



**Mindteck (India) Limited**

(CIN: L30007KA1991PLC039702)

Regd. Office: 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/SG/2025-26/43

**February 01, 2026**

**Scrip Code: 517344**

**Symbol: "Mindteck"**

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

**Subject: Communication to shareholders regarding Postal Ballot Notice - Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We hereby enclose a copy of the Postal Ballot Notice dated January 30, 2026, together with the Explanatory Statement which is sent by email to all the Members today, whose email addresses are registered with the Company/its Registrar and Transfer Agent (RTA)/ Depository Participants whose names appear in the Register of Members as on the cut-off date i.e., January 23, 2026.

The Company has engaged the services of Central Depository Services (India) Limited for providing evoting facility to the Members. The evoting will commence at 9:00 AM (IST) on Monday, February 02, 2026, and shall end at 5:00 PM (IST) on Tuesday, March 03, 2026 (both days inclusive).

The results of the same will be declared on or before Thursday, March 05, 2026.

Request you to take the same on record.

Thanking you,

Yours Truly,

**For Mindteck (India) Limited**

**Sathya Raja G.**

AVP, Legal and Company Secretary

**MINDTECK (INDIA) LIMITED**  
**(CIN: L30007KA1991PLC039702)**  
**Regd. Office: A.M.R. TECH PARK, BLOCK 1, 3<sup>RD</sup> FLOOR, #664, 23/24, HOSUR MAIN ROAD,**  
**BOMMANAHALLI, BENGALURU-560 068**  
**Ph: +91-80-4154 8000, Email ID: [info@mindteck.com](mailto:info@mindteck.com); Website: [www.mindteck.com](http://www.mindteck.com)**

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**POSTAL BALLOT NOTICE**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014]

**TO,**  
**THE MEMBERS OF MINDTECK (INDIA) LIMITED**

**NOTICE IS HEREBY** given pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 and any amendments thereto, read with the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), to seek Members' approval by way of postal ballot only by voting through electronic means (e-voting) in respect of the Resolutions contained as Special Business given hereunder.

In accordance with the MCA Circulars, the Notice of Postal Ballot is being sent in electronic form only. The hard copy of the Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. The Company will send Postal Ballot Notice ("Notice") by email to all its Members who have registered their email addresses with the Company or Depository Participant(s) and the communication of assent/dissent of the Members will only take place through the remote e-voting system.

Members are requested to carefully read the instructions provided in the Notice and record their assent (**FOR**) or dissent (**AGAINST**) only through the remote e-voting process not later than 5:00 p.m. (IST) on March 03, 2026, failing which it will be considered that no reply has been received from the Member.

Members' consent is requested for the proposal contained in the Resolution appended herein below.

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 pertaining to the said Resolutions setting out the material facts and the reasons thereof is annexed hereto along with the Postal Ballot Notice (the "Notice") seeking the Members' assent or dissent to the proposed Resolution.

**SPECIAL BUSINESS**

**1. Appointment of Mr. Javed Gaya (DIN: 01481518) as a Non-Executive Director of the Company.**

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Mr. Javed Gaya (DIN: 01481518), was appointed by the Board of Directors as an Additional Director pursuant to Article 66 of Articles of Association of the Company and Sections 149, 152 and 161 of the Companies Act, 2013 and Rules made thereunder, with effect from December 05, 2025 and who holds office up to the date of this Thirty Fifth Annual General Meeting of the Company, who has submitted a declaration that he is eligible for appointment and in respect of whom the Company has received a notice in writing pursuant to the provisions of Section 160 of the Companies

Act, 2013, from a Member signifying his intention to propose Mr. Javed Gaya as a candidate for the office of Director of the Company, be and is hereby appointed as a Non-Executive Director, who is liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director and/or the Company Secretary of the Company be and are hereby severally authorised to take such steps, actions and do things, deeds, matters, including the filing of necessary forms with the Ministry of Corporate Affairs and intimation to Stock Exchanges, if any, as may be required so as to give proper effect to this Resolution.

