



Solutions for Sustainable Tomorrow



# 39<sup>TH</sup> ANNUAL REPORT 2020-2021

MITCON Consultancy &  
Engineering Services Ltd.

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Solutions for Sustainable Tomorrow



## ▶ Corporate Information

### Board of Directors

<b>Dr. Pradeep Bavadekar</b>	Managing Director
<b>Mr. Ajay Agarwal</b>	Non-Executive, Non-Independent Director
<b>Mr. Anand Chalwade</b>	Non-Executive, Non-Independent Director
<b>Mrs. Archana Lakhe</b>	Non-Executive, Independent Director
<b>Mr. Sanjay Phadke</b>	Non-Executive, Independent Director

### Key Managerial Personnel

**Mr. Ram Mapari**  
Chief Financial Officer

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

### Bankers

- Bank of Baroda
- Bank of Maharashtra
- ICICI Bank Ltd.
- HDFC Bank Ltd.
- State Bank of India
- IDBI Bank
- Yes Bank
- Axis Bank
- Kotak Mahindra Bank

#### Statutory Auditors

M/s J. Singh & Associates,  
Chartered Accountants

#### Internal Auditors

M/s Galgali and Associates,  
Chartered Accountants

#### Secretarial Auditor

M/s MMJB and Associates LLP

### Offices

#### Registered Office:

Kubera Chambers, Shivajinagar,  
Pune – 411005, Maharashtra (India)  
Tel: 020 – 2553 4322, 2553 3309  
Fax: 020 – 2553 3206  
CIN: L74140PN1982PLC026933

#### Corporate Office:

1402/1403, Dalamal Tower,  
Free Press Journal Marg,  
211, Nariman Point,  
Mumbai -400 021  
Email: cs@mitconindia.com  
Website: www.mitconindia.com

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## ▶ Board of Directors' Report

Dear Members,

Your Directors take pleasure in presenting the 39<sup>th</sup> Annual Report on the business and operations of your Company along with the Audited Standalone and Consolidated Financial Statement for the year ended 31<sup>st</sup> March 2021.



### 1 Company's Performance

During the year under review, the Company has achieved a gross turnover of INR 3,489.65 Lakhs in comparison to previous year's turnover of INR 4,271.97 Lakhs which represents a decrease of 18.31% over the previous year. Key aspects of Consolidated and Standalone Financial Performance of your Company for the current financial year 2020-21 along with the previous financial year 2019-20 are tabulated below:

### 2 Financial Highlights (Rupees in Lakhs)

Particulars	Consolidated		Standalone	
	31/03/2021	31/03/2020	31/03/2021	31/03/2020
Revenue from Operations	6,069.26	6,087.61	3,156.10	3,620.26
Other Income	290.74	289.57	333.55	651.71
<b>Total</b>	<b>6,360.00</b>	<b>6,377.18</b>	<b>3,489.65</b>	<b>4,271.97</b>
Profit before Depreciation & Amortization	321.46	858.71	(165.47)	724.42
Depreciation & Amortization	489.50	577.87	115.06	169.38
<b>Profit Before Tax</b>	<b>(168.04)</b>	<b>280.84</b>	<b>(280.54)</b>	<b>555.04</b>
Tax Expenses:				
1) Current Tax	37.20	150.00	-	150.00
2) Deferred Tax (Net)	(88.09)	(86.57)	69.43	19.49
3) Excess provision for Taxations for earlier years	--	(20.56)	--	(20.56)
<b>Profit After Tax (before adjustment for minority interest)</b>	<b>(117.15)</b>	<b>237.97</b>	<b>(211.11)</b>	<b>406.11</b>
Add: Share of Profit/ Loss of minority interest transferred	(54.83)	(45.81)	-	-
Less: Share in Loss of Associates	(8.08)	(0.47)	-	-
<b>Profit/(Loss) After Tax</b>	<b>(180.06)</b>	<b>191.69</b>	<b>(211.11)</b>	<b>406.11</b>



### 3 Dividend And Reserves

#### Dividend

The Directors recommend for your consideration a final dividend of ₹ 0.20 per Equity Shares of ₹ 10/- for the Financial Year 2020-21.

#### Transfer to Reserves

During the year under review, no amount was transferred to General Reserves.

### 4 Directors

- Pursuant to Article 99 of the Articles of Association of the Company, Mr. Ajay Agarwal (DIN: 00200167) who retires by rotation and being eligible, offers himself for re-appointment.
- Your Board recommends re-appointment of Mr. Ajay Agarwal (DIN: 00200167) at the ensuing Annual General Meeting.
- Mrs. Archana Lakhe (DIN: 07079209) was re-appointed as Woman Independent Director for a period of five (5) years commencing from February 5, 2020 and ending on February 5, 2025.
- Notice of Disclosure of General Interest pursuant to Section 184 (1) of the Companies Act, 2013 disclosing interest in other bodies corporate/ firms and declaration under Section 164 (2) of the Companies Act, 2013 were received from all the Directors of the Company and none of the Director is disqualified.
- All Independent Directors have given declarations that they meet the criteria of Independence as laid down under Section 149(6) of the Companies Act, 2013.

### 5 Board Evaluation:

Pursuant to the provisions of the Companies Act, 2013, the Board Members evaluated the performance of Executive, Non-Executive, Independent and Non-Independent Directors based on their participation in the Board Meetings and Committee Meetings and also as per criteria laid down in policy for evaluation of performance of Board Members.

Independent Directors also evaluated the performance of the Non-Independent Directors in their separate meeting held on 29th July, 2020

### 6 Meetings of The Board

During the financial year 2020-21, Four (4) Board Meetings were convened on 19.06.2020, 29.07.2020, 12.11.2020, and 04.03.2021.

The attendance of the Board Members at the said meetings are as under:

Sr. No.	Name of the Board Member	Attendance Record of the Board Members			
		19.06.2020	29.07.2020	12.11.2020	04.03.2021
1	Dr. Pradeep Bavadekar	Yes	Yes	Yes	Yes
2	Mr. Anand Chawade	Yes	Yes	Yes	Yes
3	Mr. Sanjay Phadke	Yes	Yes	Yes	Yes
4	Mr. Ajay Agarwal	Yes	Yes	Yes	Yes
5	Mrs. Archana Lakhe	Yes	Yes	Yes	Yes

### 7 Committees of The Board

#### i. Audit Committee

As on 31<sup>st</sup> March 2021, the Committee comprised of the following:

Sr. No.	Name of the Member	Category
1	Mr. Anand Chawade (Member)	Non-Executive-Non- Independent Director
2	Mr. Sanjay Phadke (Member)	Non-Executive-Independent Director
3	Mrs. Archana Lakhe (Member)	Non-Executive-Independent Woman Director
4	Mr. Ajay Agarwal (Member)	Non-Executive-Non- Independent Director



The Audit Committee meetings are usually attended by the Managing Director, Chief Financial Officer, the representatives of Statutory Auditors and Internal Auditors as and when necessary. The Company Secretary acts as a Secretary of the Committee.

The previous Annual General Meeting of the Company was held on 28.09.2020, which was attended by Mrs. Archana Lakhe and Mr. Anand Chalwade as members of the Audit Committee.

The dates on which the Audit Committee Meetings were held and the attendance of the Members at the said meetings are as under:

Sr. No.	Name of the Committee Member	Attendance Record of the Committee Members			
		19.06.2020	29.07.2020	12.11.2020	04.03.2021
1	Mr. Anand Chalwade (Member)	Yes	Yes	Yes	Yes
2	Mr. Sanjay Phadke (Member)	Yes	Yes	Yes	Yes
3	Mrs. Archana Lakhe (Member)	Yes	Yes	Yes	Yes
4	Mr. Ajay Agarwal (Member)	-	-	-	-

## ii. Nomination and Remuneration Committee

As on 31<sup>st</sup> March 2021, the Committee comprised of the following:

Sr. No.	Name of the Member	Category
1	Mrs. Archana Lakhe (Chairperson)	Non-Executive-Independent Woman Director
2	Dr. Pradeep Bavadekar (Member)	Managing Director
3	Mr. Anand Chalwade (Member)	Non-Executive Director
4	Mr. Sanjay Phadke (Member)	Non-Executive-Independent Director

The previous Annual General Meeting of the Company was held on 28.09.2020 which was attended by all the members of Members of the Nomination and Remuneration Committee.

The dates on which the Nomination and Remuneration Committee Meetings were held and the attendance of the Members at the said meetings are as under:

Sr. No.	Name of the Committee Member	Attendance Record of the Committee Members		
		19.06.2020	29.07.2020	04.03.2021
1	Mrs. Archana Lakhe (Chairperson)	Yes	Yes	Yes
2	Mr. Sanjay Phadke (Member)	Yes	Yes	Yes
3	Dr. Pradeep Bavadekar (Member)	Yes	Yes	Yes
4	Mr. Anand Chalwade (Member)	Yes	Yes	Yes

## iii. Corporate Social Responsibility (CSR) Committee

As on 31<sup>st</sup> March 2021, the Committee comprised of the following:

Sr. No.	Name of the Member	Category
1	Mr. Sanjay Phadke (Chairperson)	Non-Executive-Independent Director
2	Mrs. Archana Lakhe (Member)	Non-Executive-Independent Woman Director
3	Mr. Ajay Agarwal (Member)	Non-Executive-Non- Independent Director
4	Dr. Pradeep Bavadekar (Member)	Managing Director



The dates on which the Corporate Social Responsibility Committee Meetings were held and the attendance of the Members at the said meetings are as under:

Sr. No.	Name of the Committee Member	Attendance Record of the Committee Members			
		29.07.2020	12.11.2020	12.12.2020	04.03.2021
1	Mrs. Archana Lakhe (Chairperson)	Yes	Yes	Yes	Yes
2	Mr. Sanjay Phadke (Member)	Yes	Yes	Yes	Yes
3	Dr. Pradeep Bavadekar (Member)	Yes	Yes	Yes	Yes
4	Mr. Ajay Agarwal (Member)	Yes	Yes	Yes	Yes

#### iv. Stakeholders Relationship Committee:

As on 31<sup>st</sup> March 2021, the Committee comprised of the following:

Sr. No.	Name of the Member	Category
1	Mrs. Archana Lakhe (Chairperson)	Non-Executive-Independent Woman Director
2	Dr. Pradeep Bavadekar (Member)	Managing Director
3	Mr. Ajay Agarwal (Member)	Non-Executive-Non- Independent Director

During the year, the Committee meeting was held on 19.06.2020 which was attended by Mrs. Archana Lakhe and Dr. Pradeep Bavadekar, as Members of the Committee

### 8 Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

The Company has in place policy for Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Board of Directors of the Company has also constituted an Internal Complaint Committee in this regard to redress complaints. During the year under review, there were no complaints received pursuant to the aforesaid Act.

### 9 Key Managerial Personnel (Kmp)

During the year under review, the following persons were Key Managerial Personnel:

Sr. No.	Name of the Member	Category
1	Dr. Pradeep Bavadekar	Managing Director
2	Mr. Ram Mapari	Chief Financial Officer
3	Ms. Ankita Agarwal	Company Secretary

### 10 Policies of The Company

The Board ensured that all Company policies are in line with the changes in legislation. The updated policies have been hosted on the official website of the Company ([www.mitconindia.com](http://www.mitconindia.com)).

### 11 Auditors

#### Statutory Auditor

The appointment of the Statutory Auditor of the Company M/s J. Singh & Associates, Chartered Accountants, Mumbai shall be required to be ratified at the ensuing Annual General Meeting for the Financial Year 2021-22.

M/s J. Singh & Associates, Chartered Accountants, Mumbai is an independent audit firm and none of your Directors, KMP's are related or interested in it, directly or indirectly.

#### Auditors Remark

The comments of the Auditors read together with the Notes to Accounts are self-explanatory and do not call for further explanation.



### Internal Auditor

M/s Galgali and Associates, Pune are appointed as an Internal Auditor of the Company for the Financial Year 2021-22.

### Tax Auditor

M/s Shahane & Co., Chartered Accountants, Pune are appointed as Tax Auditor of the Company for the Financial Year 2021-22 in terms of section 44AB of the Income Tax Act, 1961.

### Secretarial Auditor

In terms of the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s MMJB & Associates LLP., a firm of Company Secretaries in Practice was appointed to undertake secretarial audit of the Company for the year ended 31<sup>st</sup> March, 2021.

Secretarial Audit report in prescribed Form No.MR 3 is enclosed as **Annexure 'A'** to this report.

### Compliance with Secretarial Standards

The Company has complied with all the provisions of Secretarial Standards on Board Meetings and General Meetings issued by the Institute of Company Secretaries of India and approved by the Central Government.

There is no remark from the secretarial auditor for the year under review.

## 12 Share Capital

There has been no change in share capital of the Company.

Following is the share capital structure of the Company.

Sr. No.	Particulars	No. of Shares	Amount
1	Authorised Share Capital	25,000,000 Equity shares of ₹ 10/- each	250,000,000
2	Paid up Share Capital	13,421,526 Equity shares of ₹ 10/- each	134,215,260

## 13 Deposits

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet.

## 14 Corporate Governance

The provisions of Corporate Governance as stipulated by Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements), 2015 are not applicable to the Company.

## 15 Extract Of Annual Return

In compliance with provisions of Sections 134(3) (a) and 92(3) of the Act read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return as on March 31, 2021, in prescribed Form No. MGT – 9 is available on the website of the Company at [www.mitconindia.com](http://www.mitconindia.com).

## 16 Management Discussion and Analysis Report

In accordance with the provisions of the Companies Act, 2013 and Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), 2015, the Management Discussion and Analysis Report as **Annexure 'B'** is attached hereto and forms an integral part of this report.

Discussion on state of Company's affairs has been covered as part of the Management Discussion and Analysis Report and also under section highlights of important assignment.





## 17 Corporate Social Responsibility

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company and the initiatives undertaken by the Company on CSR activities during the year are set out in **Annexure 'C'**.

## 18 Conservation Of Energy and Technology Absorption

The provisions relating to disclosure of details regarding Energy Consumption, both total and per unit of production and technology absorption are not applicable as the Company is engaged in the business of providing consultancy services and conducting training programmes.

Your Company carries out its operations in an environmental friendly manner and is on the look-out for different ways & means to reduce the consumption of energy in its operations.

## 19 Foreign Exchange Earnings & Outgo

An amount of INR 31.92 Lakhs (US \$ 44,000) were received during the year on account of Professional fees and reimbursement of expenses. (Previous Year INR 134.13 Lakhs (US\$ 177,106, SAR 36,724.46 and EUR 2,526.70))

Expenditure in Foreign Currency during the year was INR 44.49 Lakhs (US \$ 55,356.63) (Previous Year INR 42.55 Lakhs (US \$ 53,260.31, SAR 15,995, Thai Baht 1,045 and Vietnam \$ 23,007,925). During the year NIL (Previous Year Company has imported Solar Panels for its EPC Contract ₹ 40,720,517/- (US \$549,013))

## 20 Particulars of Loans, Guarantees or Investments under Section 186 Of The Companies Act, 2013

In compliance with provisions of Section 134(3) (g) of the Act, particulars of loans, guarantees, investments and securities given under Section 186 of the Act are given in the notes to the Financial Statement forming part of this Annual Report.

## 21 Particulars of Employees

During the year under review, none of the employee of the Company was in receipt of remuneration of more than ₹ 60 Lakhs per annum or ₹ 5 Lakhs per month if employed for part of the year except Managing Director. As on 31<sup>st</sup> March, 2021, the Company has 153 employees.

