

MAKARAND M. JOSHI & CO.

Company Secretaries

Ecstasy, 803/804, 8th Floor, City of Joy, J.S.D Road, Mulund (West), Mumbai- 400080 (Ph) 022-21678136

Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the Annual General Meeting (AGM)

To
Dr. Pradeep Bavadekar
Managing Director

of 38th Annual General Meeting of the shareholders of **MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED (herein after the "Company")**, held on Monday, 28th September, 2020, through video conferencing ("VC") / other audio-visual means (OVAM)

Consolidated Scrutinizer's Report on voting through Remote E-voting and electronic voting at the AGM in terms of provisions of the Companies Act, 2013 (herein after the "ACT") read with the Rules issued there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- A. I, Kumudini Bhalerao, Partner of M/s. Makarand M. Joshi & Co., Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on Saturday, 29th August, 2020 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting at the AGM** under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 38th AGM held on Monday, 28th September, 2020.
- B. Pursuant to Section 101, 108 of the Act and Rule 20 of Companies (Management & Administration) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice convening the 38th Annual General Meeting (AGM) of the Company along with the process of electronic voting at the AGM and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the Company/Depository Participant(s) for communication purposes in compliance with MCA Circulars dated 5th May, 2020 read with circulars dated 8th April 2020 and 13th April, 2020 and SEBI Circular dated 12th May, 2020.
- C. The Company had appointed National Securities Depository Limited ("NSDL") for conducting the Electronic voting by the shareholders of the Company at the AGM. After the time fixed for closing of Electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.

- D. The Company had availed the remote e-voting facility provided by National Securities Depository Limited (“NSDL”) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Thursday, 24th September, 2020 at 9.00 a.m. and ended on Sunday, 27th September, 2020 at 5.00 p.m. and the National Securities Depository Limited (“NSDL”) remote e-voting portal was blocked for voting thereafter.
- E. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the AGM of the Company held on Monday, 28th September, 2020, I have issued Scrutinizer’s Report dated 28th September 2020
- F. On the basis of the votes exercised by the shareholders of the Company through remote e-voting. I have issued separate Scrutinizer’s Report dated 28th September 2020.

Date of AGM	28/09/2020
Total number of shareholders on record date (i.e. as on 19th September, 2020)	222
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter group	0
Public	8

Resolution on Item No. 1 - Ordinary Resolution:

To receive, consider and adopt the Audited Financial Statements for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors report thereon.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
2	Public - Institutional holders	E-Voting	3000000	1488000	49.6000	1488000	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		1488000	49.6000	1488000	0	100.0000	0.0000
3	Public-Others	E-Voting	10421526	5663008	54.3395	5663008	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		5663008	54.3395	5663008	0	100.0000	0.0000
Total			13421526	7151008	53.2801	7151008	0	100.0000	0.0000

Resolution on Item No. 2 - Ordinary Resolution:

To declare a final dividend on equity shares for the financial year ended 31st March, 2020.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
2	Public - Institutional holders	E-Voting	3000000	1488000	49.6000	1488000	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		1488000	49.6000	1488000	0	100.0000	0.0000
3	Public-Others	E-Voting	10421526	5663008	54.3395	5663008	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		5663008	54.3395	5663008	0	100.0000	0.0000
Total			13421526	7151008	53.2801	7151008	0	100.0000	0.0000

Resolution on Item No. 3 - Ordinary Resolution:

To appoint a Director in place of Mr. Anand Chalwade (DIN: 02008372), who retires by rotation and being eligible, offers himself for re-appointment.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
2	Public - Institutional holders	E-Voting	3000000	1488000	49.6000	1488000	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		1488000	49.6000	1488000	0	100.0000	0.0000
3	Public-Others	E-Voting	10421526	5663008	54.3395	5663008	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		5663008	54.3395	5663008	0	100.0000	0.0000
Total			13421526	7151008	53.2801	7151008	0	100.0000	0.0000

Resolution on Item No. 4 - Ordinary Resolution:

Ratification of appointment of M/s J. Singh and Associates, Chartered Accountants as Statutory Auditor.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
2	Public - Institutional holders	E-Voting	3000000	1488000	49.6000	1488000	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		1488000	49.6000	1488000	0	100.0000	0.0000
3	Public-Others	E-Voting	10421526	5663008	54.3395	5663008	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		5663008	54.3395	5663008	0	100.0000	0.0000
Total			13421526	7151008	53.2801	7151008	0	100.0000	0.0000

Resolution on Item No. 5 - Ordinary Resolution:

Appointment of Mrs. Archana Lakhe as an Independent Woman Director.

Sr. No	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]=[2]/(1) *100	[4]	[5]	[6]=[4]/(2) *100	[7]=[5]/(2) *100
1	Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		0	0.0000	0	0	0.0000	0.0000
2	Public - Institutional holders	E-Voting	3000000	1488000	49.6000	1488000	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		1488000	49.6000	1488000	0	100.0000	0.0000
3	Public-Others	E-Voting	10421526	5663008	54.3395	5663008	0	100.0000	0.0000
		Poll		0	0.0000	0	0	0.0000	0.0000
		Total		5663008	54.3395	5663008	0	100.0000	0.0000
Total			13421526	7151008	53.2801	7151008	0	100.0000	0.0000

G. As requested by the management, I am submitting herewith a consolidated report on the results of remote e-voting together with the results of the Electronic voting facilitated at the AGM.

It is to be noted that:

1. Voting rights on the shares transferred to 'Unclaimed Suspense Account' and those shares transferred to the 'Investor Education and Protection Fund' are frozen.
2. The votes cast does not include invalid votes.
3. All the aforesaid resolutions were passed with requisite majority.

Thanking You,
Yours faithfully,

**For Makarand M. Joshi & Co.,
Practicing Company Secretaries**

**For Mitcon Consultancy & Engineering
Services Limited**

**Kumudini Bhalerao
Partner
CP No. 6690
Date:28/09/2020
Place: Mumbai**

**Chairman/ Authorized Representative
Date: 28/09/2020
Place: Mumbai**