**Registered Office:**

A.M.R. Tech Park, Block 1,  
3<sup>rd</sup> Floor, #664, 23/24, Hosur Main Road,  
Bommanahalli, Bengaluru-560 068

**By the Order of the Board of Directors,  
for MINDTECK (INDIA) LIMITED**

S/d-  
**Sathya Raja G.**  
Associate Vice-President,  
Legal and Company Secretary

January 30, 2026  
Bengaluru

**NOTES:**

- 1 The explanatory statement and reasons for the proposed Resolutions pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed hereto.
- 2 The notice of the Postal Ballot will also be placed on the Company's website ([www.mindteck.com](http://www.mindteck.com)) which will remain till the last date of e-voting for the Members.
- 3 The Company has appointed Mr. Gopalakrishnaraj H. H., Practicing Company Secretary (FCS No. 5654, CP No. 4152), Bengaluru, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
- 4 In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Physical Shareholders are requested to update their email address with the Company's Registrar and Share Transfer Agent (RTA) i.e. MUFG Intime India Private Limited, C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083, Email: [investors.helpdesk@in.mpms.mufg.com](mailto:investors.helpdesk@in.mpms.mufg.com). Demat Shareholders are requested to update their email address with their respective Depository Participants. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.
- 5 Members may note that this Postal Ballot Notice will also be available on the Company's website ([www.mindteck.com](http://www.mindteck.com)), websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited ([www.bseindia.com](http://www.bseindia.com)) and National Stock Exchange of India Limited ([www.nseindia.com](http://www.nseindia.com)) and on the website of Central Depository Services (India) Limited ("CDSL"), ([www.evotingindia.com](http://www.evotingindia.com)).
- 6 Upon completion of the scrutiny, the Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company. Subsequently, the result of the Postal Ballot will be announced by the Chairman or the Company Secretary of the Company latest by **Thursday, March 05, 2026**.
- 7 The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website ([www.mindteck.com](http://www.mindteck.com)) and on the website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)) after passing of the Resolutions and communicated to the Stock Exchanges, where the shares of the Company are listed.

- 8 The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date of remote e-voting i.e., March 03, 2026.
- 9 In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules framed there under and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members are provided with the facility to cast their vote electronically through the e-voting services provided by CDSL on all resolutions set forth in this Notice.

**A. The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on February 02, 2026 (9.00 a.m. IST) and ends on March 03, 2026 (5.00 p.m. IST). During this period, shareholders of the Company, holding shares either in physical mode or in dematerialised mode, as on January 23, 2026 (**Cut-off date**), may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Members whose names appear on the Register of Members as on January 23, 2026 (Cut-off date) are considered for the purpose of e-voting. A person who is not a member as on cut-off date should treat this notice for information purpose only.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under the Regulation 44 of SEBI LODR Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders are at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
- (iii) In terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. **Pursuant to aforesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:**

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi/Easiest facility, can login through their existing user ID and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a> or visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on Login icon and select New System MyEasi.</li> <li>2) After successful login, the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting the vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi and Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration</a> and <a href="https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration">https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration</a> respectively.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser and type the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</li> <li>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "Register Online for IDeAS" Portal or click on <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> </ol>

	<p>3) Visit the e-Voting website of NSDL. Open web browser and type the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:**

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issues in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911.

Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issues in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000.
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(iv) **Login method for e-Voting and joining virtual meeting for physical shareholders and shareholders other than individual holding shares in demat mode:**

- a. Log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- b. Click on “Shareholders” module.
- c. Now Enter your User ID  
For CDSL: 16 digits beneficiary ID,  
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,  
Members holding shares in Physical Form should enter Folio Number registered with the Company.
- d. Next enter the Image Verification as displayed and Click on Login.
- e. If you are holding shares in Demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any Company, then your existing password is required to be used.
- f. If you are a first-time user follow the steps provided below:

	<b>For Members holding shares in Demat mode (other than individual) and Physical mode</b>
PAN	<ul style="list-style-type: none"> <li>• Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)</li> <li>• If you have not updated your PAN with the Company/Depository Participant, you are requested to use the sequence number sent by Company/RTA or contact Company/RTA. In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Example: if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li> </ul>
Dividend Bank Details  <b>OR</b> Date of Birth (DOB)	<ul style="list-style-type: none"> <li>• Enter the Dividend Bank Details or Date of Birth (in DD/MM/YYYY format) as recorded in your Demat account or in the Company records in order to login.</li> <li>• If both the details are not recorded with the Depository or Company please enter the Member ID/Folio number in the Dividend Bank details field as mentioned in instruction (v) (c).</li> </ul>

- (v) After entering the above details appropriately, click on “SUBMIT” tab.
- (vi) If you hold shares in physical mode, you will directly reach the Company selection screen. However, Members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter your login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting on resolutions of any other Company on which they are eligible to vote, provided that Company

- opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) If you hold shares in physical mode, the details can be used only for e-voting on the resolutions contained in this Notice.
  - (viii) Click on the EVSN for Mindteck (India) Limited on which you choose to vote.
  - (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
  - (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
  - (xi) After selecting the resolution that you have decided to vote on, then click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
  - (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
  - (xiii) You can also take a printout of the votes cast by clicking on “Click here to print” option on the Voting page.
  - (xiv) If a Demat account holder has forgotten the login password, then enter the User ID and the image verification code and click on “Forgot Password”, and enter the details as prompted by the system.

**(xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting**

- a. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the ‘Corporates’ module.
- b. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- c. After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- d. The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- e. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- f. Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [sathya.raja@mindteck.com](mailto:sathya.raja@mindteck.com), if they have voted from individual tab and have not uploaded same in the CDSL e-voting system for scrutinizer’s verification.

**Process for those shareholders whose Email/Mobile Number are not Registered with the Company/Depositories:**

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned

copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) by email to **Company/RTA**.

2. For Demat shareholders (other than Individuals) - Please update your email IDs and Mobile No. with your respective Depository Participants (DP).
3. For Individual Demat shareholders – Please update your email ID and Mobile No. with your respective Depository Participants (DP) which is mandatory while e-Voting and joining virtual meeting through Depository.

**B. Other Instructions:**

- I. The e-voting period commences on February 02, 2026 (9.00 a.m. IST) and ends on March 03, 2026 (5.00 p.m. IST). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on January 23, 2026 (**Cut-off date**), may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- II. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on January 23, 2026 (**Cut-off date**).
- III. Mr. Gopalakrishnaraj H. H., Practicing Company Secretary (Membership No. FCS 5654), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- IV. The Scrutinizer shall, within a period not exceeding two working days from the conclusion of the e-voting on the last day of the Postal Ballot, unblock all the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman or Company Secretary of the Company.
- V. The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website ([www.mindteck.com](http://www.mindteck.com)) and on the website of CDSL ([www.evotingindia.com](http://www.evotingindia.com)) within two working days of the passing of the Resolutions through this Postal Ballot and shall be communicated to the Stock Exchanges, where the shares of the Company are listed.
- VI. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). Alternatively, call at toll free no. 1800 21 09911.

**Item no. 1: Appointment of Mr. Javed Gaya (DIN: 01481518) as a Non-Executive Director of the Company.**

Mr. Javed Gaya (DIN: 01481518) was appointed as an additional Non-Executive Director of the Company with effect from December 05, 2025, pursuant to Section 161 of the Companies Act, 2013, read with Article 66 of the Articles of Association of the Company and subject to the approval of shareholders in the AGM.