## 22 Particulars of Related Party Transactions

During the year, no transaction with related parties was in conflict with the interests of the Company. All transactions entered into by the Company with related parties during the financial year were in the ordinary course of business and on an arm's length pricing basis. The Company did not enter into any transaction with its Key Managerial Personnel. Statements of transactions with related parties are periodically placed before the Audit Committee and are approved. As stipulated by Section 134(3) (h) of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014, particulars of Related Party Transactions are given in Form No. AOC – 2 as **Annexure 'D'** to this Report. In compliance with Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the policy on dealing with Related Party Transactions as approved by the Board has been hosted on the Company's website [www.mitconindia.com](http://www.mitconindia.com).

## 23 Risk Management

The Board of Directors of the Company has delegated the responsibility to frame, implement and monitor the risk management plan for the Company to the Audit Committee. The Committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The Audit Committee has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has in place a Risk Management Policy which defines roles and responsibilities at various levels and has a structured approach for handling risk. The same policy has been hosted on the Company's website [www.mitconindia.com](http://www.mitconindia.com)



The development and implementation of risk management policy has been covered in the Management Discussion & Analysis Report, which forms part of this report.

## 24 Material Changes and Commitments, If Any Affecting Financial Position of The Company

The Company has Six (6) Wholly Owned Subsidiaries as on March 31, 2021. Further to inform there is one (1) associate and six (6) Subsidiary Companies and Company does not have any joint venture companies within the meaning of Section 2(6) of the Companies Act, 2013 ("Act").

Pursuant to the first proviso to Section 129(3) of the Companies Act, 2013 ('Act') and Rules 5 and 8 (1) of the Companies (Accounts) Rules, 2014, salient features of the financial statement, performance and financial position of each subsidiary and joint venture are given in **Form No. AOC - 1 as Annexure 'E'** to this Report.

There has been no material change in the nature of the business of the subsidiaries.

Further, pursuant to the provisions of Section 136 of the Act, the financial statement of the Company including consolidated financial statement along with relevant documents in respect of subsidiaries are forming part of this Annual Report.

Details of Holding, Subsidiaries, Associate and Joint venture have been mentioned in extract of Annual Return MGT 9

## 25 Change In The Nature Of Business

During the year under review, there has been no change in the nature of business of the Company.

## 26 Internal Financial Control

Details in respect of adequacy of internal financial control with reference to the Financial Statement are stated in Management Discussion and Analysis Report which forms an integral part of this Report.

## 27 Vigil Mechanism /Whistle Blower

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. No person has been denied access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the Company. ([www.mitconindia.com](http://www.mitconindia.com))

## 28 Responsibility Statement

In compliance with the provisions of Section 134(3) (c) read with Section 134(5) of the Act, your Directors confirm:

- In preparation of Standalone and Consolidated Financial Statement, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- We have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of state of affairs of the Company at the end of the financial year and of the loss of the Company for that period.
- We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- We have prepared the Standalone and Consolidated Financial Statement on a going concern basis.
- Internal Financial Controls as laid down were adequate and were operating effectively.
- A proper system has been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



## 29 Significant And Material Orders

There are no significant and material orders passed by the Regulators, Court, Tribunals impacting the company's going concern status and operations in future.

## 30 Acknowledgement

Your Directors commend all employees of the Company for their continued dedication, commitment, hard work, significant contributions and support in this pandemic. They also wish to express their deep gratitude to various departments of the Central and State Governments, Banks, Financial Institutions, Business Associates, Customers, Distributors, Suppliers, Vendors, Investors, Analysts, Medical Professionals and Members for their whole-hearted support and cooperation.

**On Behalf of the Board of Directors**

**For MITCON Consultancy & Engineering Services Limited**

Sd/-

**Mr. Anand Chalwade**  
Director & CEO  
(DIN: 02008372)

Place: Pune

Date: 07.06.2021

Sd/-

**Dr. Pradeep Bavadekar**  
Managing Director  
(DIN: 00879747)



## ▶ Annexure 'A'

### MMJB & Associates LLP

Company Secretaries

803-804, 8<sup>th</sup> Floor, Ecstasy, City of Joy, JSD Road, Mulund West, Mumbai 400080 (T) 022-21678100

### FORM NO. MR.3

### Secretarial Audit Report

For The Financial Year Ended 31<sup>st</sup> March, 2021

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

### Mitcon Consultancy & Engineering Services Limited

Kubera Chambers, Shivaji Nagar Pune MH 411005 In

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MITCON Consultancy & Engineering Services Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns

filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2021 (hereinafter called the 'Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2021 according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Overseas Direct Investment and External Commercial Borrowings (**Not applicable to the Company during the Audit Period**)
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
  - c. The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
  - d. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (Not applicable to the Company during the Audit Period)
  - e. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (Not applicable to the Company during the Audit Period)
  - f. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not applicable to the Company during the Audit Period)



- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not Applicable to the Company)
- h. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client
- i. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (Not applicable to the Company during the Audit Period) and
- j. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (Not applicable to the Company during the Audit Period).

