

FREQUENTLY ASKED QUESTIONS

RIGHTS ISSUE OF EQUITY SHARES BY MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

Set out below are the frequently asked questions (“FAQs”) to guide investors in gaining familiarity with the application process for subscribing to the rights issue of equity shares (“Issue” or “Rights Issue”) by **MITCON Consultancy & Engineering Services Limited (“Company”)** in terms of the letter of offer dated June 10, 2024 (“Letter of Offer”), filed with the Securities and Exchange Board of India (“SEBI”), and National Stock Exchange of India Limited (“NSE”). These FAQs are not exhaustive, nor do they purport to contain a summary of all the disclosures in the Letter of Offer or the entire application process in the Issue or all details relevant to prospective investors (“Investors”). Further, these FAQs should be read in conjunction with, and are qualified in their entirety by, more detailed information appearing in the Letter of Offer, including the sections “Notice to Investors”, “Risk Factors”, “Terms of the Issue” in the Letter of Offer. Readers are advised to refer to the Letter of Offer which is available on the websites of the Registrar to the Issue, the Lead Manager, the Stock Exchanges and our Company at <https://www.linkintime.co.in/>, <https://www.srujanalpha.com/ipo>, www.nseindia.com and, <https://www.mitconindia.com/rights-issue/> respectively. Unless otherwise defined herein, all capitalised terms shall have such meaning as ascribed to them in the Letter of Offer.

A. GENERAL FAQS

1) What are the details of the Issue?

<u>Sr. No.</u>	<u>Event</u>	<u>Trigger</u>
1.	Rights issue fixing price,	76.0
2.	Face Value	10.0
3.	Premium of equity shares per share	66.0
4.	Rights issue size	32,23.40
5.	Number of partly paid up equity shares	42,41,321
6.	Rights entitlement ratio	6:19
7.	Record date	20-06-2024
8.	Issue Opening dates	28-06-2024
9.	Issue closing dates	26-07-2024
10.	Last Date for On Market Renunciation of the Rights Entitlements	22-07-2024

Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncees on or prior to the Issue Closing Date.

The renunciation of Rights Entitlements credited in your demat account can be made either by sale of such Rights Entitlements, using the secondary market platform of the Stock Exchanges or through an off-market transfer.

Please note that if Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to the Company or to the Registrar, they are required to provide their demat account details to the Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., July 25, 2024 to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date

- 2) What is the amount to be paid at the time of submitting the Application Form?
Amount payable at the time application is Rs. 19/- per Rights Equity Share.
- 3) Will the Rights Equity Shares trade along with the currently listed Equity Shares of the Company?
Yes, under the separate ISIN for partly paid up shares, it will be traded on the National Stock Exchanges of India.
- 4) What are Rights Entitlements?
Eligible Equity Shareholders whose names appear as beneficial owners as per the list to be furnished by the Depositories in respect of our Equity Shares held in dematerialised form and on the register of members of our Company in respect of our Equity Shares held in physical form at the close of business hours on the Record Date are entitled to the number of Rights Entitlements as set out in their respective Rights Entitlement Letter.

The Registrar has sent the Rights Entitlement Letter along with the Abridged Letter of Offer, Application Form and email disclaimer to all Eligible Equity Shareholders, through email or physical dispatch, which contain details of their Rights Entitlements based on the shareholding as on the Record Date.

Further, the Eligible Equity Shareholders can also obtain the details of their Rights Entitlements from the website of the Registrar (<https://www.linkintime.co.in/>) by entering their DP ID, Client ID / Folio No. and PAN.

- 5) What is the Rights Entitlement Ratio?
The Rights Equity Shares are being offered on a rights basis to the existing Eligible Equity Shareholders of our Company in the ratio of 6 (Six) Rights Equity Shares for Every 19 (Nineteen) Partly Paid-Up Equity Shares held by the eligible equity shareholders on the record date, that is on Thursday, June 20, 2024.
- 6) How can an Eligible Equity Shareholder access the details of his respective Rights Entitlement?
Rights Entitlements shall be credited to the respective demat accounts of Eligible Equity Shareholders before the Issue Opening Date only in dematerialised form. Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar i.e., <https://www.linkintime.co.in/> by entering their DP ID, Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form) and PAN.
- 7) How are Rights Entitlements Issued?
Rights Entitlements are issued in dematerialised form. A separate ISIN for the Rights Entitlements has also been generated.
- 8) 'What happens to Rights Entitlements which are neither subscribed nor renounced on or before the Issue Closing Date?

Rights Entitlements which are neither renounced nor subscribed by the Investors on or before the Issue Closing Date (i.e. July 26, 2024) shall lapse and shall be extinguished after the Issue Closing Date.

9) What are the options available to an Eligible Equity Shareholder in rights Issue?

The Rights Entitlement Letter will clearly indicate the number of Rights Equity Shares that the Eligible Equity Shareholder is entitled to. If the Eligible Equity Shareholder applies in the Issue, then such Eligible Equity Shareholder can:

- i. apply for its Rights Equity Shares to the full extent of its Rights Entitlements; or
- ii. apply for its Rights Equity Shares to the extent of part of its Rights Entitlements (without renouncing the other part); or
- iii. apply for Rights Equity Shares to the extent of part of its Rights Entitlements and renounce the other part of its Rights Entitlements; or
- iv. apply for its Rights Equity Shares to the full extent of its Rights Entitlements and apply for additional Rights Equity Shares; or
- v. renounce its Rights Entitlements in full.

10) Where can I get the Rights Issue documents if I have not received any mail?

Investors can access the Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights Equity Shares under applicable securities laws) from the websites of:

- i. Company www.mitconindia.com;
- ii. the Registrar at www.linkintime.co.in;
- iii. the Stock Exchanges at www.nseindia.com;
- iv. To update the respective Indian addresses/e-mail addresses/phone or mobile numbers in the records maintained by the Registrar or by our Company, Eligible Equity Shareholders should visit www.linkintime.co.in

11) Can an application in the rights Issue be made using third party bank account?

Investors can make payment only using bank account held in their own name. Please note that Applications made with payment using third party bank accounts are liable to be rejected.

12) Can a joint bank account be used to make applications on behalf of shareholders?

In case of joint holders and physical Applications through ASBA process, all joint holders must sign the relevant part of the Application Form in the same order and as per the specimen signature(s) recorded with the SCSB. In case of joint Applicants, reference, if any, will be made in the first Applicant's name and all communication will be addressed to the first Applicant

13) Can an application be made by cash / cheque?

No

14) Can an application be made by visiting the Company, Registrar, and Lead Managers and / or the Lead Managers office?

No.

15) Can the broker collect the application form and submit the application?

No.

- 16) How can an Investor understand that the application has been successfully made?
Investors will be provided acknowledgment /confirmation email upon successful completion of Application.
- 17) How can an Investor understand if the Rights Equity Shares have been allocated?
The Company and/or the Registrar will email Allotment advice to the successful investors who have received allocation. Investor purchasing RE from the Stock market will not receive any intimation.
They may download the requisite details /information from – www.linkintime.co.in.
- 18) What is the procedure for making plain paper application and where can the plain paper application be submitted?
An Eligible Equity Shareholder who is eligible to apply under the ASBA process may make an Application to subscribe to this Issue on plain paper, in case of non-receipt of Application Form through e-mail or physical delivery (where applicable) and the Eligible Equity Shareholder not being in a position to obtain it from any other source. An Eligible Equity Shareholder shall submit the plain paper Application to the Designated Branch of the SCSB for authorising such SCSB to block Application Money in the said bank account maintained with the same SCSB.
- Applications on plain paper will not be accepted from any address outside India.
- Please note that the Eligible Equity Shareholders who are making the Application on plain paper shall not be entitled to renounce their Rights Entitlements.
- 19) What will happen if Rights Entitlements (REs) are purchased through on market renunciation / Off market renunciation, and no application is made for subscribing the shares / other securities offered under Rights Issue?
If no application is made by the purchaser of REs on or before Issue closing date then such REs will get lapsed and shall be extinguished after the Issue Closing Date. No shares / other securities for such lapsed REs will be credited, even if such REs were purchased from market and purchaser will lose the premium paid to acquire the REs.
- Persons who have bought Rights Entitlements (REs), shall require to make an application and apply for shares / other securities offered under Rights Issue, if they want to subscribe to the shares / other securities offered under Rights Issue.
- 20) 'What are fractional entitlements? What will be the entitlement if a shareholder holds less than 3 (Three) Equity shares?
The Rights Equity Shares are being offered on a rights basis to existing Eligible Equity Shareholders in the ratio of 1 (One) Rights Equity Shares for Every 3 (Three) Equity Shares held as on the Record Date. As per the SEBI Rights Issue Circular, the fractional entitlements are to be ignored. Accordingly, if the shareholding of any of the Eligible Equity Shareholders is less than 3 (Three) Equity Shares or is not in the multiple of 3 (Three) Equity Shares, the fractional entitlements of such Eligible Equity Shareholders shall be ignored by rounding down of their Rights Entitlements. However, the Eligible Equity Shareholders whose fractional entitlements are being ignored, will be given preferential consideration for the Allotment of one additional Rights Equity Share if they apply for the Additional Rights Equity Shares over and above their Rights Entitlements, if any, subject to availability of the Rights Equity Shares in this Issue post allocation towards the Rights Entitlements applied for.
- 21) When will next Call Money be payable?
Remaining Call Money will have to be paid, on one or more subsequent Call(s), as determined by the Board at its sole discretion, from time to time.

