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**MITCON**  
CONSULTANCY & ENGINEERING  
SERVICES LTD.

## **NOTICE OF 38<sup>TH</sup> ANNUAL GENERAL MEETING**

**Dear MITCON Members,**

I am pleased to invite you to the 38<sup>th</sup> Annual General Meeting of MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED (the “Company”) will be held through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) on Monday, 28<sup>th</sup> September, 2020 at 12:00 Noon (the “AGM”) in accordance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular No. 20/2020, 14/2020 and 17/2020 dated 5<sup>th</sup> May, 2020, 8<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 respectively.

As a shareholder you are entitled to attend, speak and vote at the AGM. Here, it gives you the opportunity to vote on various company matters, by attending AGM through VC/OAVM.

As per Section 108 of the Companies Act 2013, read with the related Rules and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members the facility to cast their vote by electronic means on all resolutions set forth in the Notice before or during the Meeting. The instructions for e-voting are enclosed herewith AGM Notice

The formal notice of AGM (the “AGM Notice”) is set out in subsequent pages of this document and explanatory notes on the business to be considered are set out on further pages. In addition to the usual items of business, your Board of Directors is seeking shareholder approval on the matter of electing successor to the position of Managing Director.

Your Board of Directors believes that the proposals described in this document are in the best interests of the Company and its shareholders as a whole. The Directors intend to do so in respect of their own shareholdings. On behalf of the Board of Directors, I would like to thank you for your continued support and look forward to meeting you at the Annual General Meeting.

**Yours faithfully,**

**Sd/-**

Regd. Office: 1<sup>st</sup> Floor, Kubera Chambers, Shivajinagar, Pune 411005. (INDIA) Tel : +91-20-25533309, 25534322, Fax: +91-20-25533206, Email : mitconmail@gmail.com CIN : L74140PN1982PLC026933

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**Ankita Agarwal**

**Company Secretary**

**NOTICE is hereby given that the Thirty-Eighth Annual General Meeting of the Members of MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED will be held through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) on Monday, the 28<sup>th</sup> September, 2020 at 12:00 Noon (the “AGM”) to transact the following business:**

**A. Ordinary Business:**

1. To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement as on 31<sup>st</sup> March, 2020 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare a final dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2020.
3. To appoint a Director in place of Mr. Anand Chalwade (DIN: 02008372), who retires by rotation and being eligible, offers himself for re-appointment.
4. Ratification of appointment of Auditors

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

**”RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Company hereby ratifies the appointment of M/s J. Singh and Associates, Chartered Accountants, Mumbai (Firm Registration No. 110266W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Forty Second (42nd) AGM to be held in 2024 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

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**B. Special Business:**

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

To consider and if thought fit, to pass the following resolution, with or without modification(s), as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mrs. Archana Lakhe (holding DIN 07079209), who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 5, 2020 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing along with requisite deposit from a member under the provisions of Section 160 of the Companies Act, 2013, proposing her candidature for the office of a Director, be and is hereby appointed as Non-Executive Independent Woman Director of the Company to hold office for a period of Five (5) consecutive years commencing from February 5, 2020 and ending on February 5, 2025.

**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Archana Lakhe be paid such fees and remuneration as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time”.

**By Order of the Board of Directors**

**For MITCON Consultancy & Engineering Services Limited**

**Sd/-**

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**Ankita Agarwal**

**Company Secretary**

**M. No: A49634**

**Date: 29<sup>th</sup> August, 2020**  
**Place: Pune**  
**Regd. Office: Kubera Chambers, Shivajinagar,**  
**Pune - 411005**

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**NOTES:**

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 20/2020 dated May 05, 2020, permitted the holding of the Annual General Meeting (“AGM”) through VC/ OAVM, without physical presence of the members at common venue. In compliance of SEBI LODR, 2015 and MCA Circulars the AGM of the Company is being held through VC/OAVM. The detailed procedure for participating in the meeting through VC/OAVM is enumerated hereto.
2. In terms of the aforesaid Circulars, the businesses set out in the Notice will be transacted by the members only through remote e-voting or through the e-voting system provided during the meeting while participating through VC facility.
3. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. Corporate Members, Banks, Financial Institutions, Societies, Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) intending to send their authorized representative(s) are required to send a scanned copy (PDF/ JPG Format) of its Board or governing body Resolution/Authorization, attested specimen signature of the duly authorized signatory (ies) etc., authorising its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address at [scrutinisers@mmjc.in](mailto:scrutinisers@mmjc.in) and to the company at [cs@mitconindia.com](mailto:cs@mitconindia.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the



Companies Act, 2013. Members can attend and participate in the Annual General Meeting through VC/OACM only.

