalore