



**MITCON**  
CONSULTANCY & ENGINEERING  
SERVICES LTD.

MITCON/Secretarial/2017-18/011

24<sup>th</sup> August, 2017

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: Submission of Voting Results along with Scrutinisers Report of 35<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> August, 2017**

**Ref: NSE Symbol: MITCON; Series: SM**

In compliance with the Regulation 44 (3) of the SEBI (Listing Obligations 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 and voting by poll at the venue of 35<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> August, 2017.

This is for your information and records, please.

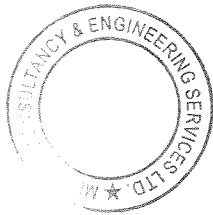
Thanking you,

Yours faithfully,

**For MITCON Consultancy &  
Engineering Services Limited**

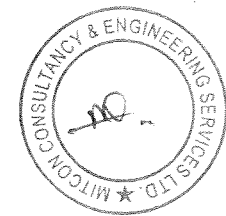
  
**Madhav Oak**  
**Company Secretary**

**Encl: A/a**



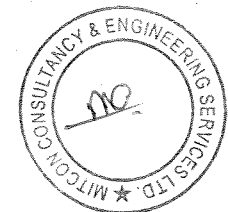
VOTING RESULTS OF ANNUAL GENERAL MEETING HELD ON 23<sup>rd</sup> AUGUST, 2017

<b>Date of AGM</b>	<b>23<sup>rd</sup> August, 2017</b>
<b>Total number of shareholders on record date</b>	<b>261</b>
<b>Number of shareholders present in the meeting either in person or through proxy</b>	<b>Promoters and Promoter Group: Not Applicable Public: 7</b>
<b>Number of shareholders attended the meeting through Video Conferencing</b>	<b>Not Applicable</b>



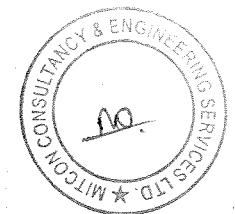
**Item No. 1: To receive, consider and adopt the Audited Standalone and Consolidated Balance Sheet as at March 31, 2017, Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon:**

Resolution Required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Not Applicable				
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 of the votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public-Institutions</b>	E-voting	65,10,000	0	0	0	0	0	0
	Poll		10,00,000	15.36	10,00,000	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>65,10,000</b>	<b>10,00,000</b>	<b>15.66</b>	<b>10,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Non Institutions</b>	E-voting	55,90,000	7,20,000	12.88	7,20,000	0	100	0
	Poll		2,000	0.04	2,000	0	100	0.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>55,90,000</b>	<b>7,22,000</b>	<b>12.91</b>	<b>7,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>1,21,00,000</b>	<b>17,22,000</b>	<b>14.23</b>	<b>17,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>



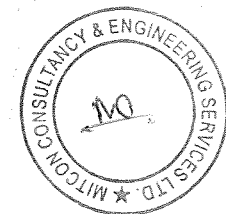
**Item No. 2: To declare a final dividend on equity shares for the financial year ended on 31<sup>st</sup> March, 2017:**

Resolution Required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Not Applicable				
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 of the votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public-Institutions</b>	E-voting	65,10,000	0	0	0	0	0	0
	Poll		10,00,000	15.36	10,00,000	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>65,10,000</b>	<b>10,00,000</b>	<b>15.36</b>	<b>10,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Non Institutions</b>	E-voting	55,90,000	7,20,000	12.88	7,20,000	0	100	0
	Poll		2,000	0.04	2,000	0	100	0.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>55,90,000</b>	<b>7,22,000</b>	<b>12.91</b>	<b>7,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>1,21,00,000</b>	<b>17,22,000</b>	<b>14.23</b>	<b>17,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>



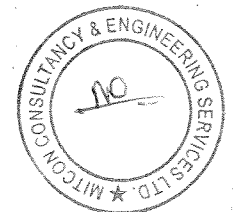
**Item No. 3: To appoint a Director in place of Mr. Chiman Deshmukh (DIN: 07131406), who retires by rotation and being eligible, offers himself for reappointment:**

