



MITCON Consultancy & Engineering Services Limited

Regd. Office: First Floor, Kubera Chambers, Shivajinagar, Pune-411 005

Phone: +91-20-2553 4322, 2553 3309, Fax: +91-20-2553 3206

Email: cs@mitconindia.com Website: www.mitconindia.com

CIN: L74140PN1982PLC026933

NOTICE

Members of the Company are hereby informed that pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read together with the Companies (Management and Administration) Rules, 2014 ("the Rules") (including any statutory modification(s), amendment(s) or re-enactments(s) thereto) the Notice together with the Postal Ballot Form and self-addressed pre-paid postage Business Reply Envelope seeking consent of the Members through Postal Ballot for the matters to be transacted through Postal Ballot as set out in the notice, including voting by electronic means ("e-voting"), have been dispatched to the members whose names appear in the Register of Members/Beneficial Owners as on cut-off date i.e. 30th December, 2016 for seeking approval of members by Postal Ballot including e-voting on the following Resolutions:

Resolution No.	Description of Resolution
1	Special Resolution for alteration to the Main Objects of the Memorandum of Association of the Company
2	Ordinary resolution for increase the Authorised Share Capital of the Company
3	Special Resolution for alteration in the Capital Clause of Memorandum of Association of the Company
4	Special Resolution for increasing the borrowing powers of the Company
5	Special Resolution for issuance of Equity Shares and / or Unsecured Redeemable Non-Convertible Debentures and/or Warrants to Qualified Institutional Buyers by way of Qualified Institutions Placement
6	Ordinary Resolution for Appointment of Mr. Subodh Kumar (holding 02570037) as a Director, liable to retire by rotation
7	Ordinary Resolution for Appointment of Ms. Maya Sinha (holding 03056226) as a Director, liable to retire by rotation.

The detailed instructions and information relating to voting including e-voting are set out in the Postal Ballot notice sent to the Members. Electronic copies of the Postal Ballot Notice and Postal Ballot Form have been sent to all members whose email IDs are registered with the Company/Depository Participants on 30th December, 2016. The said documents are being uploaded on the website of the Company viz; www.mitconindia.com also on website of NSDL viz: <https://www.evoting.nsdl.com>. Physical Copies of the Postal Ballot Notice, Postal Ballot Form and self-addressed pre-paid postage Business Reply Envelope have been sent to all the members at their registered address through the permitted mode. The Company has completed dispatch of the notice alongwith postal ballot forms and self-addressed pre-paid postage Business Reply Envelope on 9th January, 2017.

The facility to exercise vote by postal ballot, including e-voting, will be available during the following period:

Commencement of voting : From 9.00 a.m. (IST) on 10th January, 2017

End of voting : Up to 5.00 p.m. (IST) on 9th February, 2017

Mr. Sridhar Mudaliar, Partner, SVD & Associates, Practicing Company Secretary, has been appointed as the Scrutinizer ("the Scrutinizer") for conducting the postal ballot / e-voting process in a fair and transparent manner. E-voting shall be disabled by NSDL after 5.00 p.m. (IST) on 9th February, 2017 for voting. If any Member casts his vote by electronic means or if any Postal Ballot Form is received after 9th February, 2017, then that vote (by post or electronic means) will not be considered as valid vote and will be treated as if the reply from the Member(s) has not been received.

In case of any queries/grievances, Members may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.

In case of any queries/grievances in relation to Postal Ballot, members can address the query/grievances to:

a) Mr. Madhav Oak, Company Secretary, Regd. Office: First Floor, Kubera Chambers, Shivajinagar, Pune-411 005 Phone: +91-20-2553 4322, 2553 3309, Fax: +91-20-2553 3206; Email Id : cs@mitconindia.com

b) Company's Registrar and Transfer Agent, M/s Link Intime India Private Limited, Block No. 202, 2nd Floor, Akshay Complex, Near Ganesh Temple, Off. Dhule Patil Road, Pune 411 001, E-mail: pune@linkintime.co.in.

Members who have not received the postal ballot form or who received the postal ballot form by e-mail and who wish to vote through physical Postal Ballot Form or a duplicate thereof, the Member may write an e-mail to the Company Secretary or to Registrar and Transfer Agent of the Company on contact details given in the foregoing paragraph and obtain duplicate Postal Ballot Form or the Postal ballot form can be downloaded from Company's website viz. www.mitconindia.com.

Place: Pune
Date: 10th January, 2017

For MITCON Consultancy &
Engineering Service Limited
Sd/-
Madhav Oak
Company Secretary