

M P SANGHAVI & ASSOCIATES LLP

Company Secretaries

LLPIN – AAS-2921

Office No.227, Avior Corporate Park,
Nirmal Galaxy LBS Road,
Mulund West, Mumbai - 400080
Tel: 022 2591 8827/ 4640 4420
Website: www.mpsanghavi.com

22nd September 2022

The Company Secretary
MITCON Consultancy & Engineering Services Limited
Kubera Chambers, Shivaji Nagar Pune MH 411005 IN

Dear Madam,

SCRUTINISER'S REPORT

Consolidated Report of Scrutinizer on remote e-voting as well as e-voting conducted in relation to the agenda items proposed in the Notice of 40th Annual General Meeting (the 'AGM') of the Equity Shareholders of MITCON Consultancy & Engineering Services Limited (the 'Company') held on Thursday, 22nd September, 2022 at 12:30 p.m. via VC/ OAVM

Dear Sirs

We, MP Sanghavi & Associates LLP (FRN: L2020MH007000) were appointed as Scrutinizer by the Company vide appointment letter dated 4th August 2022, to scrutinize and submit consolidated report on votes cast by way remote e-voting and e-voting at the AGM on the resolution(s) proposed in the Notice of 40th Annual General Meeting (the 'AGM') of the Equity Shareholders of Mitcon Consultancy & Engineering Services Limited (the 'Company') held earlier today i.e. on Thursday, 22nd September, 2022 at 12:30 via VC/OAVM.

Accordingly, we submit our report as under:

1. The Ministry of Corporate Affairs had vide General Circular No. 2/2022 with reference to Ministry's General Circulars Nos. 20/2020 dated 5th May 2020, General Circular No. 02/2021 dated 13th January 2021, General Circular No. 19/2021 dated 8th December 2021 and General Circular No. 21/2021-22 dated 14th December 2021 allowed all the companies whose AGMs are due in Year 2022 to conduct their AGMs on or before 31st December 2022 vide Video Conferencing (VC) or Other Audio Visual Means (OAVM), without presence of members at a common venue. In compliance with the provisions of Companies Act ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Regulations') and aforesaid MCA Circulars, the AGM of the Company was held via VC/OAVM through facility provided by National Depository Services Limited ('NSDL').
2. As per confirmation received from the Company and in compliance with aforesaid MCA Circulars dated 12th May, 2020 and SEBI Circular dated 13th May, 2022, the Annual Report of the Company for FY 2021-22 along with Notice of 40th AGM was sent only through electronic mode to those members whose email address were registered with the Company/RTA/Depositories. The Notice of AGM along with Annual Report of the Company was available on the website of the Company and also on the website of National Stock Exchange of India Limited.

In compliance to SEBI Listing regulations and the Act, the Company had provided remote e-voting facility through NSDL, whereby Shareholders of the Company as at the cut-off date of Thursday, 15th September, 2022 were entitled to vote on the resolutions proposed in the Notice of AGM by using



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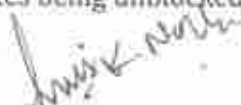
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remote e-voting facility provided by NSDL. The remote e-voting period commenced from Monday, 19th September 2022 at 9.00 a.m. and ended on Wednesday, 21st September, 2022 at 5.00 p.m.

- Members of the Company, as at cut-off date, who had not voted through remote e-voting, but were present at the meeting were provided the facility of e-voting during the course of the AGM.
- After conclusion of AGM on 22nd September, 2022, we unblocked and downloaded E-voting details from NSDL E-voting Portal in presence of Ms. Sarita G. Singh and Mr. Amit K. Nagda, who are not in employment with the Company

They have signed below in confirmation of the votes being unblocked in their presence


Sarita G. Singh


Amit K. Nagda

- The Management of the Company is responsible to ensure compliance with the requirements of Act and SEBI Listing Regulations in relation to exercise of voting rights through electronic means. Our responsibility as a scrutinizer is restricted to scrutinize, count and submit a report on the votes cast "in favour" or "against" the resolutions based on the report generated from the e-voting system provided by NSDL, agency engaged by the company to provide e-voting facilities.
- Our responsibility as a scrutinizer for the voting process (by remote e-voting and e-voting during the AGM), was restricted to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner and to prepare a consolidated Scrutinizer's report of the votes cast "in favor" or "against" on each of the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by NSDL and based on the result of e-voting conducted during the AGM.

