

MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED

Registered Office : 1st Floor, Kubera Chambers, Shivajinagar, Pune - 411 005. Maharashtra (India)

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E-mail : cs@mitconindia.com CIN : L74140PN1982PLC026933

Website : www.mitconindia.com

33RD ANNUAL GENERAL MEETING

NOTICE

NOTICE is hereby given that the Thirty-Third Annual General Meeting of the Members of **MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED** will be held on **Wednesday, 26th August, 2015 at MITCON Institute of Management (MIMA), Balewadi, Pune - 411 045 at 11.30 a.m.** to transact the following business:

A. Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015, Statement of Profit & Loss for the year ended on that date 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, 2015.
3. To appoint a Director in place of Mr. Ananta P. Sarma (holding DIN 00624900), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. S. Thiruvadi (holding DIN 03431263), who retires by rotation and being eligible, offers himself for re-appointment.
5. To ratify appointment of Statutory Auditors for the Financial Year 2015-16:

To consider and, if thought fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any of the Companies Act, 2013 and the Rules made thereunder as amended from time to time, and pursuant to the recommendations of the Audit Committee of the Board of Directors, the members be and are hereby ratifies the appointment of M/s Joshi & Sahney, Chartered Accountants, Pune (Firm Registration No. 104359W), as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company for the Financial Year ending on 31st March, 2016 on a remuneration as may be decided by the Board of Directors of the Company.”

B. Special Business:

6. Appointment of Mr. Chiman Deshmukh as a Director, liable to retire by rotation

To consider and if though fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149 of the Companies Act, 2013 and the Rules made thereunder and the Articles of Association of the Company, Mr. Chiman Deshmukh (holding DIN 07131406), who was appointed as an Additional Director of the Company by the Board of Directors with effect from March 26, 2015 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing alongwith requisite deposit from a member under the provisions of Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

7. Appointment of Mr. Aniruddha Joshi as an Independent Director

To consider and if though fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Aniruddha Joshi (holding DIN00122117), who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 5, 2015 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing alongwith requisite deposit from a member under the provisions of Section 160 of the Companies Act, 2013, proposing his candidature for the office of a Director, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for Five years for a term up to February 4, 2020.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Aniruddha Joshi be paid such fees and remuneration

as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time”.

8. Appointment of Mrs. Archana Lakhe as an Independent Woman Director

To consider and if though fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mrs. Archana Lakhe (holding DIN 07079209), who was appointed as an Additional Director of the Company by the Board of Directors with effect from February 5, 2015 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing alongwith requisite deposit from a member under the provisions of Section 160 of the Companies Act, 2013, proposing her candidature for the office of a Director, be and is hereby appointed as Non-Executive Independent Woman Director of the Company to hold office for Five years for a term up to February 4, 2020.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mrs. Archana Lakhe be paid such fees and remuneration as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time”.

9. Appointment of Mr. Jagannath Dange as an Independent Director

To consider and if though fit, to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Jagannath Dange (holding DIN 01569430), who was appointed as an Additional Director of the Company by the Board of Directors with effect from March 26, 2015 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a notice in writing alongwith requisite deposit from a member under the provisions of Section 160 of the Companies Act, 2013,

proposing his candidature for the office of a Director, be and is hereby appointed as Non-Executive Independent Director of the Company to hold office for Five years for a term up to March 25, 2020.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Jagannath Dange be paid such fees and remuneration as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time”.

