

Mindteck (India) Limited

(CIN: L30007KA1991PLC039702) AMR Tech Park, Block 1, 3rd Floor #664, 23/24, Hosur Road, Bommanahalli Bengaluru - 560068. India

Tel: +91 80 4154 8000/4154 8300

Fax: +91 80 4112 5813

www.mindteck.com

Ref: MT/SSA/2019-20/14

August 14, 2019

To,	To,
BSE Limited	National Stock Exchange of India Limited
Phiroze Jeejeebhoy Towers	Exchange Plaza, C-1, Block G,
Dalal Street	Bandra Kurla Complex,
Mumbai- 400001	Bandra (E)
	Mumbai – 400 051

Dear Sir,

Sub: Summary of Proceedings of the 28th Annual General Meeting, Scrutinizer's Report and Voting Results.

With reference to the above-mentioned subject, please be informed that our Company held the 28th Annual General Meeting of its Members on Wednesday, August 14, 2019 at 12 Noon in Hotel Paraag, #3, Rajbhavan Road, Bengaluru-560001.

All the items of the business as mentioned in the Notice convening the said AGM have been transacted and all the resolutions have been passed by the shareholders with requisite majority by way of remote e-voting, ballot voting and Poll. The summary of proceedings of 28th AGM of the Company as per Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached as **Annexure 1**.

A Consolidated Scrutinizer's Report for the remote e-voting and ballot/Poll voting at the AGM is enclosed as **Annexure 2.** The said Report is also uploaded on the website of the Company at www.mindteck.com and on the website of CDSL at www.evotingindia.com.

As per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the copy of Voting Results is enclosed as **Annexure 3**.

You are requested to take the above disclosure on record.

Thanking You,

Yours faithfully,

For Mindteck (India) Limited

Shivarama Adiga S.

VP-Legal and Company Secretary

UNITED STATES INDIA SINGAPORE MALAYSIA BAHRAIN UNITED KINGDOM



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Annexure 1

SUMMARY OF PROCEEDINGS OF THE 28TH ANNUAL GENERAL MEETING

The 28th Annual General Meeting ('AGM') of the Members of Mindteck (India) Limited ('the Company') was held on Wednesday, August 14, 2019 from 12 Noon to 01.00 PM at Hotel Paraag, #3, Rajbhavan Road, Bengaluru-560001.

Mr. Yusuf Lanewala, Chairman of the Company chaired the meeting. He introduced other Directors present on the dais to the Members. The requisite quorum being present, the Chairman called the meeting to order. All the Directors of the Company have attended the meeting except Meenaz Dhanani. The Chairman delivered his speech. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end of the meeting. It was further informed that there would not be any voting by show of hands.

The following items of business, as per the Notice of the 28th AGM were transacted at the meeting:

As Ordinary Business:

- 1. Item No. 1: To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2019 together with Board's Report and Auditor's Report thereon.
- 2. Item No. 2: To declare dividend of Re. 1/- Per Equity Share for the financial year ended March 31, 2019.
- **3.** Item No. 3: To re-appoint Mr. Meenaz Dhanani, who retires by rotation and being eligible, offers himself for re-appointment.

As Special Business:

4. Item No. 4: To re-appoint Mr. Jagdish Malkani as an Independent Director of the Company.

Clarifications were provided to the gueries raised by the members.

The Board of Directors had appointed Mr. Gopalakrishnaraj H.H., Practicing Company Secretary as the Scrutinizer to supervise the e-voting and Ballot/Poll voting process. The Chairman authorized the Company Secretary to declare the results of voting.

The Scrutinizer's Report was received and accordingly all the resolutions as set out in the Notice were declared as passed with requisite majority.

UNITED STATES INDIA SINGAPORE MALAYSIA BAHRAIN UNITED KINGDOM

Gopalakrishnaraj H H & Associates

Company Secretaries

No. 369, 16th Main, 35th A Cross, 4th T Block, Jayanagar, Bengaluru – 560 041 Tel : +91(080) 4971 2653; email : gopal@gkrcs.in

FORM No. MGT-13 Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

The Chairman
Mindteck (India) Limited
CIN: L30007KA1991PLC039702
A.M.R. Tech Park, Block 1, 3rd Floor, No. 664, 23/24, Hosur Main Road
Bommanahalli, Bengaluru- 560068

Dear Sir,

Subject: Twenty-Eighth Annual General Meeting of the Equity Shareholders of Mindteck (India) Limited held on Wednesday, 14th August 2019 at 12.00 Noon at Hotel Parag, No. 3, Rajbhavan Road, Bengaluru - 560001