B. FAQs for Shareholders holding Equity Shares in a physical form:

- 1) What is the process to be followed by a shareholder holding shares in a physical form, for understanding their Rights Entitlements details?

Eligible Equity Shareholders can obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e. <https://www.mitconindia.com/>) by entering their Folio Number and PAN. The link for the same shall also be available on the website of the Company (i.e. <https://www.linkintime.co.in/>).

- 2) What is the process to be followed, to make an application in Rights Issue, by a shareholder holding shares in a physical form?

The Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, are requested to provide relevant details (such as copies of self-attested PAN and client master sheet of demat account etc. (where such Eligible Equity Shareholders separately hold a demat account), details/ records confirming the legal and beneficial ownership of their respective Equity Shares) to the Company or the Registrar not later than two Working Days prior to the Issue Closing Date i.e. July 25, 2024 to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity Shareholders to make an Application in this Issue, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard.

In accordance with the circular SEBI Circular SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, the credit of Rights Entitlement and Allotment of Rights Equity Shares shall be made in dematerialized form only.

Accordingly, the Rights Entitlements of the Physical Shareholders shall be credited in a suspense escrow demat account opened by our Company during the Issue Period. The Physical Shareholders are requested to furnish the details of their demat account to the Registrar not later than two Working Days prior to the Issue Closing Date to enable the credit of their Rights Entitlements in their demat accounts at least one day before the Issue Closing Date. The Rights Entitlements of the Physical Shareholders who do not furnish the details of their demat account to the Registrar not later than two Working Days prior to the Issue Closing Date, shall lapse. Further, pursuant to a press release dated December 3, 2018 issued by the SEBI, with effect from April 1, 2019, a transfer of listed Equity Shares cannot be processed unless the Equity Shares are held in dematerialized form (except in case of transmission or transposition of Equity Shares). To update respective email addresses/ mobile numbers in the records maintained by the Registrar or the Company, Eligible Equity Shareholders should visit <https://www.linkintime.co.in/>. Eligible Equity Shareholders can update their Indian address in the records maintained by the Registrar and the Company by submitting their respective copies of self-attested proof of address, passport, etc. at <https://www.linkintime.co.in/>

- 3) Can shareholders holding Equity Shares in a physical form renounce their Rights Entitlement?

In accordance with SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, the Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have not furnished the details of their demat account to the Registrar or the Company at least two Working Days prior to the Issue Closing Date, will not be able to renounce their Rights Entitlements.

- 4) Will share certificates be provided to shareholder holding Equity Shares in a physical form if demat account is not provided?

No, share certificates will not be provided to shareholder holding Equity Shares in a physical form.

- 5) Why will physical share certificates not be issued to successful Allottees in Rights Issue?
In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialised form only.
- 6) How much time will it take to get the Rights Equity Shares credited in demat account for those investors who have not provided their demat account details during issue period?
Shareholders who do not provide their demat account details at least two working days prior to the issue closing date, will not get right equity share and right entitlement get lapse.