6. The Company has announced that the Register of Members and Share Transfer Books of the Company shall be closed from 23<sup>rd</sup> September, 2020 to 28<sup>th</sup> September, 2020 (both days inclusive).
7. Final Dividend on Equity Shares as recommended by the Board of Directors for the Financial Year 2019-20, if approved at the meeting, will be payable to those eligible members whose name appeared:
  - i. As Members in the Register of Members of the Company as on 25<sup>th</sup> September, 2020 in respect of shares held in Physical Form, after giving effect to all valid share transfers in physical form lodged with the Company or its Registrar & Transfer Agents (R&TA) on or before 25<sup>th</sup> September, 2020.
8. Members holding shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agents, M/s. Link Intime India Private Limited for consolidation into a single folio. Members holding shares in Dematerialized form are also requested to consolidate their shareholding.
9. Non-Resident Indian Members are requested to inform Registrar and Transfer Agents, immediately of:
  - a) Change in their residential status on return to India for permanent settlement.
  - b) Particulars of their bank account maintained in India with complete name, branch, account type, account number, IFSC Code, MICR No. and address of the bank, if not furnished earlier, to enable Corporation to remit dividend to the said Bank Account directly.
10. As a measure for Green Initiative and in compliance of the provision of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Company has sent Annual Reports in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer



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Agents or with their respective Depositories. Members willing to procure the physical copies of the documents/ Annual Reports may make a specific request quoting their Folio No /Client ID & DP ID to the Company at [cs@mitconindia.com](mailto:cs@mitconindia.com) or to RTA at [pune@linkintime.co.in](mailto:pune@linkintime.co.in).

11. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, M/s Link Intime India Private Limited (Link Intime) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Link Intime or to the Company.
12. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
13. Members seeking any information with regard to the Accounts, are requested to write to the Company at [cs@mitconindia.com](mailto:cs@mitconindia.com) at least seven (7) days prior to the date of the meeting, so as to enable the Management to keep the information ready at the meeting.
14. Members may note that the Notice of the 38<sup>th</sup> Annual General Meeting and the Annual Report for 2019-20 will also be available on the Company's website [www.mitconindia.com](http://www.mitconindia.com) for their download.
15. The documents referred to in the notice of the AGM are available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to [cs@mitconindia.com](mailto:cs@mitconindia.com) by 25<sup>th</sup> September, 2020.

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16. Details of Directors seeking appointment/ re-appointment at the 38<sup>th</sup> Annual General Meeting in pursuance of the provisions of the Companies Act, 2013 and Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are given as an Annexure to the Notice. Requisite declarations have been received from the Director for his/ her appointment/ re-appointment.
17. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the Annual General Meeting (“remote e-voting”) will be provided by National Securities Depository Limited (NSDL).
18. The members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the Annual General Meeting but shall not be entitled to cast their vote again
19. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cutoff date, i.e. 19<sup>th</sup> September, 2020.
20. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as on the cutoff date, i.e. 28<sup>th</sup> August, 2020, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or at [cs@mitconindia.com](mailto:cs@mitconindia.com) or at [pune@linkintime.co.in](mailto:pune@linkintime.co.in). However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password?”





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or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

21. Makarand M. Joshi & Company, Company Secretaries has been appointed as the Scrutinizer for providing facility to the Members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
22. The Scrutinizer shall submit, not later than 48 hours of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Company Secretary. The Company Secretary shall declare the results of the voting forthwith.
23. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company i.e. [www.mitconindia.com](http://www.mitconindia.com) and on the website of NSDL immediately after the declaration of result by the Company Secretary. The results shall also be immediately submitted to the National Stock Exchange of India Limited (NSE), Mumbai.
24. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.
25. The address of Registrar and Transfer Agents of the Company is as follows:

**M/s LINK INTIME INDIA PRIVATE LIMITED**

Unit: MITCON Consultancy & Engineering Services Limited

Block No. 202, 2nd Floor, Akshay Complex, Near Ganesh Temple, Off. Dhole Patil Road, Pune 411 001

Contact No.: (020) 26160084

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**THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-**

*The remote e-voting period begins on 24<sup>th</sup> September, 2020 at 09:00 a.m. and ends on 27<sup>th</sup> September, 2020 at 05:00 p.m. The remote e-voting module shall be disabled by NSDL for voting thereafter.*

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*

***Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>***

***Step 2: Cast your vote electronically on NSDL e-Voting system.***

***Details on Step 1 is mentioned below:***

***How to Log-in to NSDL e-Voting website?***

- 1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.*
- 2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.*
- 3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.*

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

- 4. Your User ID details are given below :*

<i>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</i>	<i>Your User ID is:</i>
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<p>a) For Members who hold shares in demat account with NSDL.</p>	<p>8 Character DP ID followed by 8 Digit Client ID</p> <p>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.</p>
<p>b) For Members who hold shares in demat account with CDSL.</p>	<p>16 Digit Beneficiary ID</p> <p>For example if your Beneficiary ID is 12***** then your user ID is 12*****</p>
<p>c) For Members holding shares in Physical Form.</p>	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio



*number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.*

*(ii) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered*

6. *If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:*
  - a) *Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).*
  - b) *Physical User Reset Password?" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).*
  - c) *If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.*
  - d) *Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.*
7. *After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.*
8. *Now, you will have to click on "Login" button.*
9. *After you click on the "Login" button, Home page of e-Voting will open.*