We have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**We further report** that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test check basis, no law is specifically applicable to the Company:

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as mentioned herein under:

*As per SEBI Circular dated 09<sup>th</sup> September 2020 the Company has inadvertently delayed in system driven disclosure of addition and deletion of designated persons to designated depository participant.*

**We further report that** the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The composition of the Board of Directors during the period under review was in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out either unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**We further report that** there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

For **MMJB & Associates LLP**

**Company Secretaries**

**Saurabh Agarwal**  
**Designated Partner**  
**FCS No:** 9290  
**CP No.** 20907  
**UDIN:** F009290C000429171  
**Place:** Mumbai  
**Date:** 07.06.2021

\*This report is to be read with our letter of even date which is annexed as **Annexure A** and forms an integral part of this report.



To,

The Members,  
**Mitcon Consultancy & Engineering Services Limited**  
Kubera Chambers, Shivaji Nagar Pune MH 411005 In

Our report of even date is to be read along with this letter.

- 1) Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- 4) Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
- 5) The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For **MMJB & Associates LLP**  
**Company Secretaries**

**Saurabh Agarwal**  
**Designated Partner**  
**FCS No:** 9290  
**CP No.** 20907  
**UDIN:** F009290C000429171  
**Place:** Mumbai  
**Date:** 07.06.2021



## ▶ Annexure 'B'

### Management Discussion and Analysis

#### Corporate

#### ▶ About MITCON

MITCON is an ISO 9001:2015 certified engineering consulting and services company, having an experience of over three decades in providing consultancy and engineering services. It is headquartered at Pune and has presence across the country through its regional offices at Mumbai, New Delhi, Ahmedabad, Chennai, Bangalore, Nagpur and Nanded. MITCON has Environment Testing Laboratory at Pune approved by Ministry of Environment & Forest, Govt. Of India.

Incorporated in April 1982, the Company has gained proficiency in providing innovative and client-inspired solutions in power, energy efficiency, renewable energy, climate change and environmental management enabling our clients achieve their goals with optimised resource utilisation.

MITCON provides solutions to its clients depending on their requirements inter alia including Feasibility Studies, Detailed Project Reports, Techno Economic Feasibility Report, Financial Syndication, Lenders Engineer Services, Environment Impact Assessment (EIA), Basic and Detailed Engineering, Bid Process Management, Project Management, Cluster Development, Technical/ Financial Restructuring, Energy Audits, Corporate Debt Restructuring, Due Diligence, Qualitative and Market Research. MITCON also conducts IT based training courses and skill-based training programs.

The Company has firmly anchored its services around "Sustainability" and sharpened its focus in Energy Transition, Environment Engineering, Green Chemistry (Agri/food), Infrastructure and skill development. Further, we strengthened our franchise in following areas through new offering –

- a) Energy Transition
- b) Environment
- c) Business Advisory (Agri/food/green chemistry)
- d) Skill Development

The following new areas of advisory services were added during the year –

- a) Battery Electric Storage
- b) Hybrid wind-solar farms
- c) Hydrogen from renewables
- d) Green Chemistry Products – Chemicals from agriculture crops and residue
- e) Carbon Footprint, GHG Emission, SBTI and Sustainability Reporting
- f) Dual feed Distillery for ethanol
- g) City Gas Distribution

The Company contribution to its clients, Key performance highlights for our divisions are as follows –

#### Energy Transition

#### 1. Energy Audit and Energy Conservation

- a) Energy Conservation:

	For Year	Cumulative
No of Energy Audits	19	838
Gross Energy Consumption Audited (TOE)	1,017,872	4,734,810
Savings Recommended/Achieved (TOE)	25,843	309,931
CO2 emissions eliminated (tCO2)	72,017	1,515,139
Client Spectrum (No of assignments)		
Manufacturing		620
Infrastructure (Power/Port)	16	77
Services (Hotel, Hospital, Bank etc)	3	129
Mining	0	2
International Assignments	0	10


**b) Carbon Footprint/GHG/Sustainability**

	For Year	Cumulative
No. of assignments	1	3

**c) Carbon Credit**

	For Year	Cumulative
No. of assignments	2	123
Estimated tCO <sub>2</sub> reduction	47,368	2,642,036

**2. Solar**

	For Year	Cumulative
Consulting assignments (design, dpr, TEV, LIE)	410 MW	5,310 MW
Rooftop Solar EPC Commissioned	Nil	670 kW
Ground mounted solar EPC	3 MW	53.9 MW
Units generated from owned solar plants	17.3 Mn kWh	61.8 Mn kWh
CO <sub>2</sub> emissions eliminated (owned solar plants)	4,030 tons	14,399 tons

**3. Co-generation and Biomass**

	For Year	Cumulative
Consulting assignments (design, dpr, TEV, LIE)	28 MW	351 MW
Engineering Services	16 MW	1,000 MW

**4. Environment**

	For Year	Cumulative
No of Environment Impact Studies and Approvals	45	
Environment Clearances/approvals for Investments, Rs Crore		
Manufacturing	10,879	47,367
Infrastructure (Power/Port)	1,839	11,518
Township, Area Development and Building Construction	1,652	11,163
River Valley Projects	311	11,669
Other Services		
Consultancy Services for Municipal Solid Waste, MT of Waste	221,095	335,153
Municipal Capacity Building, No of Programs	3	7
Laboratory Assignment, Nos	209	2662