**By Order of the Board of
Directors,**

Sd/-

**Madhav Oak
Company Secretary**

**Place: Pune
Date :27th May, 2015**

Notes:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF BANKS, FINANCIAL INSTITUTIONS, LIMITED COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE.**
2. The Explanatory Statement under Section 102(1) of the Companies Act, 2013 is annexed herewith and forms part of the notice. The relevant details as required under clause 52 of the Listing Agreements entered into with the Stock Exchanges, of persons seeking appointment/re-appointment as Directors under Item No. 3, 4 and Item Nos. 6 to 9 of the Notice, are also annexed.
3. The Dividend will be paid to those shareholders, whose names appear on the Register of Members as on 26th August, 2015.
4. The Register of Members and Share Transfer Books will remain closed from Wednesday, 19th August, 2015 till Wednesday, 26th August, 2015 (both days inclusive) for the purpose of payment of the final dividend for the financial year ended 31st March, 2015 and the AGM.
5. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared at the meeting, will be paid within a period of 30 days from the date of declaration, to those members whose names appear on the Register of Members as on 26th August, 2015.
6. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime India Private Limited (Link Intime) to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Link Intime.
7. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Link Intime for assistance in this regard.
8. Members holding shares in physical form in identical order of names in more than one folio are requested to send to the Company or Link Intime, the details of such folio's together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be returned to such Members after making requisite changes thereon.

9. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
10. The Notice of the AGM along with the Annual Report 2014-15 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
11. To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Link Intime/ Depositories.
12. Members seeking any information with regard to the Accounts, are requested to write to the Company at least seven days prior to the date of the meeting, so as to enable the Management to keep the information ready at the meeting.

Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 33rd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 23rd August, 2015 (9:00 a.m.) and ends on 25th August, 2015 (5:00 p.m.). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 19th August, 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/

- PIN for remote e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder - Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select “EVEN” of “MITCON Consultancy & Engineering Services Limited”.
 - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to “sridharmudliar@yahoo.com” with a copy marked to “evoting@nsdl.co.in”
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- (i) Initial password is provided as below separately along with notice of AGM:

EVEN (Remote e-voting Event Number)	USER ID	PASSWORD/PIN
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 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity

share capital of the Company as on the cut-off date of 19th August, 2015.

- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 19th August, 2015, may obtain the login ID and password by sending a request at “evoting@nsdl.co.in” or Company/RTA.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. Sridhar Mudaliar of SVD & Associates, Company Secretaries, (Membership No. FCS: 6156) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company viz www.mitconindia.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the National Stock Exchange of India Limited, Mumbai.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013.

Item No. 6:

Mr. Chiman Deshmukh (DIN 07131406) was appointed as an Additional Director with effect from 26th March, 2015 pursuant to the provisions of Section 161 of the Companies Act, 2013. Mr. Deshmukh (DIN 07131406) will hold the office of a Director up to the date of the ensuing Annual General Meeting. The Company has received a notice in writing alongwith requisite deposit from a Member under Section 160 of the Companies Act, 1956, proposing the candidature of Mr. Chiman Deshmukh (DIN 07131406), as Director of the Company.

The Board feels that presence of Mr. Chiman Deshmukh (DIN 07131406) on the Board is desirable and would be beneficial in the interest of the Company and hence recommend resolution No. 6 for adoption.

No Director, Key Managerial Personnel or their relatives, except Mr. Chiman Deshmukh (DIN 07131406), to whom the resolution relates, is interested or concerned, financially or otherwise in the resolution.

Item No.7

The Company is required to appoint at least three Independent Directors on Board of the Company, pursuant to the provisions of Section 149(4) of the Companies Act, 2013.

In compliance of the above, the Board of Directors appointed Mr. Aniruddha Joshi (DIN-00122117) as an Independent Director on the Board. The Board confirmed appointment of Mr. Aniruddha Joshi (DIN-00122117) as an Additional Director w.e.f. 5th February, 2015 pursuant to Section 161 of the Companies Act, 2013.

Pursuant of Section 161 of the Companies Act, 2013, Mr. Aniruddha Joshi (DIN-00122117) will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with the requisite deposit proposing his Candidature for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mr. Aniruddha Joshi (DIN-00122117), the Non-Executive Independent Director proposed to be appointed, fulfills the conditions specified in the Act and the Rules made thereunder. A copy of the draft letter for the appointment of Mr. Aniruddha Joshi (DIN-00122117) as a Non-Executive Independent Director setting out the terms and conditions is available for inspection without any fee for the members at the Company's registered office during normal business hours on working days up to 26th August, 2015 .