C. FAQs by Shareholders holding Equity Shares in Demat form:

- 1) What is the process to be followed by a shareholder holding Equity Shares in demat form to make an application in rights Issue?
In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI Rights Issue Circulars and ASBA Circulars, all Investors desiring to make an Application in the Issue required to use the ASBA process. Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, see “- Procedure for Application through the ASBA Process” and “Application on plain paper under ASBA process of the Letter of Offer.
- 2) Whether any persons who are not existing shareholders of the issuer company as on record date, can apply to the Rights Issue?
Persons who are not existing shareholders of the Company as on the Record Date can buy the Rights Entitlements through On Market Renunciation or Off Market renunciation and apply in the Rights Issue up to Rights Entitlements bought.
- 3) What is the process of on market and off market renunciation?

(a) On Market Renunciation

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the Stock Exchanges through a registered stock-broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, the Rights Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading on the Stock Exchanges subject to requisite approvals. Prior to the Issue Opening Date, our Company will obtain the approval from the Stock Exchanges for trading of Rights Entitlements. No assurance can be given regarding the active or sustained On Market Renunciation or the price at which the Rights Entitlements will trade.

The details for trading in Rights Entitlements will be as specified by the Stock Exchanges from time to time. The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is one Rights Entitlements.

The Shareholders holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock-brokers by quoting the ISIN and indicating the details of the Rights Entitlements they intend to trade.

The Shareholders can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The On Market Renunciation shall take place electronically on secondary market platform of NSE under automatic order matching mechanism and on T+1 rolling settlement basis, where 'T' refers to the date of trading. Upon execution of the order, the stock-broker will issue a contract note in accordance with the requirements of the Stock Exchanges and the SEBI.

(b) Off Market Renunciation

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialised form only.

Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renounees on or prior to the Issue Closing Date to enable Renounees to subscribe to the Equity Shares in the Issue.

The Shareholders holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip quoting the ISIN, the details of the buyer and the details of the Rights Entitlements they intend to transfer.

The buyer of the Rights Entitlements (unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository participant. The Shareholders can transfer Rights Entitlements only to the extent of Rights Entitlements available in their demat account. The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository participants.

The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and CDSL from time to time.

- 4) What is the application process to be followed if Investor is unable to make application using ASBA?

In accordance with SEBI circular SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, a separate web based application platform, i.e., the R-WAP facility (accessible at <https://rights.cameoindia.com/megasoft>), has been instituted for making an Application in the Issue by resident Investors. Further, R-WAP is only an additional option and not a replacement of the ASBA process. On R-WAP, the resident Investors can access and fill the Application Form in electronic mode and make online payment using the internet banking or UPI facility from their own bank account thereat.

D. FAQs by Shareholders holding Equity Shares in Demat form:

- 1) What are Rights Entitlements (REs)?
Rights Entitlements (REs) are the rights issued by the company to the existing shareholders to subscribe to the new shares. REs are offered to shareholders based on a ratio of their existing equity shares held as on the record date.
- 2) Can Rights Entitlements be traded?
Rights Entitlements are issued in dematerialized form under a separate ISIN and freely tradable.
- 3) What happens to the Rights Entitlements of the shareholders holding shares in physical form?
Shareholders holding shares in physical form will have provide their demat account details to RTA/ Company before closing of the Issue only then the rights will be credited in their demat account.

- 4) Can a person, who is not a shareholder as on the record date, purchase/ sell the Rights Entitlement?
Yes, such persons can purchase Rights Entitlements (REs) in online as well as offline mode and are eligible to apply for the shares offered under Rights Issue to the extent of the REs available in their demat accounts.
- 5) What if, someone purchases the rights entitlements from the market, but is not able to subscribe during the Issue Period. Will he still get any allotment?
No. If no application is made by the purchaser of REs on or before Issue Closing Date, then such REs will get lapsed and shall be extinguished after the Issue Closing Date.
- 6) Can a person apply for additional share, if he has sold the rights entitlements?
No. Even if one rights entitlement is sold, a person cannot apply for additional share beyond the rights entitlements available in their demat account.