

MITCON/Secretarial/2022-23/22

23<sup>rd</sup> September, 2022

To,  
Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East),  
Mumbai-400 051  
Fax No.: 022-26598237/38

**Subject: Proceedings of 40<sup>th</sup> Annual General Meeting held on Thursday, 22<sup>nd</sup> September, 2022**

**Ref: NSE Symbol: MITCON; Series: BE**

Dear Sir(s),

Pursuant to Regulation 30, Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the proceedings of 40<sup>th</sup> Annual General Meeting of the Members of MITCON Consultancy & Engineering Services Limited held on Thursday, 22<sup>nd</sup> September, 2022 at 12:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

We request you to kindly take the above on record and bring to the notice of all concerned.

Thanking you,

Yours faithfully,

**For MITCON Consultancy & Engineering Services Limited**

**Ms. Ankita Agarwal**  
**Company Secretary & Compliance Officer**

**Encl: As above**

**PROCEEDINGS OF THE 40<sup>TH</sup> ANNUAL GENERAL MEETING OF MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED HELD ON THURSDAY, 22<sup>ND</sup> SEPTEMBER, 2022 AT 12:30 P.M. (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”).**

The 40<sup>th</sup> Annual General Meeting (AGM) of the Members of MITCON Consultancy & Engineering Services Limited was held on Thursday, 22<sup>th</sup> September, 2022, at 12:30 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

**Directors and KMP’s Present through Video Conferencing (“VC”)**

|                            |  |
|----------------------------|--|
| Mr. Anand Chalwade         | Managing Director                        |
| Mrs. Archana Lakhe         | Non-Executive Woman Independent Director |
| Dr. Pradeep Bavadekar      | Non-Executive Non Independent Director   |
| Mr. Ajay Agarwal           | Non-Executive Non Independent Director   |
| Mr. Sanjay Phadke          | Non-Executive Independent Director       |
| Mr. Chaitanya Chinthapalli | Non-Executive Independent Director       |
| Mr. Ram Mapari             | Chief Financial Officer                  |
| Ms. Ankita Agarwal         | Company Secretary                        |

**Members Attendance:**

18 Members attended the meeting through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Mr. Ajay Agarwal, Chairperson chaired the Meeting. He requested Ms. Ankita Agarwal, Company Secretary to proceed with the Meeting. Ms. Ankita Agarwal, Company Secretary welcomed the Members, Directors and other Dignitaries present to the AGM. She also introduced the Directors, KMP’s and Auditors of the Company.

Ms. Ankita Agarwal, Company Secretary called the meeting to order after ascertaining that the requisite quorum for the Meeting as required under Section 103 of the Companies Act, 2013 is present for the Meeting.

She briefed the Members regarding the arrangements made for the Meeting. She informed that the Company has made provisions for the Members to participate in the 40<sup>th</sup> AGM through the VC facility provided by NSDL. It was further informed that the Members were provided with the facility to exercise their right to vote by electronic means, through remote e-voting and venue voting at the AGM in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. The remote e-voting facility was kept open for a period of three days from 19<sup>th</sup> September, 2022 (09:00 a.m.) to 21<sup>st</sup> September, 2022 (05.00 p.m.). Members who have joined the Meeting through VC and who had not cast their vote through remote e-voting, were provided the option to vote through venue voting facility made available at the AGM.

Moving on, Ms. Ankita Agarwal, Company Secretary requested Mr. Ajay Agarwal to take over the proceedings of the Meeting.

The Chairperson then commenced his speech and the Notice convening the Meeting, Report of Board of Directors & Auditors, Audited Financial Statements for the Financial Year 2021-22 as sent to the members was taken as read. It was also informed that Statutory Audit Report and Secretarial Audit Report were self-explanatory.

The Chairperson then requested Ms. Ankita Agarwal, Company Secretary to take over the proceedings of the Meeting. Ms. Ankita Agarwal, Company Secretary then requested Mr. Anand Chalwade, Managing Director to highlight on the business, operations and performance of the Company.

Mr. Anand Chalwade, Managing Director then commenced his speech and gave highlights on the business and operations of the Company and its subsidiaries for the Financial Year 2021-22.

**MITCON Consultancy & Engineering Services Limited (IS/ISO 9001:2015)**

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It was also informed that M P Sanghavi & Associates LLP, Company Secretaries are appointed as Scrutinizer for conducting voting and remote e-voting process in a fair and transparent manner.

Thereafter, since none of the shareholders have registered to speak and ask questions in the AGM, the session for shareholder interaction was not held.

In order to enable the Members, present at the meeting through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to vote, voting process by way of venue voting was conducted in respect of all the businesses contained in the Notice, for the members who had not cast their vote electronically.

After that, the following items of business, as per the notice of AGM dated 04<sup>th</sup> August, 2022, were considered at the meeting.

**A. Ordinary Business:**

1. Ordinary Resolution - To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement as on 31<sup>st</sup> March, 2022 and the Reports of the Board of Directors and the Auditors thereon;
2. Ordinary Resolution -To appoint a Director in place of Dr. Pradeep Bavadekar (DIN: 00879747), who retires by rotation and being eligible, offers himself for re-appointment;

**B. Special Business:**

3. Ordinary Resolution -Appointment of Mr. Sudarshan Mohatta (DIN: 07902731) as Director of the Company;
4. Ordinary Resolution -Appointment of Mr. Gayatri Chaitanya Chinthapalli (DIN: 07986772) as an Independent Director;
5. Special Resolution -To approve revision in remuneration of Mr. Anand Chalwade (DIN: 02008372) as Managing Director of the Company;
6. Ordinary Resolution -Approval of Material Related Party Transactions;
7. Special Resolution -Payment of Commission to Non -Executive Directors of the Company.

The Members were requested to cast their votes electronically as per the instructions given in the Notice.

It was informed to the Members that the consolidated result of Remote E-voting and Venue Voting would be declared on receipt of the Scrutinizer’s Report within two working days of conclusion of AGM and shall be placed on the Company’s website and will also be submitted to the Stock Exchange.

As there was no other business to be transacted, the meeting was declared as concluded around at 12.48 p.m. after all members cast their vote electronically. Mr. Ajay Agarwal, Chairperson thanked all the Members present for the meeting.

We request you to kindly take the above on record and bring to the notice of all concerned.

Thanking you,

Yours faithfully,

**For MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED**

**Ms. Ankita Agarwal**  
**Company Secretary & Compliance Officer**