The resolution seeks the approval of members for the appointment of Mr. Aniruddha Joshi (DIN-00122117) as a Non-Executive Independent Director of the Company for the period

of five years from February 5, 2015 to February 4, 2020 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He is not liable to retire by rotation.

No Director, Key Managerial Personnel or their relatives, except Mr. Aniruddha Joshi (DIN-00122117), to whom the resolution relates, is interested or concerned, financially or otherwise in the resolution.

The Board recommends the resolution set forth in Item No. 7 of the accompanying Notice for approval of the members.

Item No. 8

Pursuant to the provision of Section 149(1) of the Companies Act, 2013, the Company is required to appoint Woman Director on its Board. The Company is also required to appoint at least three Independent Directors on Board of the Company, pursuant to the provisions of Section 149(4) of the Companies Act, 2013.

In compliance of the above, the Board of Directors appointed Mrs. Archana Lakhe (DIN-07079209) as an Independent Woman Director on the Board. The Board confirmed appointment of Mrs. Archana Lakhe (DIN-07079209) as an Additional Director w.e.f. 5th February, 2015 pursuant to Section 161 of the Companies Act, 2013.

Pursuant of Section 161 of the Companies Act, 2013, Mrs. Archana Lakhe (DIN-07079209) will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with the requisite deposit proposing her Candidature for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mrs. Archana Lakhe (DIN-07079209), the Non-Executive Independent Woman Director proposed to be appointed, fulfills the conditions specified in the Act and the Rules made thereunder. A copy of the draft letter for the appointment of Mrs. Archana Lakhe (DIN-07079209) as a Non-Executive Independent Director setting out the terms and conditions is available for inspection without any fee for the members at the Company's registered office during normal business hours on working days up to 26th August, 2015.

The resolution seeks the approval of members for the appointment of Mrs. Archana Lakhe (DIN-07079209) as a Non-Executive Independent Woman Director of the Company for the period of five years from February 5, 2015 to February 4, 2020 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. She is not liable to retire by rotation.

No Director, Key Managerial Personnel or their relatives, except Mrs. Archana Lakhe (DIN-07079209), to whom the resolution relates, is interested or concerned, financially or otherwise in the resolution.

The Board recommends the resolution set forth in Item No. 8 of the accompanying Notice for approval of the members.

Item No. 9

The Company is required to appoint at least three Independent Directors on Board of the Company, pursuant to the provisions of Section 149(4) of the Companies Act, 2013.

In compliance of the above, the Board of Directors appointed Mr. Jagannath Dange (DIN-01569430) as an Independent Director on the Board. The Board confirmed appointment of Mr. Jagannath Dange (DIN-01569430) as an Additional Director w.e.f. 26th March, 2015 pursuant to Section 161 of the Companies Act, 2013.

Pursuant of Section 161 of the Companies Act, 2013, Mr. Jagannath Dange (DIN-01569430) will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a member along with the requisite deposit proposing his Candidature for the office of Independent Director, to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

In the opinion of the Board of Directors, Mr. Jagannath Dange (DIN-01569430), the Non-Executive Independent Director proposed to be appointed, fulfills the conditions specified in the Act and the Rules made thereunder. A copy of the draft letter for the appointment of Mr. Jagannath Dange (DIN-01569430) as a Non-Executive Independent Director setting out the terms and conditions is available for inspection without any fee for the members at the Company's registered office during normal business hours on working days up to 26th August, 2015.

The resolution seeks the approval of members for the appointment of Mr. Jagannath Dange (DIN-01569430) as a Non-Executive Independent Director of the Company for the period of five years from March 26, 2015 to March 25, 2020 pursuant to Section 149 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder. He is not liable to retire by rotation.

