



IS/ISO 9001:2008 Certified
MITCON
CONSULTANCY & ENGINEERING
SERVICES LTD.

MITCON/ Secretarial/ 2018-19/ 011

March 25, 2019

To,
The Listing Department,
The National Stock Exchange of India Ltd.
Exchange – Plaza, C – 1, Block – G,
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400 051
Fax No: 022-26598237/38

Subject: Submission of Voting Results along with Scrutinizer's Report of Postal Ballot
Ref: NSE Symbol: MITCON; Series: SM

Dear Sir/ Madam,

In compliance with the Regulation 44 (3) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, we submit herewith voting results in prescribed format along with report of the Scrutinizer appointed for the purpose of scrutinizing the e – voting process.

This is for your information and records please.

Thanking you.

Yours faithfully

For MITCON Consultancy & Engineering Services Limited


Ankita Agarwal
Company Secretary
M. No: A49634



Mitcon Consultancy & Engineering Services Limited

1 - Approval for Allotment of Shares on Preferential basis

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	956000	956000	29.3072	956000	0	100.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	3262000	0	0.0000	0	0	0.0000	0.0000	0
	Total	956000	956000	29.3072	956000	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	4774000	4774000	54.0167	3136000	1638000	65.6891	34.3109	0
	Poll	858000	858000	9.7081	858000	0	100.0000	0.0000	0
	Postal Ballot	8838000	0	0.0000	0	0	0.0000	0.0000	0
	Total	5632000	5632000	63.7248	3994000	1638000	70.9162	29.0838	0
Total		12100000	6588000	54.4463	4950000	1638000	75.1366	24.8634	0



Mitcon Consultancy & Engineering Services Limited

2 - Increase in the limit under section 186 of Companies Act 2013

Resolution Required : (Special)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	956000	956000	29.3072	956000	0	100.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	3262000	0	0.0000	0	0	0.0000	0.0000	0
	Total	956000	956000	29.3072	956000	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	4774000	4774000	54.0167	3136000	1638000	65.6891	34.3109	0
	Poll	8838000	858000	9.7081	858000	0	100.0000	0.0000	0
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	5632000	5632000	63.7248	3994000	1638000	70.9162	29.0838	0
Total		12100000	6588000	54.4463	4950000	1638000	75.1366	24.8634	0

For MITCON CONSULTANCY & ENGINEERING SERVICES LTD.
COMPANY SECRETARY
Anil K. Desai


Mitcon Consultancy & Engineering Services Limited

Resolution Required : (Ordinary)

3 - Regularisation of Mr. Sanjay Phadke (DIN 07111186) as Director and appointment as Independent Director

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	No. of Invalid votes [8]
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total			0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	956000	956000	29.3072	956000	0	100.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	3262000	0	0.0000	0	0	0.0000	0.0000	0
	Total		956000	29.3072	956000	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	4774000	4774000	54.0167	4774000	0	100.0000	0.0000	0
	Poll	858000	858000	9.7081	858000	0	100.0000	0.0000	0
	Postal Ballot	8838000	0	0.0000	0	0	0.0000	0.0000	0
	Total	12100000	5632000	63.7248	5632000	0	100.0000	0.0000	0
Total			6588000	54.4463	6588000	0	100.0000	0.0000	0



Mitcon Consultancy & Engineering Services Limited

Resolution Required : (Ordinary)

4 - Regularisation of Mr. Anand Chalwade (DIN 020083726) as Director of the Company

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of Invalid votes
		[1]	[2]	[3] = {[2]/[1]}*100	[4]	[5]	[6] = {[4]/[2]}*100	[7] = {[5]/[2]}*100	[8]
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	E-Voting	956000	956000	29.3072	956000	0	100.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
Total	Postal Ballot	3262000	0	0.0000	0	0	0.0000	0.0000	0
	Total	956000	956000	29.3072	956000	0	100.0000	0.0000	0
Total	E-Voting	4774000	4774000	54.0167	4774000	0	100.0000	0.0000	0
	Poll	8838000	858000	9.7081	858000	0	100.0000	0.0000	0
Total	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	5632000	637248	63.7248	5632000	0	100.0000	0.0000	0
Total		12100000	6588000	54.4463	6588000	0	100.0000	0.0000	0