Pursuant to the provisions of Sections 152 and 161 of the Companies Act, 2013, Mr. Javed Gaya 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 proposing the candidature of Mr. Javed Gaya for the office of Non-Executive Director.

Mr. Javed Gaya has provided to the Company, his consent in writing to act as a Director in Form DIR-2 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules 2014, to the effect that he is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013.

The terms as set out in the Resolution and explanatory statement may be treated as an abstract of the terms of appointment.

In the opinion of the Board, Mr. Javed Gaya fulfils the conditions specified in the Companies Act, 2013 and Rules framed thereunder as well as SEBI (LODR) Regulations, for the appointment as a Non-Executive Director.

In compliance with the provisions of Section 152 of the Companies Act, 2013 read with Rules made thereunder, the appointment of Mr. Javed Gaya as a Non-Executive Director of the Company with effect from December 05, 2025, is placed before the Shareholders for approval.

The terms and conditions of appointment of the Non-Executive Director shall be open for inspection by the Shareholders at the Registered Office of the Company during normal working hours on any working day, excluding Saturday and Sunday.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Javed Gaya and his relatives, are in any way concerned or interested in the resolution set out at Item No. 1 of the Notice.

The Board recommends the resolution for the approval of the Members.

**Information as per Secretarial Standards:**

Name	Mr. Javed Gaya
Age	70 years
Date of first appointment on the Board	December 05, 2025
Qualifications	Law degree from Oxford University in England
Term of the Appointment	Not Applicable
Remuneration	No remuneration drawn except sitting fees for attending the Board and Committee Meetings, if any, as approved by the

	Board and the profit-related Commission as approved by the Board and the Members of the Company from time to time.
Other terms and conditions	As per existing Company policy.
Notice Period	Not Applicable
Experience	Over 40 years
Remuneration last drawn	Not Applicable
Shareholding in the Company	NIL
Relationship with other Directors/KMP of the Company	NIL
Number of Board Meetings attended during the FY 2025-26	NIL
Directorships in other Companies	NIL
Chairman/Member of the Committee(s) of Board of Directors in other Companies in which he is a director	NIL

**By order of the Board of Directors  
For Mindteck (India) Limited.**

**S/d-**

**Sathya Raja G.**

Associate Vice President,  
Legal and Company Secretary

ANNEXURE TO THE NOTICE

INFORMATION PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING APPOINTMENT OF DIRECTOR

<b>Name of the Director</b>	<b>Mr. Javed Gaya</b>
<b>Appointment/Re-appointment</b>	Appointment of Non-Executive Director who is liable to retire by rotation.
<b>Brief Resume and nature of expertise in specific functional areas</b>	Mr. Javed Gaya is a lawyer by profession, practicing Civil Law in India and overseas for many years. Mr. Gaya has extensive work experience with English Law firm, Nabarro Nathanson in Dubai contributing much to cross border transactions. He had a challenging role at Advani & Co. in Mumbai where he worked as a partner and successfully established its branch extension to New Delhi. In 2000, Mr. Gaya had set up his own Law firm in Mumbai. His clientele includes successful MNCs, Construction, Oil and Gas, and pharmaceutical companies. He also spends his time working with other Indian subsidiaries of foreign clients. Mr. Gaya sits on the board of Lama Rice Private Limited. He was also appointed and served as liquidator of TAIB Capital (TCCL) and TAIB Securities Limited. Mr. Gaya received his Law degree from Oxford University in England. He has been a member of the Honorable Society of Lincoln's Inn, London.
<b>List of other Listed Companies in which Directorship is held</b>	NIL
<b>Chairman/Member of the Committee(s) of Board of Directors of other Listed Companies in which he/she is a Director</b>	NIL
<b>Shareholding/ Stock Options in the Company</b>	NIL
<b>The skills and capabilities required for the role of Independent Director and the manner in which the proposed person meets such requirements</b>	Not Applicable
<b>Relationship with other Directors/ KMP of the Company</b>	NIL