No Director, Key Managerial Personnel or their relatives, except Mr. Jagannath Dange (DIN-01569430), to whom the resolution relates, is interested or concerned, financially or otherwise in the resolution.

The Board recommends the resolution set forth in Item No. 9 of the accompanying Notice for approval of the members.

**By Order of the Board of
Directors,**

**Sd/-
Madhav Oak
Company Secretary**

**Place: Pune
Date :27th May, 2015**

PROFILE OF DIRECTORS BEING APPOINTED / RE-APPOINTED

As required by Clause 52 of the Listing Agreement, the particulars of Directors who are proposed to be appointed/re-appointed are given below:

Name	:	Mr. Ananta P. Sarma
Age	:	55 years
Qualifications	:	B. Tech. (Mechanical Engineering), Certified Associate of the Indian Institute of Banking and Finance (CAIIB)
Experience	:	He is having over 31 years of experience in banking and industry. He started his career with Tata Motors Limited in 1982. He joined IDBI Bank Limited in 1988 and was part of it's Venture Capital, Technology upgradation and Energy Conservation team for 10 years and later in the Corporate Advisory and Merchant Banking team. He was also Executive Vice President and Head of Investment Banking at IDBI Capital Market Services Limited. He has led SIDBI Venture Capital Ltd's efforts to obtain financial closure of India Opportunities Fund targeting investment in Micro Small and Medium Enterprises and establishment the Samridhi Fund targeting investment in socially relevant ventures in the underserved states of India. He has also enabled exits of the funds from several investments.
Other Directorships	:	<ul style="list-style-type: none"> i) SIDBI Venture Capital Limited ii) SIDBI Trustee Company Limited iii) KRAFTPOWERCON SWEDEN AB
Membership of Committees	:	Nil
Mr. Ananta Sarma does not hold any shares in the Company.		

Name	:	Mr. S. Thiruvadi
Age	:	59 years
Qualifications	:	B.E., MBA (Banking & Finance), Certified Associate of Indian Institute of Bankers
Experience	:	He brings with him an experience of over 35 years in banking with exposure in Corporate Credit, Project Finance, Loan Syndication, SME Portfolio, Export/ Import Credit, General Banking and VC/PE Industry.
Other Directorships	:	i) Canbank Venture Capital Fund Limited, Managing Director ii) GNRC Limited iii) Vinyas Innovative Technologies Pvt. Ltd. iv) Ravi Technoforge Private Limited v) Colour Roof (India) Limited vi) Scotts Garments Limited vii) Ashapura Garments Limited viii) Gayatrishakti Paper & Boards Limited ix) Anand Teknow Aids Engineering (India) Ltd. x) ESDS Software Solutions Pvt. Ltd. xi) Shera Energy Pvt. Ltd. xii) Shera Metal Pvt. Ltd. xiii) Nichepro Technologis Pvt. Ltd.
Membership of Committees	:	Nil
Mr. S. Thiruvadi does not hold any shares in the Company.		

Name	:	Mr. Chiman Deshmukh
Age	:	45 years
Qualifications	:	B.E., MBA
Experience	:	He is an engineering graduate with additional qualification of MBA. He is having vast experience of more than 20 years in initiating and handling various assignments, ventures as well as responsibilities in SICOM Limited. He was instrumental in forming the SICOM Venture Capital Fund, SICOM Realty Ltd. subsidiaries of SICOM Limited and also has rich experience with these ventures. He provides a strong blend of operational and financial control skills.
Other Directorships	:	Nil
Membership of Committees	:	Nil
Mr. Chiman Deshmukh does not hold any shares in the Company.		

Name	:	Mr. Aniruddha Joshi
Age	:	44 years
Qualifications	:	B. Chem. Engg. UDCT, University of Bombay, M.S. (Chemical Engineering), Florida State University, USA
Experience	:	He has done B. Chem. Engg. from UDCT, Mumbai in 1992 and M.S. from Florida State University in 1994. He is one of the promoters and Director of Trans Tech Projects Pvt Ltd., a global engineering & automation solutions provider company which is in operation for past 16 years. He is also promoter and partner of VASP Solutions LLP, an Information Technology Solutions provider company in the areas of mobile and web technologies and in operation for past 3 years. He is having vast experience in business development, business administration and project execution.
Other Directorships	:	Transtech Projects Private Limited
Membership of Committees	:	Nil
Mr. Aniruddha Joshi does not hold any shares in the Company.		

