



POSTAL BALLOT NOTICE
OF
MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

POSTAL BALLOT NOTICE

[Pursuant to Section 110 and 108 of the Companies Act, 2013, read with the Rules 20 and 22 of the Companies (Management and Administration Rules, 2014)]

Dear Members,

NOTICE is hereby given pursuant to the provisions of Section 110, 108 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Secretarial Standards-2 on General Meetings ("the SS-2"), including any statutory modification or re-enactments thereof for the time being in force, Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 (the "MCA Circulars") and Circular No. SEBI/HO/DDHS/P/CIR/2023/0164 dated October 06, 2023 read with Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 issued by Securities and Exchange Board of India ("SEBI Circulars") in view of COVID-19 pandemic and any other applicable laws and regulations, by the Company seeking your consent for the following resolutions, be passed by the members of the Company through postal ballot ("the Postal Ballot") only by way of remote e-voting ("e-voting") for the following special resolution:

1. REAPPOINTMENT OF MR. SANJAY PHADKE (DIN: 07111186) AS AN INDEPENDENT DIRECTOR.

The proposed Special Resolution and Explanatory Statement pertaining to the said resolution, pursuant to Section 102(1) of the Companies Act, 2013, setting out the information and all material facts and the reasons thereof is appended herewith for your consideration.

The Board of Directors of the Company have appointed Mr. Sridhar Mudaliar (Membership No. FCS 6156), failing him, Mrs. Sheetal Joshi (Membership No. FCS 10480), Partners of M/s. SVD & Associates, Company Secretaries, Pune have been appointed as the "Scrutinizer" for conducting the postal ballot and e-voting process in a fair and transparent manner.

In compliance with Regulation 44 of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Section 108, and other applicable provisions of the Act read with the Rules, the Company is pleased to provide e-voting facility to enable the shareholders of the Company to cast their votes electronically, instead of Postal Ballot Form. The reasons for not enclosing the Postal Ballot form has already been explained in the foregoing paras. Members (whether holding shares in DEMAT form or in physical form) are requested to cast their votes by E-voting only. The Company has engaged the services of National Securities Depository Limited (NSDL) for providing e-voting facility to all its Members.

Members (whether holding shares in DEMAT form or in physical form) desiring to exercise their votes are requested to carefully follow the instructions in the Notes under the Section 'Voting through electronic means' in this Notice and cast their votes not later than 05:00 P.M. May 24, 2024.

The Scrutinizer will submit his report to the Chairman of the Company or any other Director of the Company as authorized by the Board, if any, upon completion of scrutiny of e voting in a fair and transparent manner and the result of the Postal Ballot through e-voting facility will be announced on or before May 28, 2024. The result of the Postal Ballot will be posted on the Company's website www.mitconindia.com, besides communicating to the Stock Exchanges viz. National Stock Exchange of India Limited.

SPECIAL BUSINESS:

Resolution No. 1

REAPPOINTMENT OF MR. SANJAY PHADKE (DIN: 07111186) AS AN INDEPENDENT DIRECTOR.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161(1) and other applicable provisions, if any, read along with Schedule IV to the Companies Act, 2013 ("the Act") [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Regulation 16(1)(b), 17 and 25(2A) and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Mr. Sanjay Phadke (DIN 07111186), who was re - appointed by the Board of Directors as an Independent Director of the Company with effect from September 19, 2023 and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder be and is hereby re - appointed as an Independent Director of the Company not liable to retire by rotation, for a second term of five (05) consecutive years, with effect from September 19, 2023 to September 18, 2028.

RESOLVED FURTHER THAT any one of the Director and/ or Company Secretary be and is hereby authorized to file certified true copy of this resolution through necessary e-forms or returns to the Registrar of Companies as required under the Companies Act, 2013 and rules made thereunder."

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

Sd/-
Ms. Ankita Agarwal
Company Secretary
M. No: A49634

Place: Pune
Date: April 24, 2024

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

1st Floor, Kubera Chambers, Shivajinagar, Pune 411 005, Maharashtra (INDIA) | +91-20-25533309, 25534322 | bd@mitconindia.com | CIN: L74140PN1982PLC026933

www.mitconindia.com

NOTES:

1. The Explanatory Statement pursuant to Section 102, 110 of the Companies Act, 2013 and the Rules thereto, giving reasons for the proposed Special Resolutions stating out material facts is annexed hereto.
2. Pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (the “Rules”), the assent or dissent of the Members in respect of the above resolutions contained in this Postal Ballot Notice, is being determined through postal ballot which includes voting by electronic means.
3. In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Rules, the Company is offering e-Voting facility to all its Members as an alternate mode to exercise their right to vote. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating e-Voting to enable the Members to cast their votes electronically.
4. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 and Rule 22 of the Rules, this Postal Ballot Notice is being sent to all the members, whose names appear on the Register of Members/ List of Beneficial Owners as on Friday, April 19, 2024 as received from NSDL and Central Depository Services (India) Limited (“CDSL”) (collectively referred to as “Depositories”). In compliance with MCA Circulars, the Notice is being sent to members only in electronic form to the e-mail addresses registered with their Depository Participants (in case of electronic shareholding)/the Company’s Registrar and Transfer Agent (in case of physical shareholding). Physical copies of the Notice are not being sent to the members for this Postal Ballot. Therefore, those members who have not yet registered their e-mail addresses are requested to verify / update their email addresses and mobile number with their respective Depository Participants.
5. Members can temporarily update their email address and mobile number with Company’s RTA Link Intime India Private Limited, by visiting the link: https://linkintime.co.in/emailreg/email_register.html
6. The Notice is also available on the website of the Company at www.mitconindia.com, on the website of stock exchanges i.e. National Stock Exchange of India Limited at www.nseindia.com and on the website of the NSDL i.e. www.evoting.nsdl.com.
7. The voting rights of the members shall be in proportion to their holding of Equity Shares with the paid-up equity share capital of the Company as on Friday, April 19, 2024 (“Cut-Off date”). Only those members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off date will be entitled to cast their votes by e-voting. A person who is not a member as on the Cut-Off date should treat this Notice for information purposes only.
8. Facility to exercise vote by Postal Ballot by voting through electronic means will be available during the following period:
 - a) Commencement of e-voting: Thursday, April 25, 2024 at 09:00 am (I.S.T.)
End of e -voting: Friday, May 24, 2024 at 05:00 pm (I.S.T.) (both days inclusive).
 - b) The facility for voting through electronic means will be disabled for voting by NSDL upon expiry of the aforesaid voting period.
9. A Member cannot exercise his/her vote through proxy on postal ballot. However, corporate, and institutional members shall be entitled to vote through their authorized representatives. Corporate and institutional members are requested to provide a proof of authorization (board resolution /authority letter /power of attorney, etc.) in favor of their authorized representatives to the scrutinizer through e-mail to cs@svdandassociates.com with a copy marked to cs@mitconindia.com.
10. **Instructions to vote electronically using NSDL e-Voting system are as follows**
The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:


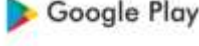


Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL. Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “ Beneficial Owner ” icon under “ Login ” which is available under ‘ IDeAS ’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under

	<p>Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <ol style="list-style-type: none"> If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nSDL.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp 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. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;">   </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> Existing users who have opted for Easy / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting..</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login Type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nSDL.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

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 ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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:

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

5. Password details for shareholders other than Individual shareholders 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.
 - b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on 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 mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - 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.

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

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

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 cs@svdandassociates.com with a copy marked to evoting@nsdl.co.in and to cs@mitconindia.com.
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 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 or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in

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

1. 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
2. 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. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 AND 110 OF THE COMPANIES ACT, 2013 AND THE COMPANIES (MANAGEMENT AND ADMINISTRATION RULES, 2014)

ITEM NO. 1

REAPPOINTMENT OF MR. SANJAY PHADKE (DIN: 07111186) AS AN INDEPENDENT DIRECTOR

Mr. Sanjay Phadke (DIN: 07111186) is an Independent Director on the Board of the Company. He joined the Board of Directors (the "Board") of the Company on September 19, 2018 as an Independent Director. In February 2019, the Members of the Company, through resolution passed by way of a postal ballot, approved the appointment of Mr. Sanjay Phadke (DIN: 07111186) as an Independent Director under the Companies 2013 ("the Act") for a term from September 19, 2018 up to September 18, 2023. In accordance with Section 149 (10) and (11) of the Act, an Independent Director can hold office for two consecutive terms of up to five years each on the Board of a Company, subject to shareholders approving the second term by passing a special resolution.

The Company has received from Mr. Sanjay Phadke (DIN: 07111186), his consent to act as Director of the Company along with a declaration to the effect that he meets the criteria of independence as provided in Section 149 of the Act and Regulation 16 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and an intimation to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act.

The Nomination and Remuneration Committee (NRC) of the Board of Directors, on the basis of the report of performance evaluation, has recommended re-appointment of Mr. Sanjay Phadke (DIN: 07111186), as Independent Director for a second term of 05 (five) years from September 19, 2023 to September 18, 2028 in their meeting held on August 10, 2023. Based on the recommendation of the Nomination and Remuneration Committee, and considering the reports of performance evaluation, Mr. Sanjay Phadke (DIN: 07111186) was re-appointed as an Independent Director of the Company for second term of 05 (five) years by the Board of Directors vide resolution passed in the Board Meeting held on August 10, 2023.

