

MITCON/Secretarial/2024-25/50

Friday, September 27, 2024

To,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai-400 051
Fax No.: 022-26598237/38

Subject: Proceedings of 42nd Annual General Meeting held on Friday, September 27, 2024.

Ref: NSE Symbol: MITCON;

Dear Sir(s),

Pursuant to Regulation 30, Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the proceedings of 42nd Annual General Meeting of the Members of MITCON Consultancy & Engineering Services Limited held on Friday, September 27, 2024 at 12:30 P.M. (IST) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For MITCON Consultancy & Engineering Services Limited

Ms. Ankita Agarwal
Sr. VP – Head of Compliance & Legal

Encl: As above

PROCEEDINGS OF THE 42ND ANNUAL GENERAL MEETING OF MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED HELD ON FRIDAY, SEPTEMBER 27, 2024 AT 12:30 P.M. (IST) THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”).

The 42nd Annual General Meeting (AGM) of the Members of MITCON Consultancy & Engineering Services Limited was held on Friday, September 27, 2024, at 12:30 P.M. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Directors and Key Managerial Personnel present through Video Conferencing (“VC”)

Mr. Anand Chawade	Managing Director
Mrs. Archana Lakhe	Non-Executive Woman Independent Director
Mr. Ajay Agarwal	Non-Executive Non Independent Director and Chairman
Mr. Sudarshan Mohatta	Non-Executive Non Independent Director
Mr. Chaitanya Chinthapalli	Non-Executive Independent Director
Mr. Ram Mapari	Chief Financial Officer
Ms. Ankita Agarwal	Company Secretary

Members Attendance:

36 Members attended the meeting through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”).

Mr. Ajay Agarwal, Chairperson chaired the Meeting. He requested Ms. Ankita Agarwal, Company Secretary to proceed with the Meeting. Ms. Ankita Agarwal, Company Secretary welcomed the Members, Directors and other dignitaries present to the Annual General Meeting. She also introduced the Directors, Key Managerial Personnel and Auditors of the Company.

She briefed the Members regarding the arrangements made for the Meeting. She informed that the Company has made provisions for the Members to participate in the 42nd Annual General Meeting through the VC facility provided by National Securities Depository Limited. It was further informed that the Members were provided with the facility to exercise their right to vote by electronic means, through remote e-voting and venue voting at the Annual General Meeting in accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The remote e-voting facility was kept open for a period of three days from Tuesday, 24 September, 2024 (09:00 a.m. IST) till Thursday, 26 September, 2024 (05:00 p.m. IST). Members who have joined the Meeting through VC and who had not cast their vote through remote e-voting, were provided the option to vote through venue voting facility made available at the AGM.

Moving on, Ms. Ankita Agarwal, Company Secretary requested Mr. Ajay Agarwal to take over the proceedings of the Meeting.

The Chairperson then commenced his speech and the Notice convening the Meeting, Report of Board of Directors & Auditors, Audited Financial Statements for the Financial Year 203-24 as sent to the members was taken as read. It was also informed that Statutory Audit Report and Secretarial Audit Report were self-explanatory.

Mr. Ajay Agarwal, Chairperson called the meeting to order after ascertaining that the requisite quorum for the Meeting as required under Section 103 of the Companies Act, 2013 is present for the Meeting.

The Chairperson then requested Mr. Anand Chawade, Managing Director to present the business highlight.

Mr. Anand Chawade, Managing Director then commenced his speech and gave highlights on the business of the Company and its subsidiaries for the Financial Year 2023-24.

It was also informed that CS Ashwini Bhagwat, Practising Company Secretary is appointed as Scrutinizer for conducting voting and remote e-voting process in a fair and transparent manner.

Thereafter, since none of the shareholders have registered to speak and ask questions in the Annual General Meeting, the session for shareholder interaction was not held.

In order to enable the Members, present at the meeting through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) to vote, voting process by way of venue voting was conducted in respect of all the businesses contained in the Notice, for the members who had not cast their vote electronically.

After that, the following items of business, as per the notice of Annual General Meeting dated August 23, 2024, were considered at the meeting.

A. Ordinary Business:

1. Ordinary Resolution - To receive, consider and adopt the Audited Standalone and Consolidated Financial Statement as on 31st March, 2024 and together with the Reports of the Board of Directors and the Auditors thereon;
2. Ordinary Resolution - To appoint a Director in place of Mr. Ajay Agarwal (DIN: 00200167), who retires by rotation and being eligible, offers himself for reappointment;
3. Ordinary Resolution - To re - appoint M/s. J Singh & Associates, Chartered Accountants, Mumbai (Firm Registration No. 110266W) as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of the forthcoming Annual General Meeting of the Company until the conclusion of the Annual General Meeting to be held for financial year ended March 31, 2029 and to authorise the Board of Directors of the Company to fix their remuneration;

B. Special Business:

4. Ordinary Resolution - Approval of Material Related Party Transactions;
5. Special Resolution - Re appointment of Mr. Chaitanya Gayatri Chinthapalli (DIN: 07986772) as an Independent Director;
6. Ordinary Resolution - Appointment of Ms. Sharada Sunder (DIN: 07599164) as Independent Woman Director;
7. Ordinary Resolution - Appointment of Ms. Promila Agarwal (DIN: 10749724) as Independent Woman Director;
8. Special Resolution -Revision in remuneration of Mr. Anand Chalwade (DIN: 02008372) as Managing Director of the Company;

The Members were requested to cast their votes electronically as per the instructions given in the Notice.

It was informed to the Members that the consolidated result of Remote E-voting and Venue Voting would be declared on receipt of the Scrutinizer’s Report within two working days of conclusion of Annual General Meeting and shall be placed on the Company’s website and will also be submitted to the Stock Exchange.

As there was no other business to be transacted, the meeting was declared as concluded around at 12:55 p.m. after all members cast their vote electronically. Ms. Ankita Agarwal, Company Secretary thanked all the Members present for the meeting.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

Ms. Ankita Agarwal
Sr. VP – Head of Compliance & Legal