For MITCON CONSULTANCY & ENGINEERING SERVICES LTD.
Anand Chalwade
COMPANY SECRETARY

Mitcon Consultancy & Engineering Services Limited

5 - Regularisation of Mr. Ajay Agarwal (DIN 00200167) as Director of the Company

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3] = {[2]/[1]}*100	No. of Votes - in favour [4]	No. of Votes -Against [5]	% of Votes in favour on votes polled [6] = {[4]/[2]}*100	% of Votes against on votes polled [7] = {[5]/[2]}*100	No. of votes Invalid [8]
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	956000	956000	29.3072	956000	0	100.0000	0.0000	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot	3262000	0	0.0000	0	0	0.0000	0.0000	0
	Total	956000	956000	29.3072	956000	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	4774000	4774000	54.0167	4774000	0	100.0000	0.0000	0
	Poll	8838000	858000	9.7081	858000	0	100.0000	0.0000	0
	Postal Ballot	0	0	0.0000	0	0	0.0000	0.0000	0
	Total	5632000	5632000	63.7248	5632000	0	100.0000	0.0000	0
Total		12100000	6588000	54.4463	6588000	0	100.0000	0.0000	0

For MITCON CONSULTANCY & ENGINEERING SERVICES LTD.

Nisha Vansundar
COMPANY SECRETARY



Date: 25th March, 2019

To,
The Chairman,
MITCON Consultancy & Engineering Services Limited,
Kubera chambers, Shivaji Nagar,
Pune 411005

Sub. : Report on the voting process of the postal ballot by post and through electronic mode [herein after referred to as the 'postal ballot(s)'] pursuant to notice of postal ballot dated 21st February, 2019.

Dear Sir,


I, Sridhar Mudaliar, Partner of SVD & Associates, thank you for appointing us as Scrutinizers for conducting the voting process of the postal ballot on the resolutions as mentioned in the captioned postal ballot notice of MITCON Consultancy & Engineering Services Limited ('the Company').

The postal ballots received by the Company upto Wednesday, 23rd March, 2019 till 5.00 P.M. were scrutinized and report is annexed herewith as 'Annexure I'.

I hereby declare that:

1. Special Resolution at Item No. 1, as per the aforesaid notice of the Postal Ballot of the Company, has been passed with requisite majority.
2. Special Resolution at Item No. 2, as per the aforesaid notice of the Postal Ballot of the Company, has been passed with requisite majority.
3. Ordinary Resolution at Item No. 3, as per the aforesaid notice of the Postal Ballot of the Company, has been passed unanimously.
4. Ordinary Resolution at Item No. 4, as per the aforesaid notice of the Postal Ballot of the Company, has been passed unanimously.
5. Ordinary Resolution at Item No. 5, as per the aforesaid notice of the Postal Ballot of the Company, has been passed unanimously.

For SVD & Associates



Sridhar Mudaliar
Partner
C.P. No. 2664

Encl:
Postal Ballot Report – Annexure

Sridhar Mudaliar
M.com, LL.B., F.C.S.

22A, Hanuman Nagar,
Off: Senapati Bapat road,
Model Colony,
Pune 411016
Tel: 25655319

Company Secretary

Annexure - I

Postal Ballot Report pursuant to notice of postal ballot dated 21st February, 2019 of MITCON Consultancy & Engineering Services Limited

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

1. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to postal ballot by the shareholders of **MITCON Consultancy & Engineering Services Limited** (hereinafter referred to as 'the Company') on the resolutions proposed in the captioned notice of the postal ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, on the resolutions.
2. In accordance with the captioned notice of the postal ballot which was dispatched to the shareholders by prescribed modes, was completed on 21st February, 2019 and the 'Advertisement' published on Friday, 22nd February, 2019 pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014, the voting commenced on Friday, 22nd February, 2019 (9.00 a.m.) and ended on Saturday 23rd March, 2019 (5.00 p.m.) for ballots by post and through electronic mode. The electronic voting (e-voting) facility was provided by Link Intime India Pvt. Ltd. The votes were unblocked at around 5:05 p.m. on Saturday 23rd March, 2019 in the presence of 2 (Two) witnesses, viz. (Mr. Mohit Gupta, SB road, Pune-411005 and Mr. Ashish Bhat, Kothrud, Pune-411038), neither of whom are in the employment of the Company and the e-voting summary statement was downloaded from e-voting website of Link Intime India Pvt. Ltd., (<https://instavote.linkintime.co.in>).
3. The equity shareholders holding shares as on Friday, 15th February, 2019 "cut-off date", were entitled to vote on the resolutions stated in the captioned notice of the postal ballot.
4. Report on the results of the voting is based on the data downloaded from the e-voting website of Link Intime India Pvt. Ltd. and the votes cast by way of ballot forms received by the Company in respect of the resolutions contained in the captioned notice of the postal ballot. The report on the voting process is as under:



1. Special Resolution at item no.1 – Issue of Equity shares on preferential basis.

Particulars		Voting through post	E-Voting	TOTAL
		(A)	(B)	(A) + (B)
I.	Total number of Shareholders	-	-	225
II.	Total Shareholders to whom Postal Ballots sent by post	-	-	50
III.	Total shareholders to whom email sent	-	-	175
IV.	Total shareholders who exercised their votes	12	24	36
V.	Number of Postal Ballots rejected and not voted or Partly voted			
	Number of shareholders	0	0	0
	Number of shares	0	0	0
VI.	Total No. of Valid votes			
	Number of shareholders in favour	12	23	35
	Number of shareholders against	0	1	1
	Shareholders in favour of the resolution as a percentage of valid votes exercised	100.00 %	95.83 %	97.22 %
VII.	Total votes (in terms of number of voting rights/shares) exercised through postal ballots	858000	5730000	6588000
	Less: Total votes (in terms of number of voting rights/shares) rejected and not voted	0	0	0
	Total valid votes	858000	5730000	6588000
VIII.	Number of votes in favour of the resolution	858000	4092000	4950000
	Number of votes against the resolution	0	1638000	1638000
IX.	Votes in favour of the resolution as a percentage of votes cast	100.00 %	71.41 %	75.14 %



2. Special Resolution at item no. 2 – Increase in the limit under section 186 of the Companies Act, 2013 for giving Loans/Guarantees or providing securities and/or making investments.

Particulars		Voting through post	E-Voting	TOTAL
		(A)	(B)	(A) + (B)
I.	Total number of Shareholders	-	-	225
II.	Total Shareholders to whom Postal Ballots sent by post	-	-	50
III.	Total shareholders to whom email sent	-	-	175
IV.	Total shareholders who exercised their votes	12	24	36
V.	Number of Postal Ballots rejected and not voted or Partly voted			
	Number of shareholders	0	0	0
	Number of shares	0	0	0
VI.	Total No. of Valid votes			
	Number of shareholders in favour	12	23	35
	Number of shareholders against	0	1	1
	Shareholders in favour of the resolution as a percentage of valid votes exercised	100.00 %	95.83 %	97.22 %
VII.	Total votes (in terms of number of voting rights/shares) exercised through postal ballots	858000	5730000	6588000
	Less: Total votes (in terms of number of voting rights/shares) rejected and not voted	0	0	0
	Total valid votes	858000	5730000	6588000
VIII.	Number of votes in favour of the resolution	858000	4092000	4950000
	Number of votes against the resolution	0	1638000	1638000
IX.	Votes in favour of the resolution as a percentage of votes cast	100.00 %	71.41 %	75.14 %



3. Ordinary Resolution at item no. 3 – Regularization of Mr. Sanjay Ballal Phadke (DIN: 07111186) as Director and appointment as Independent Director.

Particulars		Voting through post	E-Voting	TOTAL
		(A)	(B)	(A) + (B)
I.	Total number of Shareholders	-	-	225
II.	Total Shareholders to whom Postal Ballots sent by post	-	-	50
III.	Total shareholders to whom email sent	-	-	175
IV.	Total shareholders who exercised their votes	12	24	36
V.	Number of Postal Ballots rejected and not voted or Partly voted			
	Number of shareholders	0	0	0
V.	Number of shares	0	0	0
VI.	Total No. of Valid votes			
	Number of shareholders in favour	12	24	36
	Number of shareholders against	0	0	0
	Shareholders in favour of the resolution as a percentage of valid votes exercised	100.00 %	100.00 %	100.00 %
VII.	Total votes (in terms of number of voting rights/shares) exercised through postal ballots	858000	5730000	6588000
	Less: Total votes (in terms of number of voting rights/shares) rejected and not voted	0	0	0
	Total valid votes	858000	5730000	6588000
VIII.	Number of votes in favour of the resolution	858000	5730000	6588000
	Number of votes against the resolution	0	0	0
IX.	Votes in favour of the resolution as a percentage of votes cast	100.00 %	100.00 %	100.00 %