Resolution Required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Not Applicable				
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 of the votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public-Institutions</b>	E-voting	65,10,000	0	0	0	0	0	0
	Poll		10,00,000	15.36	10,00,000	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>65,10,000</b>	<b>10,00,000</b>	<b>15.36</b>	<b>10,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Non Institutions</b>	E-voting	55,90,000	7,20,000	12.88	7,20,000	0	100	0
	Poll		2,000	0.04	2,000	0	100	0.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>55,90,000</b>	<b>7,22,000</b>	<b>12.91</b>	<b>7,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>1,21,00,000</b>	<b>17,22,000</b>	<b>14.23</b>	<b>17,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>



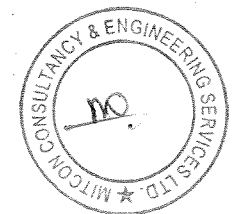
**Item No. 4: To ratify appointment of Statutory Auditors for the Financial Year 2017-18.**

Resolution Required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Not Applicable				
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 of the votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public-Institutions</b>	E-voting	65,10,000	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>65,10,000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Public-Non Institutions</b>	E-voting	55,90,000	7,20,000	12.88	7,20,000	0	100	0
	Poll		2,000	0.04	2,000	0	100	0.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>55,90,000</b>	<b>7,22,000</b>	<b>12.91</b>	<b>7,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>	<b>1,21,00,000</b>	<b>7,22,000</b>	<b>5.97</b>	<b>7,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>	



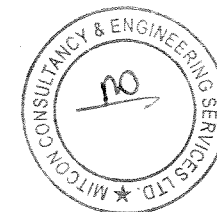
**Item No. 5: To consider fixation of the remuneration of Managing Director in case of inadequacy of profits or no profits:**

Resolution Required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Not Applicable				
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 of the votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public-Institutions</b>	E-voting	65,10,000	0	0	0	0	0	0
	Poll		10,00,000	15.36	10,00,000	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>65,10,000</b>	<b>10,00,000</b>	<b>15.36</b>	<b>10,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Non Institutions</b>	E-voting	55,90,000	1,60,000	2.86	1,60,000	0	100	0
	Poll		2,000	0.04	2,000	0	100	0.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>55,90,000</b>	<b>1,62,000</b>	<b>2.90</b>	<b>1,62,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>1,21,00,000</b>	<b>11,62,000</b>	<b>9.60</b>	<b>11,62,000</b>	<b>0</b>	<b>100</b>	<b>0</b>



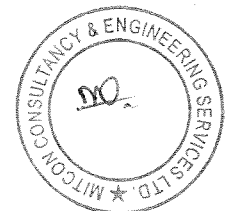
Item No. 6: To consider and approve giving loans/ guarantees or providing securities and/ or making investment:

Resolution Required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Not Applicable				
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 of the votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public-Institutions</b>	E-voting	65,10,000	0	0	0	0	0	0
	Poll		10,00,000	15.36	10,00,000	0	100	0
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>65,10,000</b>	<b>10,00,000</b>	<b>15.36</b>	<b>10,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Non Institutions</b>	E-voting	55,90,000	7,20,000	12.88	7,20,000	0	100	0
	Poll		2,000	0.04	2,000	0	100	0.
	Postal Ballot (if applicable)		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>55,90,000</b>	<b>7,22,000</b>	<b>12.91</b>	<b>7,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>TOTAL</b>		<b>1,21,00,000</b>	<b>17,22,000</b>	<b>14.23</b>	<b>17,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>



Item No. 7: To consider creation of charges/ Mortgages on the movable and immovable properties of the Company, both present and future, in respect of the borrowings:

Resolution Required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Not Applicable				
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 of the votes polled	% of votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Poll	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot (if applicable)	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>
<b>Public-Institutions</b>	E-voting	65,10,000	0	0	0	0	0	0
	Poll	65,10,000	10,00,000	15.36	10,00,000	0	100	0
	Postal Ballot (if applicable)	65,10,000	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>65,10,000</b>	<b>10,00,000</b>	<b>15.36</b>	<b>10,00,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Public-Non Institutions</b>	E-voting	55,90,000	7,20,000	12.88	7,20,000	0	100	0
	Poll	55,90,000	2,000	0.04	2,000	0	100	0.
	Postal Ballot (if applicable)	55,90,000	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	<b>Total</b>	<b>55,90,000</b>	<b>7,22,000</b>	<b>12.91</b>	<b>7,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>
	<b>TOTAL</b>	<b>1,21,00,000</b>	<b>17,22,000</b>	<b>14.23</b>	<b>17,22,000</b>	<b>0</b>	<b>100</b>	<b>0</b>



To  
The Chairman,  
Mitcon Consultancy & Engineering Services Limited,  
Kubera Chambers, Shivajinagar,  
Pune – 411 005

**Sub: Results of E-voting and voting by Poll**

Dear Sir,

I undersigned, Sridhar Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Mitcon Consultancy & Engineering Services Limited (“the Company”) for scrutinizing the e-voting process (during August 20, 2017 to August 22, 2017) and voting by poll (at 35<sup>th</sup> Annual General Meeting (AGM) held on August 23, 2017) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered into by the Company with the Stock exchanges on which the shares of the Company are listed on the resolutions proposed in the Notice of the 35<sup>th</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process through electronic means and by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer’s report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL) and report on poll at the meeting.:

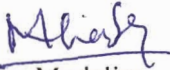
I hereby enclose below reports relating to the voting on the resolutions proposed at the 35<sup>th</sup> Annual General Meeting of the Company held on August 23, 2017:

- a) Report on E-voting;
- b) Report on Poll; and
- c) Combined report of e-voting and Poll

I hereby declare that all the 7 (Seven) resolutions as per the aforesaid Notice of the Annual General Meeting of the Company have been passed unanimously.

Thanking you,  
Yours faithfully,

For **SVD & Associates**

  
Sridhar Mudaliar



Practicing Company Secretary

FCS. No. 6156

C. P. No. 2664

Place: Pune

Date: August 23, 2017

35TH ANNUAL GENERAL MEETING OF MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED (CIN L74140PN1982PLC026933) HELD ON AUGUST 23, 2017								
COMBINED REPORT								
Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	<b>Ordinary Resolution:</b> To receive, consider and adopt the Audited Standalone and Consolidated Balance sheet for the year ended on March 31, 2017, Statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and the Auditors thereon.	720000	0	1002000	0	1722000	0	Resolution passed unanimously
2	<b>Ordinary Resolution:</b> To declare a final dividend on equity shares for the financial year ended on March 31, 2017.	720000	0	1002000	0	1722000	0	Resolution passed unanimously
3	<b>Ordinary Resolution:</b> To appoint a Director in place of Mr. Chiman Deshmukh (DIN: 07131406), who retires by rotation and, being eligible, offers himself for re-appointment	720000	0	1002000	0	1722000	0	Resolution passed unanimously
4	<b>Ordinary Resolution:</b> To ratify appointment of Statutory Auditors for the Financial year 2017-18	720000	0	2000	0	722000	0	Resolution passed unanimously
5	<b>Special Resolution:</b> To consider fixation of remuneration of Managing Director in case of inadequacy of profits or no profits.	160000	0	1002000	0	1162000	0	Resolution passed unanimously
6	<b>Special Resolution:</b> To consider and approve giving loans/ guarantees or providing securities and/ or making investments.	720000	0	1002000	0	1722000	0	Resolution passed unanimously
7	<b>Special Resolution:</b> To consider creation of charges/ Mortgages on the movable and immovable properties of the Company, both present and future, in respect of the borrowings.	720000	0	1002000	0	1722000	0	Resolution passed unanimously

Date: August 23, 2017  
Place: Pune

*M. S. S.*