**5. Business Advisory**

	For Year	Cumulative
Bio-Ethanol: Pre-investment Advisory	1,160 KLPD	4,480 KLPD
Bio-Ethanol: Engineering Services	200 KLPD	350 KLPD
Sugar: Pre-investment Advisory	8,300 TCD	74,900 TCD
Sugar: Engineering Services, No of Plants	2	35
Pre-investment Services for Others (Manufacturing/Services/Infrastructure) – TEV, DPR, LIE, TA, PMC, Market Studies, Baseline/Impact Studies	₹ 15,000 Crore	₹ 200,000 Crore





## 6. Skill Development

Program	No of Participants	
	For Year	Till Date
Entrepreneurship Development Program Including CMEGP	861	1731
Special Component Plan (SCP) - District Industries Centre (DIC)	1,355	22,2662
Residential Entrepreneurship Development Programme (REDP) - Dept. of Industries, Govt. of Maharashtra	46	1005
MSCIT/ Other IT Based Short Duration Training Courses/ Online Short Duration Programs	46,994	>1,500,000
Skill Based CSR Implementations	795	5950
No of students in clinical trials	135	725

The Company shall continue to add cutting edge solutions in energy/environment/green chemistry to make our clients meet their sustainability objectives. We aspire to create most preferred engineering consulting firm with “Sustainability” at its core.

Our clients will continue to face increasing pressure on making themselves and their entire value chain sustainable. We will provide customised solutions for energy transition and other GHG emission reductions to our clients and their value chains.

We will continue to invest resources to make our solutions digital in a sustainable way. We have fortified our team to modernize legacy assets/processes/solutions and intend to connect/bridge with digital business and operating models.

## Financial Overview

### Fiscal 2021 Year-Over-Year Highlights – Consolidated

- Revenue of Rs. 63.60 Crore, down [0.27]%;
- Consulting Revenue of Rs.35.58 Crore, down [ 23.94]%;
- Project Revenue of Rs 15.24 crore, increase [ 37.43]%;
- Sale of Power Rs 11.86 Crore, down [0.42 ]%
- EBITDA of Rs 10.93 Crore, down [ 34.69]%;
- Profit/(Loss) for the year Rs (-1.80) Crore, down [ 193.93]%

## COVID-19

COVID-19 continues to disrupt our daily lives, while it is difficult to predict the extent to which the COVID-19 pandemic may adversely impact our operations and financial performance in future quarters, we continue to closely monitor the evolving situation, executing on our business continuity plan and working collaboratively with our clients. Our highest priority remains health and safety of team and providing service continuity to clients. We have been operating within guidelines and procedures related to security, screening, isolation, facility infrastructure, maintenance and cleaning, to ensure that our workplace are in line with local government recommendations and requirements.

We experienced reduced demand for our services during the COVID-19 pandemic due to the slowdown of activities in some of our clients. The skill development segment is severely affected on account of social distancing restrictions applicable to physical classrooms. To mitigate the impacts of COVID-19, we have proactively implemented various cost reduction efforts to adjust our costs based on revenue level.

## Risks and Uncertainties

While we continue to fortify our resources (talent and infrastructure) to ensure profitable and sustainable business model, a number of risks and uncertainties could affect our ability to achieve objectives for growth namely - macro-economic, regulatory, political, competition, pandemic, climate change, cyber-crime etc.

We continue to face smaller/regional competitors with specialized capabilities who may be able to provide competing services with greater economic efficiency. Risks related to competitive bidding processes also involve substantial cost and managerial time and effort spent by the Company to prepare bids and proposals for contracts that may or may not be awarded to the Company



The availability and retention of qualified with the desired knowledge and skill set may be difficult. Therefore, it is important that we remain able to successfully attract and retain highly qualified professionals and establish an effective succession plan. If our succession plan fails to identify those with potential or to develop these key individuals, we may be unable to replace key members who retire or leave the Company and may be required to recruit and/or train new employees. This might result in lost revenue or increased costs, thereby putting pressure on earnings.

We need to continually develop and expand our service offerings to adapt with changes in our clients' needs of emerging business demands and technology trends.

The Company is involved in legal proceedings, audits, claims and litigation arising in the ordinary course of its business. The outcome of such matters is not predictable with assurance.

**For MITCON Consultancy & Engineering Services Limited**

Sd/-  
**Mr. Anand Chalwade**  
Director & CEO  
(DIN: 02008372)

Sd/-  
**Dr. Pradeep Bavadekar**  
Managing Director  
(DIN: 00879747)

Place: Pune  
Date: 07.06.2021



## ► Annexure 'C'

### Annual Report on CSR Activities

1. A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes.

The CSR Policy focuses on addressing critical social, environmental and economic needs of the marginalized/ underprivileged sections of the society. Through this policy, we align our CSR strategy with MITCON's vision and goals. We adopt an approach that integrates the solutions to these problems into the strategies of the company to benefit the communities at large and create social and environmental impact.