4. Ordinary Resolution at item no. 4 – Regularization of Mr. Anand Chalwade (DIN: 02008372) as Director of the Company.

Particulars		Voting through post	E-Voting	TOTAL
		(A)	(B)	(A) + (B)
I.	Total number of Shareholders	-	-	225
II.	Total Shareholders to whom Postal Ballots sent by post	-	-	50
III.	Total shareholders to whom email sent	-	-	175
IV.	Total shareholders who exercised their votes	12	24	36
V.	Number of Postal Ballots rejected and not voted or Partly voted			
	Number of shareholders	0	0	0
	Number of shares	0	0	0
VI.	Total No. of Valid votes			
	Number of shareholders in favour	12	24	36
	Number of shareholders against	0	0	0
	Shareholders in favour of the resolution as a percentage of valid votes exercised	100.00 %	100.00 %	100.00 %
VII.	Total votes (in terms of number of voting rights/shares) exercised through postal ballots	858000	5730000	6588000
	Less: Total votes (in terms of number of voting rights/shares) rejected and not voted	0	0	0
	Total valid votes	858000	5730000	6588000
VIII.	Number of votes in favour of the resolution	858000	5730000	6588000
	Number of votes against the resolution	0	0	0
IX.	Votes in favour of the resolution as a percentage of votes cast	100.00 %	100.00 %	100.00 %



5. Ordinary Resolution at item no. 5 – Regularization of Mr. Ajay Agarwal (DIN: 00200167) as Director of the Company.

Particulars		Voting through post	E-Voting	TOTAL
		(A)	(B)	(A) + (B)
I.	Total number of Shareholders	-	-	225
II.	Total Shareholders to whom Postal Ballots sent by post	-	-	50
III.	Total shareholders to whom email sent	-	-	175
IV.	Total shareholders who exercised their votes	12	24	36
V.	Number of Postal Ballots rejected and not voted or Partly voted			
	Number of shareholders	0	0	0
	Number of shares	0	0	0
VI.	Total No. of Valid votes			
	Number of shareholders in favour	12	24	36
	Number of shareholders against	0	0	0
	Shareholders in favour of the resolution as a percentage of valid votes exercised	100.00 %	100.00 %	100.00 %
VII.	Total votes (in terms of number of voting rights/shares) exercised through postal ballots	858000	5730000	6588000
	Less: Total votes (in terms of number of voting rights/shares) rejected and not voted	0	0	0
	Total valid votes	858000	5730000	6588000
VIII.	Number of votes in favour of the resolution	858000	5730000	6588000
	Number of votes against the resolution	0	0	0
IX.	Votes in favour of the resolution as a percentage of votes cast	100.00 %	100.00 %	100.00 %



5. Register of Postal Ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode and the ballots, will remain in my custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/ person authorized by him for safe keeping. Summary of all the resolutions passed with requisite majority and unanimously is attached herewith in the form of Combined Report.

Mudaliar

Sridhar Mudaliar
C.P. No. 2664



Place: Pune
Date: 25th March, 2019

COMBINED REPORT- Postal Ballot dated 21.02.2019

Postal Ballot of MITCON Consultancy & Engineering Services Limited (CIN: L74140PN1982PLC026933)

Sr. No	Resolutions	E - voting		Voting by Postal Ballot		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Special Resolution: Issue of Equity shares on preferential basis.	4092000	1638000	858000	0	4950000	1638000	Passed with requisite majority
2	Special Resolution: Increase in the limit under section 186 of the Companies Act, 2013 for giving Loans/Guarantees or providing securities and/or making investments.	4092000	1638000	858000	0	4950000	1638000	Passed with requisite majority
3	Ordinary Resolution: Regularization of Mr. Sanjay Ballal Phadke (DIN: 07111186) as Director and appointment as Independent Director.	5730000	0	858000	0	6588000	0	Passed unanimously
4	Ordinary Resolution: Regularization of Mr. Anand Chalwade (DIN: 02008372) as Director of the Company.	5730000	0	858000	0	6588000	0	Passed unanimously
5	Ordinary Resolution: Regularization of Mr. Ajay Agarwal (DIN: 00200167) as Director of the Company.	5730000	0	858000	0	6588000	0	Passed unanimously



(Signature)

Sridhar Mudaliar
C.P. No. 2664

Place: Pune
Date: 25.03.2019