

MAKARAND M. JOSHI & CO.

Company Secretaries

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

To
Mr. Anand Chalwade
Managing Director

of 39th Annual General Meeting of the shareholders of **MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED** (herein after the "Company"), held on Thursday, 12th August, 2021, 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, Makarand M. Joshi, 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 Wednesday June 07, 2021 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 39th AGM held on Thursday, 12th August, 2021.
- 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 39th 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, 13th April, 2020, 17th August, 2020 and 13th January, 2021 and SEBI Circular dated 12th May, 2020 and 15th January, 2021.
- C. The Company had appointed National Services 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 Services Depository Limited (“NSDL”) for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Monday, 09th August, 2021, at 09:00 a.m. (IST) and ended on Wednesday, 11th August, 2021 at 05:00 p.m. (IST) and National Services 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 39th AGM held on 12th August, 2021; I have issued Scrutinizer’s Report dated 13th August, 2021.
- 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 13th August, 2021.

Date of AGM	12th August, 2021
Total number of shareholders on record date (i.e., as on 6th August, 2021)	228
No. of shareholders present in the meeting either in person or through proxy: None	
Promoter and Promoter group	NA
Public	NA
No. of shareholders attended the meeting through Video Conferencing: 9	
Promoter and Promoter group	None
Public	9

Resolution on Item No. 1 - Ordinary Resolution: Adoption of financial statements.

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement as on 31st March, 2021 and the Reports of the Board of Directors and the Auditors thereon.

Sr. No.	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled*	% of Votes Polled on outstanding 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
		E- Voting at AGM		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	3262000	1322000	40.5273	1322000	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1322000	40.5273	1322000	0	100.0000	0.0000
3	Public- Others	E-Voting	10159526	5153815	50.7289	5153815	0	100.0000	0.0000
		E- Voting at AGM		34000	0.3347	34000	0	100.0000	0.0000
		Total		5187815	51.0636	5187815	0	100.0000	0.0000
Total			13421526	6509815	48.5028	6509815	0	100.0000	0.0000

*No. of votes polled does not include 'no. of votes invalid'

Resolution on Item No. 2 - Ordinary Resolution: Declaration of final dividend.

To declare a final dividend on equity shares for the financial year ended 31st March, 2021.

Sr. No.	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled*	% of Votes Polled on outstanding 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
		E- Voting at AGM		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	3262000	1322000	40.5273	1322000	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1322000	40.5273	1322000	0	100.0000	0.0000
3	Public- Others	E-Voting	10159526	5153815	50.7289	5153815	0	100.0000	0.0000
		E- Voting at AGM		34000	0.3347	34000	0	100.0000	0.0000
		Total		5187815	51.0636	5187815	0	100.0000	0.0000
Total			13421526	6509815	48.5028	6509815	0	100.0000	0.0000

*No. of votes polled does not include 'no. of votes invalid'

Resolution on Item No. 3 - Ordinary Resolution: Re-appointment of Mr. Ajay Agarwal, who retires by rotation

To appoint a director in place of Mr. Ajay Agarwal (DIN: 00200167), 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 outstanding 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
		E- Voting at AGM		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	3262000	1322000	40.5273	1322000	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1322000	40.5273	1322000	0	100.0000	0.0000
3	Public- Others	E-Voting	10159526	5153815	50.7289	5153815	0	100.0000	0.0000
		E- Voting at AGM		34000	0.3347	34000	0	100.0000	0.0000
		Total		5187815	51.0636	5187815	0	100.0000	0.0000
Total			13421526	6509815	48.5028	6509815	0	100.0000	0.0000

*No. of votes polled does not include 'no. of votes invalid'

Resolution on Item No. 4 - Ordinary Resolution: Ratification of appointment of Auditors

Ratification of appointment of Auditors.

Sr. No.	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled*	% of Votes Polled on outstanding 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
		E- Voting at AGM		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	3262000	1322000	40.5273	1322000	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1322000	40.5273	1322000	0	100.0000	0.0000
3	Public-Others	E-Voting	10159526	5153815	50.7289	5153815	0	100.0000	0.0000
		E- Voting at AGM		34000	0.3347	34000	0	100.0000	0.0000
		Total		5187815	51.0636	5187815	0	100.0000	0.0000
Total			13421526	6509815	48.5028	6509815	0	100.0000	0.0000

*No. of votes polled does not include 'no. of votes invalid'

Resolution on Item No. 5 - Ordinary Resolution: Appointment of Mr. Anand Chalwade as Managing Director

Appointment of Mr. Anand Chalwade (DIN: 02008372) as Managing Director.

Sr. No.	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled*	% of Votes Polled on outstanding 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
		E- Voting at AGM		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	3262000	1322000	40.5273	1322000	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1322000	40.5273	1322000	0	100.0000	0.0000
3	Public- Others	E-Voting	10159526	5153815	50.7289	5153815	0	100.0000	0.0000
		E- Voting at AGM		34000	0.3347	34000	0	100.0000	0.0000
		Total		5187815	51.0636	5187815	0	100.0000	0.0000
Total			13421526	6509815	48.5028	6509815	0	100.0000	0.0000

*No. of votes polled does not include 'no. of votes invalid'

Resolution on Item No. 6- Special Resolution: Increase in the limits of borrowings

Increase in the limits of borrowings.

Sr. No.	Promoter/ Public	Mode of Voting	Total No. of Shares Held	No. of votes polled*	% of Votes Polled on outstanding 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
		E- Voting at AGM		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	3262000	1322000	40.5273	1322000	0	100.0000	0.0000
		E- Voting at AGM		0	0.0000	0	0	0.0000	0.0000
		Total		1322000	40.5273	1322000	0	100.0000	0.0000
3	Public- Others	E-Voting	10159526	5153815	50.7289	4419815	734000	85.7581	14.2419
		E- Voting at AGM		34000	0.3347	0	34000	0.0000	0.0000
		Total		5187815	51.0636	4419815	768000	85.1961	14.8039
Total			13421526	6509815	48.5028	5741815	768000	88.2024	11.7976

*No. of votes polled does not include 'no. of votes invalid'

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 do not include invalid votes & abstained 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 LTD**

**Makarand Joshi
Partner
CP No. 3662
Date: 13th August, 2021
Place: Mumbai**

**Chairman/ Authorized Representative
Date: 13th August, 2021
Place: Mumbai**