I, Gopalakrishnaraj H. H., Company Secretary at No.369, 16th Main, 35th A cross, 4th T Block, Jayanagar, Bengaluru – 560 041, appointed as Scrutinizer for the purpose of the e-voting and poll taken on the below mentioned resolution(s), at the Twenty Eighth Annual General Meeting of the Equity Shareholders of - Mindteck (India) Limited, held on Wednesday, 14th August 2019 at 12.00 Noon at Hotel Parag, No. 3, Rajbhavan Road, Bengaluru - 560001, and submit my report as under:

- After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my
 presence with due identification marks placed by me.
- The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The results of the Poll are as under:

Item No. 1 Adoption of Financial statements Type of resolution: Ordinary

i) Voted in favour of the resolution:

Particulars	In Person	By Proxy	E-Voting	Total
Number of members present and voting	38	0	5	43
Numbers of votes cast by them	1,73,07,346	0	8,471	1,73,15,817
% of total number of valid votes cast				99.99996

ii) Voted against the resolution:

Particulars	In Person	By Proxy	E-Voting	Total
Number of members present and voting	0	0	4	4
Numbers of votes cast by them	0	0	7	7
% of total number of valid votes cast				0.00004

iii) Invalid votes:

Particulars	In Person	By Proxy	Abstained	Total
Number of members	1	0	0	1
Numbers of votes cast	125	0	0	125

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Item No.2

Declaration of dividend Type of resolution: Ordinary

i) Voted in favour of the resolution:

Particulars				
Number of members present and voting	In Person	By Proxy	E-Voting	Total
redifficers of votes cast by them		0	7	45
% of total number of valid votes cast	1,73,07,346	0	8,474	1,73,15,820
Total Votes Cast				99.99998

ii) Voted against the resolution:

Particulars				
Number of members present and voting	In Person	By Proxy	E-Voting	Total
Numbers of votes cast by them	0	0	2	10(a)
% of total number of valid votes cast	0	0	4	2
votes cast			-	2 22222
				0.00002

iii) Invalid votes:

Particulars				
Number of members	In Person	By Proxy	Abstained	Total
Numbers of votes cast	1	0	0	Total
Control votes cast	125	0	0	125
				125

Item No.3

Re – appointment of Mr. Meenaz Dhanani who retires by rotation Type of resolution: Ordinary

i) Voted in favour of the resolution:

Particulars				
	In Person	By Proxy	E-Voting	Total
Number of members present and voting	38	0	5	
Numbers of votes cast by them	1,73,07,346	0	3	43
% of total number of valid votes cast	2,73,07,340	U	8,471	1,73,15,817
The state of valid votes cast				99.99996

ii) Voted against the resolution:

Particulars				
	In Person	By Proxy	E-Voting	Total
Number of members present and voting	0	0	L voting	Total
Numbers of votes cast by them	- 0	0	4	4
	0	0	7	7
% of total number of valid votes cast				/
				0.00004

iii) Invalid votes:

Particulars	In Person	By Proxy	Abstained	Total
Number of members	1	0	0	10131
Numbers of votes cast	125	0	0	125

FCS Vestal Any Secretary

Special Business

Re – appointment of Mr. Jagadish Dayal Malkani as an Independent Director.

Type of resolution: Special

i) Voted in favour of the resolution:

i) Voted in favour of the reserve	Propry E-Voting	Total
	In Person By Proxy E-Voting	42
Particulars	38 0 7	1,73,15,816
Number of members present and voting	1,73,07,346 0 8,470	99.99995
Numbers of votes cast by them	1,73,07,5 15	99.5555
% of total number of valid votes cast		

Voted against the resolution: ii)

ii) Voted against the resolution			E Mating	Total
=	In Person	By Proxy	E-Voting	5
Particulars	0	0	5	
Number of members present and voting	- 0	0	8	8
Numbers of votes cast by them	0			0.00005
% of total number of valid votes cast	The second second			
76 OI total Hamber				

Invalid votes:

III) III Valla Vatati				Total
	In Person	By Proxy	Abstained	1000
Particulars	1	0	0	1
Number of members	105	0	0	125
Numbers of votes cast	125	0 1	-	
Numbers of votes case				

- 5. A Compact Disc (CD) containing the list of Equity Share Holders who voted "For" and "Against" for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to Mr. S Shivarama Adiga, VP Legal and Company Secretary, authorized by the Board for safe keeping

Thanking you,

For Gopalakrishnaraj H H & Associates

Company Secretaries

Proprietor

CP 4152; FCS 5654

Place: Bengaluru Date: 14/08/2019

Witness:

Santash K. Gamare.

Kishna K. Gamac. Allol Gisnaz VIew Co. OP. Sold.

accupation - Service.

Ranya Rao No. 369, 16th Main Hth T Block, Tayanagar Bangaloze - Al Occupation - Service.