Based on report made available from E-voting system of NSDL website, we hereby report as under:

ORDINARY BUSINESS

Item No. 1 – Ordinary Resolution

Adopt the Audited Standalone and Consolidated Financial Statement as on 31st March, 2022 and the Reports of the Board of Directors and the Auditors:

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	46	79,72,464	99.86
E-Voting at the AGM	2	10400	0.14
Total	48	79,82,864	100



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Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted Against			
Remote e-voting	0	0	0
E-Voting at the AGM	0	0	0
Total-B	0	0	0
*Invalid Voting	0	0	0
Grand Total (A+B)	48	79,82,864	100

Item No. 2 - Ordinary Resolution

Appoint a Director in place of Dr. Pradeep Bavadekar (DIN: 00879747), who retires by rotation and being eligible, offers himself for re-appointment

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	46	79,72,464	99.86
E-Voting at the AGM	2	10,400	0.14
Total-A	48	79,82,864	100
Voted Against			
Remote e-voting	0	0	0
E-Voting at the AGM	0	0	0
Total-B	0	0	0
*Invalid Voting	0	0	0
Grand Total (A+B)	48	79,82,864	100

SPECIAL BUSINESS

Item No. 3 - Ordinary Resolution

Appointment of Mr. Sudarshan Mohatta (DIN 07902731) as Director of the Company

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	46	79,72,464	99.86
E-Voting at the AGM	2	10,400	0.14
Total-A	48	79,82,864	100



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Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted Against			
Remote e-voting	0	0	0
E-Voting at the AGM	0	0	0
Total-B	0	0	0
*Invalid Voting	0	0	0
Grand Total (A+B)	48	79,82,864	100

Item No. 4 – Ordinary Resolution

Appointment of Mr. Gayatri Chaitanya Chinthapalli (DIN: 07986772) as an Independent Director

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	46	79,72,464	99.86
Voting at the AGM	2	10,400	0.14
Total-A	48	79,82,864	100
Voted Against			
Remote e-voting	0	0	0
Voting at the AGM	0	0	0
Total-B	0	0	0
*Invalid E Voting	0	0	0
Grand Total (A+B)	48	79,82,864	100

Item No. 5 – Special Resolution

Revision in remuneration of Mr. Anand Chalwade (DIN: 02008372) as Managing Director of the Company

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	46	79,72,464	99.86
E-Voting at the AGM	2	10,400	0.14
Total-A	48	79,82,864	100



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Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted Against			
Remote e-voting	0	0	0
E-Voting at the AGM	0	0	0
Total-B	0	0	0
*Invalid Voting	0	0	0
Grand Total (A+B)	48	79,82,864	100

Item No. 6 - Ordinary Resolution

Approval of Material Related Party Transactions:

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	35	44,20,221	99.76
E-Voting at the AGM	2	10,400	0.24
Total-A	37	44,30,621	100
Voted Against			
Remote e-voting	0	0	0
E-Voting at the AGM	0	0	0
Total-B	0	0	0
*Invalid Voting	11	35,42,243	0
Grand Total (A+B)	37	44,30,621	100

* Represents Votes cast in favor of the Resolution by Related Parties, not entitled to Vote in favor of resolution.

Item No. 7 - Special Resolution

Payment of Commission to Non -Executive Directors of the Company

Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted in Favour			
Remote e-voting	45	79,62,464	99.74
Voting at the AGM	2	10,400	0.13
Total-A	47	79,72,864	99.87



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Particulars	Number of Members	Number of Votes	% of Total Votes Cast
Voted Against			
Remote e-voting	1	10000	0.13
Voting at the AGM	0	0	0
Total-B	1	10000	0.13
Grand Total (A+B)	48	79,82,864	100

Soft copy of the list of equity shareholders who voted for/against each resolution on remote e-voting and e-voting at the AGM venue has been sent to the Company Secretary of the Company.

Based on the aforesaid consolidated results, we report that all the 7 resolutions have been passed by the Shareholders with requisite majority.

For M P Sanghavi & Associates LLP

Company Secretaries

(FRN: L2020MH007000)


Pushpal Sanghavi

Designated Partner

ACS: 13125 / CP No: 22908

Peer Review Certificate No: 1228/2021

UDIN: A013125D001024036



Date: September 22, 2022

Place: Mumbai