#### The Company undertakes its CSR activities in the following broad areas:

- a) Promoting education including special education
- b) Promoting preventive health care and sanitation and making available safe drinking water
- c) Eradicating hunger, poverty and malnutrition
- d) Promoting education, gender equality and empowering women
- e) Ensuring Environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water
- f) Measures for the benefit of armed forces veterans, war widows and their dependents
- g) Rural Development Projects

### 2. Composition of the CSR Committee

As on 31<sup>st</sup> March 2021, the CSR Committee comprised of the following

Name of the Member	Category
Mr. Sanjay Phadke	Chairperson; Non-Executive, Independent
Dr. Pradeep Bavadekar	Member; Managing Director
Ms. Archana Lakhe	Member; Non-Executive, Independent Woman Director
Mr. Ajay Agarwal	Member; Non-Executive Director, Non-Independent

The terms of reference of the CSR Committee is as follows:

- a) To formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of the Companies Act, 2013;
- b) To recommend the amount of expenditure to be incurred on the activities referred to in clause (a);
- c) To monitor the Corporate Social Responsibility Policy of the company from time to time.
- d) To prepare a transparent monitoring mechanism for ensuring implementation of the projects/ Programmes/ activities proposed to be undertaken by the Company.

3. Average net profit of the company for last three financial years ₹ 43,175,120.00 /-
4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above) ₹ 863,502.40 /-
5. Details of CSR spent during the financial year
  - a) Total amount to be spent for the financial year: ₹ 863,502.40 /-
  - b) Amount unspent, if any: NIL
  - c) Manner in which the amount spent during the financial year: For promoting better education in rural area by supporting expansion of Rajendra Vidyalaya of Bavada
6. The reasons for not spending the two percent of the average net profit of the last three financial years or any part thereof: NIL
7. This is to confirm that during the Financial Year 2020-21, the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.

#### For MITCON Consultancy & Engineering Services Limited

Sd/-  
Dr. Pradeep Bavadekar  
Managing Director  
(DIN: 00879747)

Sd/-  
Mr. Sanjay Phadke  
Chairperson of CSR Committee  
(DIN: 07111186)

Place: Pune  
Date: 07.06.2021



## ► Annexure 'D'

### FORM NO. AOC.2

**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014)**

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

Details of contracts or arrangements or transactions not at arm's length basis.

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transactions	Date of approval by the Board	Amount paid as advances, if any:	Date on which the resolution was passed in general meeting as required under first proviso to Section 188
MITCON Sun Power Limited (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : ₹ 120,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kubera Chambers, Shivajinagar, Pune – 411005	01.04.2020	Nil	NA
MITCON Solar Alliance Limited (Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : ₹ 120,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kubera Chambers, Shivajinagar, Pune – 411005	26.05.2020	Nil	NA
MITCON Forum For Social Development (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction ₹ 120,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kubera Chambers, Shivajinagar, Pune – 411005	11.07.2020	Nil	NA
MITCON Trusteeship Services Limited (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : ₹ 120,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kubera Chambers, Shivajinagar, Pune – 411005	22.06.2020	Nil	NA
Krishna Windfarms Developers Private Limited (Wholly owned Subsidiary)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : ₹ 180,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kubera Chambers, Shivajinagar, Pune – 411005	25.05.2020	Nil	NA
MITCON Insolvency Professional Services Private Limited (Associate)	Leave and License agreement	As per Leave and License agreement – Value of Transaction : ₹ 180,000/-	To execute a Leave and License Agreement for allowing the use of Company's premises at Kubera Chambers, Shivajinagar, Pune – 411005	11.07.2020	Nil	NA
	Service Agreement	Amount specified in Service Agreement	For providing administrative as well as Financial and Secretarial Services	11.07.2020	Nil	NA

#### 2. Details of contracts or arrangements or transactions at Arm's Length Basis:

Refer Note No. 34 under Significant Accounting Policies of Standalone Financial Statement.

**On Behalf Of the Board Of Directors**

**For MITCON Consultancy & Engineering Services Limited**

Sd/-

**Mr. Anand Chalwade**  
Director & CEO  
(DIN: 02008372)

Sd/-

**Dr. Pradeep Bavadekar**  
Managing Director  
(DIN: 00879747)

Place: Pune

Date: 07.06.2021



## ► Annexure 'E'

### Form AOC-1

(Pursuant to first provision to Subsection (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014

Statement containing salient features of the financial statements of Subsidiaries or Associate Companies or Joint Ventures

