



MITCON/Secretarial/2016-17/017

5th August, 2016

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 34th Annual General Meeting held on 5th August, 2016

Ref: NSE Symbol: MITCON; Series: SM

In compliance with the Regulation 30, Part-A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith proceedings of 34th Annual General Meeting held on 5th August, 2016.

This is for your information and records, please.

Thanking you,

Yours faithfully,

**For MITCON Consultancy &
Engineering Services Limited**


Madhav Oak
Company Secretary



Encl: A/a

Proceedings of the 34th Annual General Meeting of MITCON Consultancy & Engineering Services Limited held on 5th August, 2016 at 11.30 a.m.

The 34th Annual General Meeting (AGM) of the Members of MITCON Consultancy & Engineering Services Limited was held on Friday, 5th August, 2016 at MITCON Institute of Management, Balewadi, Pune-411045. Mr. Anand T. Kusre chaired the Meeting. The Chairman welcomed the Members present to the AGM. Then the Chairman introduced the Directors and Company Secretary seated on the dais and informed that Mr. Chiman Deshmukh and Mr. Ravi Tyagi, Directors could not attend the meeting.

The Chairman after ascertaining that the requisite quorum for the meeting as required under Section 103 of the Companies Act, 2013 and as per Articles of Association was present, called the meeting to order and commenced the proceedings of the meeting.

The Chairman informed to the members that the Company has not received any proxy. The Registers, documents and records as required under the Companies Act, 2013 were kept at the venue and open for inspection of Members till the conclusion of the meeting. He also informed that the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Representative(s) of the Statutory Auditors and Secretarial Auditors were also present at the meeting.

Then Chairman requested Dr. Pradeep Bavadekar, Managing Director to share his thoughts on performance of the Company during the Financial Year 2015-16 and future plans of the Company. Dr. Bavadekar expressed his views and also briefed the members about the performance of the Company.

The Notice convening the Meeting, Report of Board of Directors & Auditors, Audited Financial Statements for the Financial Year 2015-16 as sent to the members was taken as read. It was also informed that there were no qualifications in the Statutory Auditors' Report and Secretarial Auditors Report.

The Chairman informed that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided e-voting facility to the shareholders to cast their votes electronically in respect of all businesses mentioned in the notice. The e-voting facility was kept open for a period of four days from 1st August, 2016 (9.00 a.m.) to 4th August, 2016 (5.00 p.m.)

It was also informed that Mr. Sridhar Mudaliar, Partner, SVD and Associates, Practising Company Secretary was appointed as the Scrutinizer for conducting the e-voting process and also authorised to scrutinize the voting process (Poll) conducted at the venue of AGM through ballot papers.



In order to enable the members present at the meeting in person to vote, a voting process by way of poll was conducted in respect of all the businesses contained in the Notice, for the members who had not cast their vote electronically.

The scrutinizers had locked empty polling box in the presence of the members and representatives of members.

Then the Chairman invited members to offer comments and seek clarifications on the resolutions/businesses contained in the notice.

The following items of business, as per the notice of AGM dated 27th May, 2016, were considered at the meeting.

1. To receive, consider and adopt the Audited Financial Statements as at 31st March, 2016 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare a final dividend on equity shares for the financial year ended on 31st March, 2016.
3. To appoint a Director in place of Mr. Anand Kusre (holding DIN 00818477), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Chiman Deshmukh (holding DIN 07131406), who retires by rotation and being eligible, offers himself for re-appointment.
5. To ratify appointment of Statutory Auditors for the Financial Year 2016-17
6. Appointment of Mr. Ravi Tyagi (holding DIN 07270355) as a Director, liable to retire by rotation.

The Members were requested to cast their votes using the Ballot paper provided to them.

It was informed to the members that the consolidated result of the e-voting and poll would be declared on receipt of the scrutinizer's report within 48 hours of conclusion of AGM and shall be placed on the Company's website and will be sent to the stock exchange.

As there was no other business to be transacted, the meeting was declared as concluded at 12.00 noon after all members cast their vote through poll. The Chairman and Dr. Pradeep Bavadekar, Managing Director thanked all the members present for the meeting.