In accordance with the provisions of Section 149 read with Schedule IV to the Act and SEBI Listing Regulations, re-appointment of Independent Directors for their second term requires approval of Members by way of a Special Resolution.

Accordingly, the approval of the Members of the Company is being sought by way of a Special Resolution through this Postal Ballot.

In the opinion of the Board, Mr. Phadke fulfils the conditions specified in the Act and rules made thereunder for his appointment as an Independent Director of the Company, he is not debarred from holding the office of Director by virtue of any SEBI order and he is independent of the management. Mr. Phadke's skills, vast experience and deep knowledge of the financial service industry and his contribution over the years as an Independent Director of the Company, the Board believes that Mr. Phadke continued association as an Independent Director on the Board of Directors of the Company would be of immense benefit to the Company. Brief details of Mr. Sanjay Phadke (DIN: 07111186), the nature of his expertise and vast experience, with other details relating to his directorship, are annexed to this Notice as an **Annexure "A"**.

The terms and conditions of appointment of Independent Director shall be available for inspection without any fee by the Members at the Registered Office of the Company, on all working days of the Company (except Saturdays, Sundays and public holidays) between 2.00 p.m. to 5.00 p.m. up to the last date of receipt of Postal Ballot Forms as specified in this Notice.

Except for Mr. Phadke to whom the resolution relates and his relatives (to the extent of their shareholding interest in the Company), None of the Directors, Key Managerial Personnel of the Company or their respective relatives are in any way, concerned or interested in the aforesaid resolution.

In light of above, Board of Directors of the Company recommend passing the resolution set out in **Item No. 1** of the Notice for approval by the Members.

The brief details of Mr. Sanjay Phadke (DIN: 07111186) in pursuance of Regulation 36(3) of the Listing Regulations and Para 1.2.5 of SS-2 on general meeting issued by ICSI are enclosed as **Annexure "A"**.

ANNEXURE “A”

Details of Director seeking Re-appointment

Details of Director seeking re – appointment through this Postal Ballot in pursuance of provisions of the Companies Act, 2013, Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings

- To re-appoint Mr. Sanjay Ballal Phadke (DIN: 07111186) as an Independent Director

Sr. No.	Particulars	Details Of Director
1.	Name of the Director	Mr. Sanjay Ballal Phadke
2.	Date of Birth	April 15, 1973
3.	Nationality	Indian
4.	Date of re-appointment on the Board	September 19, 2023
5.	Brief Profile/ Resume of Director	Mr. Sanjay Phadke is a seasoned professional with a multifaceted career spanning over two decades in the financial services sector. Currently serving as EVP & Head of Global Platforms, Alliances, and FI Business at Vayana Network, he spearheads initiatives in financial institution (FI) business and Goods and Services Tax (GST), anticipating transformative changes in India's financial landscape. Prior to Vayana, Sanjay held executive roles at Edelweiss Financial Services, IDFC, J.P. Morgan, and HSBC, where he honed his expertise in corporate credit, structured finance, and debt capital markets. His diverse experience includes originating and structuring deals for marquee clients, contributing to market dominance in syndicated loans and international bond offerings, and providing strategic consultancy to startups and financial institutions. With a background encompassing origination, structuring, and fixed income, Sanjay's career reflects a blend of leadership, innovation, and a keen eye for disruptive opportunities in the evolving financial ecosystem.
6.	Nature of expertise in specific functional areas	Sanjay Phadke boasts over 31 years of expertise in Financial and Fintech services, demonstrating unparalleled leadership and vision. With a track record of success in origination, structuring, and driving innovation, he's poised to guide organizations through today's dynamic market landscape.
7.	Disclosure of relationships between directors inter-se	Not related to any Director or Key Managerial Personnel of the Company
8.	Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	NIL
9.	Shareholding in the Company	NIL
10.	Skills and Capabilities required for the role and the manner in which the proposed person meets such requirements	Mr. Sanjay Phadke's appointment as an Independent Director brings appropriate skills, leadership capabilities, expertise in financial markets, ESG, general management, sustainability, corporate governance and vast business experience, among others, as being key requirements for this role. Overall, Mr. Sanjay Phadke's appointment as an Independent Director would not only enhance our strategic decision-making processes but also catalyse our company's growth trajectory in an increasingly dynamic business environment.

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

Sd/-
Ms. Ankita Agarwal
Company Secretary
M. No: A49634

Date: April 24, 2024
Place: Pune