***Details on Step 2 is given below:***

***How to cast your vote electronically on NSDL e-Voting system?***

1. *After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.*
2. *After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.*
3. *Select "EVEN" of company for which you wish to cast your vote.*
4. *Now you are ready for e-Voting as the Voting page opens.*

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5. *Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.*
6. *Upon confirmation, the message “Vote cast successfully” will be displayed.*
7. *You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.*
8. *Once you confirm your vote on the resolution, you will not be allowed to modify your vote.*

***General Guidelines for shareholders***

1. *Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer by e-mail to [scrutinisers@mmjc.in](mailto:scrutinisers@mmjc.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).*
2. *It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.*
3. *In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990 or send a request to (Name of NSDL Official) at [evoting.nsdl.com](http://evoting.nsdl.com)*

***Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:***

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- In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [cs@mitconindia.com](mailto:cs@mitconindia.com).  
In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [cs@mitconindia.com](mailto:cs@mitconindia.com).*

**THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE ANNUAL GENERAL MEETING (AGM) ARE AS UNDER:-**

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.*
- Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.*
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.*
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.*

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE ANNUAL GENERAL MEETING (AGM) THROUGH VC/OAVM ARE AS UNDER:**

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the*

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*remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.*

- 2. Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first come first served basis.*
- 3. Members are encouraged to join the Meeting through Laptops for better experience.*
- 4. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.*
- 5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.*
- 6. Shareholders who would like to express their views/have questions may send their questions seven (7) days in advance mentioning their name demat account number/folio number, email id, mobile number at [cs@mitconindia.com](mailto:cs@mitconindia.com). The same will be replied by the company suitably.*

**EXPLANATORY STATEMENT IN PURSUANCE OF SECTION 102 OF THE COMPANIES ACT,  
2013**

Statement with respect to items under Special business covered in the Notice of Meeting are given below:

**ITEM NO. 5**

Pursuant to the provision of Section 149(1) of the Companies Act, 2013, the Company is required to appoint Woman Director on its Board. The Company is further required to appoint Independent Directors on Board of the Company, pursuant to the provisions of Section 149(4) of the Companies Act, 2013.

Regd. Office: 1<sup>st</sup> Floor, Kubera Chambers, Shivajinagar, Pune 411005. (INDIA) Tel : +91-20-25533309, 25534322, Fax: +91-20-25533206, Email : mitconmail@gmail.com CIN : L74140PN1982PLC026933

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In compliance of the above, the Board of Directors appointed Mrs. Archana Lakhe (DIN: 07079209) as an Independent Woman Director on the Board. The Board confirmed appointment of Mrs. Archana Lakhe (DIN-07079209) as an Additional Director w.e.f. 5<sup>th</sup> February, 2020 pursuant to Section 161 of the Companies Act, 2013.

Pursuant of Section 161 of the Companies Act, 2013, Mrs. Archana Lakhe (DIN-07079209) will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with the requisite deposit proposing her Candidature for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mrs. Archana Lakhe (DIN: 07079209), the Non-Executive Independent Woman Director proposed to be appointed, fulfils the conditions specified in the Act and the Rules made thereunder.

The resolution seeks the approval of Members for the appointment of Mrs. Archana Lakhe (DIN: 07079209) as a Non-Executive Independent Woman Director of the Company for the period of consecutive five (5) years from February 5, 2020 to February 5, 2025 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. She is not liable to retire by rotation.

No Director, Key Managerial Personnel or their relatives, except Mrs. Archana Lakhe (DIN: 07079209), to whom the resolution relates, is interested or concerned, financially or





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**SERVICES LTD.**

otherwise in the resolution.

The Board recommends the resolution set forth in Item No. 5 of the accompanying Notice for approval of the Members.

**By Order of the Board of Directors**  
**For MITCON Consultancy & Engineering Services Limited**

**Sd/-**

**Ankita Agarwal**

**Company Secretary**

**M. No: A49634**

**Date: 29<sup>th</sup> August, 2020**

**Place: Pune**

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**ANNEXURE TO THE NOTICE****PROFILE OF DIRECTORS BEING APPOINTED / RE-APPOINTED**

Details of Directors seeking appointment/ re appointment at the 38<sup>th</sup> Annual General Meeting in pursuance of provisions of the Companies Act, 2013 and Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- **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.	PARTICULARS	DETAILS OF DIRECTOR
1.	Name of the Director	Mr. Anand Chalwade
2.	Date of Birth	16 <sup>th</sup> April, 1973
3.	Nationality	Indian
4.	Date of appointment on the Board	19 <sup>th</sup> September, 2018
5.	Qualification	B.E. in Chemical Engineering from University of Bombay and Master's Degree in Financial Management

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

SR. NO.	PARTICULARS	DETAILS OF DIRECTOR
1.	Name of the Director	Mrs. Archana Lakhe
2.	Date of Birth	30 <sup>th</sup> May, 1964
3.	Nationality	Indian
4.	Date of appointment on the Board	05 <sup>th</sup> February, 2020
5.	Qualification	M.Com. and Practicing Company Secretary