Sr. No.	Name of the subsidiary	Reporting Period for the subsidiary	Reporting Currency	Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investment	Turnover	Profit / (Loss) before Taxation	Provision for Taxation	Profit / (Loss) after Taxation	Proposed dividend
1	MITCON Sun Power Limited	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021	INR	100,000	(5,093,568)	153,591,995	158,585,563	12,9087,944	1009,356	(202,304)	(53,519)	(148,785)	-
2	Krishna Windfarms Developers Private Limited	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021	INR	195,000,490	(88,957,129)	623,684,607	517,641,246	-	75,602,882	(4,572,861)	(1,169,155)	(3,403,706)	-
3	MITCON Trusteeship Services Limited	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021	INR	103,000,000	(129,080)	106,399,561	3,528,641	100,998,874	1,472,181	(316,378)	(55,641)	(260,737)	-
4	MITCON Advisory Services Private Limited	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021	INR	100,000	(517,818)	282,140	699,958	-	-	(347,452)	(56,963)	(290,489)	-
5	MITCON Solar Alliance Limited	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021	INR	45,100,000	39,287,517	317,664,374	233,276,857	500,000.00	38,727,502	6,182,696	1,607,040	4,575,656	-
6	MSPL Unit 1 Limited	18 <sup>th</sup> December 2020 to 31 <sup>st</sup> March 2021	INR	100,000	(322,784)	7947,411	8,170,195	-	-	(436,195)	(113,411)	(322,784)	-
7	MSPL Unit 2 Pvt. Ltd.	22 <sup>nd</sup> December 2020 to 31 <sup>st</sup> March 2021	INR	100,000	(314,792)	7,944,603	8,159,395	-	-	(425,395)	(110,603)	(314,792)	-
8	MSPL Unit 3 Pvt. Ltd.	22 <sup>nd</sup> December 2020 to 31 <sup>st</sup> March 2021	INR	100,000	(314,792)	7,944,603	8,159,395	-	-	(425,395)	(110,603)	(314,792)	-
9	MITCON Impact Asset Management Pvt. Ltd	28 <sup>th</sup> September 2020 to 31 <sup>st</sup> March 2021	INR	100,000	(500,875)	340,659	741,534	-	-	(676,858)	(175,983)	(500,875)	-
10	MITCON Envirotech Ltd	28 <sup>th</sup> January 2021 to 31 <sup>st</sup> March 2021	INR	100,000	(177,896)	162,504	240,400	-	-	(240,400)	(62,504)	(,77,896)	-
11	Shrikhande Consultants Pvt. Ltd	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021	INR	5,000,000	119,052,738	255,755,945	131,703,207	2,295,584	175,431,681	10,848,294	2,154,301	8,693,993	-
12	MITCON Forum For Social Development #	1 <sup>st</sup> April 2020 to 31 <sup>st</sup> March 2021	INR	100,000	3,540,819	10,531,232	6,890,413	-	10,808,181	4,793,189	1,252,370	3,540,819	-

Name of the Subsidiaries which are yet to commence operations

- I. MITCON Envirotech Limited
- II. MSPL Unit 1 Limited
- III. MSPL Unit 2 Private Limited
- IV. MSPL Unit 3 Private Limited
- V. MITCON Impact Asset Management Private Limited

Name of the Subsidiary which have been liquidated or sold during the year: NIL

Name of the Subsidiary which have not been consolidated: MFFSD

MITCON Forum for Social Development (MFFSD), a Section 8 Company being wholly owned subsidiary, has been excluded from consolidation pursuant to Section 129 and Section 133 of the Companies Act 2013 read with Accounting Standard (AS) 21 "Consolidated Financial Statements" Para 11 which states that a subsidiary should be excluded from consolidation when it operates under severe long-term restrictions which significantly impair its ability to transfer funds to the parent.

Para 5 of the Memorandum of Association of MFSD prohibits payment or transfer of profit to the member by way of dividend, bonus or otherwise. Para 10 of the Memorandum of Association of MFSD prohibits distribution of remaining assets of the company on winding up or dissolution to the member

## Part B - Associate and Joint Ventures

### Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associate - MITCON Insolvency Professionals Private Limited

Sr. No.	Particulars	
1	Latest audited Balance Sheet Date	31 <sup>st</sup> March, 2021
2	Date on which the Associate was associated	22 <sup>nd</sup> June, 2018
3	Shares of Associate held by the Company on the year end	
	Nos	4,900
	Amount of Investment in Associates	11,074,000
	Extent of Holding	49%
4	Description of how there is significant influence	Significant Influence over Share Capital
5	Reason why the Associate is not consolidated	NA
6	Networth attributable to Shareholding as per latest audited Balance Sheet	8,793,064
7	(Loss) for the year	1,649,077
8	Considered in Consolidation	808,048
9	Not Considered in Consolidation	841,029

Name of the Associate which yet to commence operations NA

Name of the Associate in which investment have been sold during the year NIL

Name of the Associate which ceased to be Associate during the year NIL

### For MITCON Consultancy & Engineering Services Limited

Sd/-  
Mr. Anand Chalwade  
Director & CEO  
(DIN: 02008372)

Sd/-  
Dr. Pradeep Bavadekar  
Managing Director  
(DIN: 00879747)

Place: Pune

Date: 07.06.2021



## ▶ **PoSH Annual Report**

### **Internal Complaints Committee (Policy on Prevention of Sexual Harassment at Workplace)**

Your Company has constituted Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company’s process ensures complete anonymity and confidentiality of information. This inter alia provides a mechanism for the resolution, settlement or prosecution of acts or instances of Sexual Harassment at work and ensures that all employees are treated with respect and dignity.

#### **The composition of the Internal Complaints Committee is as follows**

Sr. No.	Name of the Member	Designation
1	Ms. Ankita Agarwal	Presiding Officer
2	Ms. Manju Sattur	Member
3	Mr. Ganesh Khamgal	Member
4	Ms. Hemangi Nalavade	Member
5	Ms. Kadambari Katkar	Member
6	Mr. Abhijit Ashtoorkar	Member
7	Adv. Arun Mahajan	External Member

During the year under review no complaint was reported to the Committee in connection with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

#### **For MITCON Consultancy & Engineering Services Limited**

**Ms. Ankita Agarwal**  
**Presiding Officer**