Name	:	Mrs. Archana Lakhe
Age	:	51 years
Qualifications	:	M. Com and F.C.S.
Experience	:	She is a Practising Company Secretary by profession. She is having more than 18 years of experience in Corporate Laws, FEMA compliances, Legal drafting and Secretarial Audit. She is also working with several banks as a consultant for their secretarial matters. She is running a firm in Pune which provides services to more than 100 clients.
Other Directorships:		Nil
Membership of Committees	:	Nil
Mrs. Archana Lakhe does not hold any shares in the Company.		

Name	:	Mr.Jagannath P. Dange
Age	:	64 years
Qualifications	:	M.Sc., M.B.A., L.L.B.
Experience	:	He is an graduate in Commerce and Law and he did post-graduation in Business Administration and Development Administration from Nagpur University, Pune University and Bath University from United Kingdom (U. K.). He started his career as Civil Servant in Indian Administrative Service in 1973 in Maharashtra Cadre. He has been serving continuously for the last more than 40 years in different positions including Districts, Government of Maharashtra and Government of India and gained hands on experience for the management of Government Organisations, Public Sector Undertakings as well as NGO's. He worked in various positions right from as Sub-Divisional Magistrate to Chief Secretary of the Government of Maharashtra. This has enabled him to acquire appropriate skills in coordinating with Governments and multiple agencies at the Districts, States and Central Government Level.
Other Directorships:		i) Moil Limited ii) Lloyds Metals and Energy Limited iii) Gujarat Foils Limited
Membership of Committees	:	
Name of the Company		Member of Committee
Moil Limited		i) Stakeholders Relationship Committee ii) Nomination and Remuneration Committee
Lloyds Metals and Energy Limited		i) Risk Management Committee
Mr. Jagannath Dange does not hold any shares in the Company.		

ATTENDANCE SLIP

(To be presented at the entrance)

I/We hereby record my/our presence at **Thirty-Third Annual General Meeting** of the Company held on, Wednesday, 26th August, 2015, at MITCON Institute of Management, Balewadi, Pune-411 045 at 11.30 a.m.

Name	
Ledger Folio No.	
DP ID	
Client ID	
No. of Shares	
Signature	

Note: Only shareholders / proxies/ authorized representative are allowed to attend the meeting.

Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L74140PN1982PLC026933

Name of the Company: MITCON Consultancy & Engineering Services Limited

Registered Office: First Floor, Kubera Chambers, Shivajinagar, Pune-411005

Name of the member(s) : _____
Registered Address : _____
E-mail id: _____
Folio No./Client ID: _____
DP ID: _____

I/We, _____
_____ of _____ being a member(s) of **MITCON CONSULTANCY & ENGINEERING SERVICES LIMITED** hereby appoint

1. Name: _____
Address: _____
E-mail Id: _____
Signature _____, or
failing him

2. Name: _____
Address: _____
E-mail Id: _____
Signature _____, or
failing him

3. Name: _____
Address: _____
E-mail Id: _____
Signature _____, or
failing him

as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held on Wednesday, 26th August, 2015 at MITCON Institute of Management, Balewadi, Pune-411045 at 11.30 a.m. and/or at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution no. 1	
Resolution no. 2	
Resolution no. 3	
Resolution no. 4	
Resolution no. 5	
Resolution no. 6	
Resolution no. 7	
Resolution no. 8	
Resolution no. 9	

Signed this _____ day of _____, 2015.

Affix a

Signature of Shareholder

Revenue stamp -----

Signature of Proxy Holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.