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General information about company							
Scrip code	517344						
NSE Symbol	MINDTECK						
MSEI Symbol	NOT LISTED						
ISIN	INE110B01017						
Name of the company	MINDTECK (INDIA) LIMITED						
Type of meeting	AGM						
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-08-2019						
Start time of the meeting	12:00 PM						
End time of the meeting	01:00 PM						

Scrutinizer Details						
Name of the Scrutinizer	GOPALAKRISHNARAJ H H					
Firms Name	GOPALAKRISHNARAJ H H & ASSOCIATES					
Qualification	CS					
Membership Number	5654					
Date of Board Meeting in which appointed	28-05-2019					
Date of Issuance of Report to the company	14-08-2019					

Voting results						
Record date	07-08-2019					
Total number of shareholders on record date	10904					
No. of shareholders present in the meeting either in person or through proxy						
a) Promoters and Promoter group	1					
b) Public	201					
No. of shareholders attended the meeting through video conferencing						
a) Promoters and Promoter group	0					
b) Public	0					
No. of resolution passed in the meeting	4					
Disclosure of notes on voting results						

				Resoluti	on(1)			
Resolution r	equired: (Ord	linary / Spec	cial)	on(1)				
	moter/promo the agenda/re		re	No				
Description	of resolution	considered		To receive, consider a Consolidated Financia 31, 2019, together wit	al Statements of	of the Compa	ny, for the financial y	ear ended March
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 on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Promoter	Poll	16421604	16431604	100	16431604	0	100	0
and Promoter Group	Postal Ballot (if applicable)	16431604	0	0	0	0	0	0
	Total	16431604	16431604	100	16431604	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0
•	Total	0	0	0	0	0	0	0
	E-Voting		8478	0.9588	8471	7	99.9174	0.0826
Public-	Poll	004000	875742	99.0412	875742	0	100	0
Non Institutions	Postal Ballot (if applicable)	884220	0	0	0	0	0	0
	Total	884220	884220	100	884213	7	99.9992	0.0008
	Total	17315824	17315824	100	17315817	7	100	0
	Whether resolution is Pass or Not							
	Disclosure of notes on resolution							

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

				Resolution(2	2)				
Resolution requ	uired: (Ordinary	/ Special)		Ordinary	Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?			No						
Description of	resolution consi	dered		To declare dividend 31, 2019.	of Re. 1/- per	Equity Sha	re for the financial y	rear ended March	
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 on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100	
	E-Voting		0	0	0	0	0	0	
D . 1	Poll		16431604	100	16431604	0	100	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	16431604	0	0	0	0	0	0	
	Total	16431604	16431604	100	16431604	0	100	0	
	E-Voting		0	0	0	0	0	0	
	Poll]_	0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
	E-Voting		8478	0.9588	8474	4	99.9528	0.0472	
	Poll		875742	99.0412	875742	0	100	0	
Public- Non Institutions	Postal Ballot (if applicable)	884220	0	0	0	0	0	0	
	Total	884220	884220	100	884216	4	99.9995	0.0005	
_	Total	17315824	17315824	100	17315820	4	100	0	
				Whether resolution is Pass or Not.			Yes		
				Disclosu	ire of notes or	n resolution			

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

				Resolution(3)			
Resolution requ	uired: (Ordinary	/ Special)		Ordinary				
Whether promote the agenda/reso	oter/promoter grollution?	oup are inter	rested in	No				
Description of	resolution consi	dered		To re-appoint Mr. M offers himself for re-			es by rotation and b	eing eligible,
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 on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
D (1	Poll] 	16431604	100	16431604	0	100	0
Promoter and Promoter Group	Postal Ballot (if applicable)	16431604	0	0	0	0	0	0
	Total	16431604	16431604	100	16431604	0	100	0
	E-Voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		8478	0.9588	8471	7	99.9174	0.0826
	Poll	004220	875742	99.0412	875742	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	884220	0	0	0	0	0	0
	Total	884220	884220	100	884213	7	99.9992	0.0008
	Total	17315824	17315824	100	17315817	7	100	0
				Whether	resolution is l	Pass or Not.	Yes	
				Disclosu	ire of notes o	n resolution		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Insitutions					

				Resolution(4)			
Resolution requ	ired: (Ordinary	/ Special)		Special				
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of	resolution consi	dered		To re-appoint Mr. Ja Company.	gdish Dayal l	Malkani as a	n Independent Direc	ctor of the
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 on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		0	0	0	0	0	0
Duamatan and	Poll	16421604	16431604	100	16431604	0	100	0
Promoter and Promoter Group	Postal Ballot (if applicable)	16431604	0	0	0	0	0	0
	Total	16431604	16431604	100	16431604	0	100	0
	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		8478	0.9588	8470	8	99.9056	0.0944
	Poll	004220	875742	99.0412	875742	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	884220	0	0	0	0	0	0
	Total	884220	884220	100	884212	8	99.9991	0.0009
	Total 17315824 17315824			100	17315816	8	100	0
	Whether resolution is Pass or Not.						Yes	
_				Disclosu	ire of notes or	n resolution		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Insitutions					
Public - Non Insitutions					