



Mindteck (India) Limited

(CIN: L30007KA1991PLC039702)

Regd. Office: AMR Tech Park, Block 1, 3rd Floor  
#664, 23/24, Hosur Road, Bommanahalli  
Bengaluru - 560068. India

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[www.mindteck.com](http://www.mindteck.com)

Ref: MT/SG/2025-26/24  
August 08, 2025

**Scrip Code: '517344'**  
**Symbol: "Mindteck"**

To, <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400001	To, <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,

**Sub: Summary of Proceedings of the 34<sup>th</sup> Annual General Meeting, Scrutinizer's Report and Voting Results.**

With reference to the above-mentioned subject, please be informed that our Company held the 34<sup>th</sup> Annual General Meeting of its Members on Friday, August 08, 2025, at 10:00 AM IST through Video Conference (VC).

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 and e-voting at the AGM. The summary of proceedings of 34<sup>th</sup> 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 e-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](http://www.mindteck.com) and on the website of CDSL at [www.evotingindia.com](http://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**

**Sathya Raja G.**

AVP-Legal and Company Secretary

**Annexure 1****SUMMARY OF PROCEEDINGS OF THE 34<sup>th</sup> ANNUAL GENERAL MEETING**

The 34<sup>th</sup> Annual General Meeting ('AGM') of the Members of Mindteck (India) Limited ('the Company') was held on Friday, August 08, 2025 from 10:00 AM IST to 11:20 AM IST (including time allowed for e-voting at the AGM) through VC. The meeting was held in compliance with the General Circular numbers 20/2020 and 09/2024 issued by the Ministry of Corporate Affairs (MCA) and Circular dated September 19, 2024 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Mr. Yusuf Lanewala, Chairman of the Company chaired the meeting. All the Directors of the Company have attended the meeting. The requisite quorum being present, the Chairman called the meeting to order. 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 34<sup>th</sup> AGM were transacted at the meeting:

**As Ordinary Business:**

1. Item No. 1: To receive, consider and adopt the Audited Financial Statements, including the Consolidated Financial Statements of the Company, for the financial year ended March 31, 2025, together with the Board's Report and Auditor's Report thereon.
2. Item No. 2: To declare a dividend of Re. 1/- per Equity Share for the financial year ended March 31, 2025.
3. Item No. 3: To appoint a Director in place of Mr. Meenaz Dhanani (DIN: 06705048), who retires by rotation and being eligible, offers himself for re-appointment.

**As Special Business:**

4. Item No. 4: Appointment of Secretarial Auditor for a term of Five (5) years Commencing from FY 2025-26.
5. Item No. 5: Approval for payment of profit related commission to Non-Executive Directors including Independent Directors of the Company for the FY 2024-25.

Clarifications were provided to the queries raised by the member who spoke at the meeting.

The Board of Directors had appointed Mr. Gopalakrishnaraj H.H., Practicing Company Secretary, as the Scrutinizer to supervise the remote e-voting and e-voting at the AGM. 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.

**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 of the 34<sup>th</sup> (Thirty-Fourth) Annual General Meeting of the members of Mindteck (India) Limited holding CIN: L30007KA1991PLC039702, having its registered office at AMR Tech Park, Block-1, 3<sup>rd</sup> Floor, #664, 23/24, Hosur Main Road, Bommanahalli, Bengaluru – 560068, held on Friday, 08<sup>th</sup> August 2025 at 10.00 AM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

**Subject: 34<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of Mindteck (India) Limited, held on Friday, 08<sup>th</sup> August 2025 at 10.00 AM through Video Conferencing (VC)/Other Audio-Visual Means (OAVM)**

I, Gopalakrishnaraj H. H, Company Secretary, appointed as Scrutinizer by the Board of Directors of Mindteck (India) Limited (the Company) for the purpose of the scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 34<sup>th</sup> AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 and as per General Circular 20/2020 dated 5<sup>th</sup> May 2020 and 09/2024 dated 19<sup>th</sup> September 2024 issued by the Ministry of Corporate Affairs ("MCA"), SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3<sup>rd</sup> October 2024, in respect of the below mentioned resolutions proposed at the AGM of the Equity Shareholders of the Company held on Friday, 08<sup>th</sup> August 2025 at 10.00 AM through VC/OAVM, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the AGM of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and by e-voting at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favor or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronic means (e-voting) was provided by Central Depository Services (India) Limited (CDSL).
3. In accordance with the Notice of the 34<sup>th</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 15<sup>th</sup> July 2025 the remote e-voting opened at 9:00 AM on 05<sup>th</sup> August 2025 and remained open up to 5:00 PM on 07<sup>th</sup> August 2025.
4. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by CDSL at the AGM.
5. The Equity Shareholders holding shares as on 01<sup>st</sup> August 2025, (cut-off date), were entitled to vote on the resolutions stated in the Notice of the AGM of the Company.



6. As per the information given by CDSL, the names of the shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of CDSL (<https://www.evotingindia.com>). The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized, reviewed, counted and the results were prepared.
8. Based on the data downloaded from CDSL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:
  - 1) To receive, consider and adopt the Audited Financial Statements, including the Consolidated Financial Statements of the Company, for the financial year ended March 31, 2025, together with the Board's Report and Auditor's Report thereon.

**Type of resolution: Ordinary**

In favour of the resolution			Against the resolution			Invalid votes	
Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes.
59	23390366	99.9975	5	594	0.0025	-	-

- 2) To declare dividend of Re. 1/- per Equity Share for the financial year ended March 31, 2025.

**Type of resolution: Ordinary**

In favour of the resolution			Against the resolution			Invalid votes	
Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes.
60	23390718	99.9990	4	242	0.0010	-	-

  


3) Re-Appointment of Mr. Meenaz Dhanani who Retires by Rotation.

**Type of resolution: Ordinary**

In favour of the resolution			Against the resolution			Invalid votes	
Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes.
58	23390196	99.9967	6	764	0.0033	-	-

4) Appointment of Secretarial Auditor for a term of Five (5) years **Commencing from FY 2025-26**

**Type of resolution: Ordinary**

In favour of the resolution			Against the resolution			Invalid votes	
Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes.
58	23390699	99.9989	5	243	0.0010	-	-

5) Approval for Payment of Profit Related Commission to Non- Executive Directors including Independent Directors of the Company for FY 2024-25.

**Type of resolution: Special**

In favour of the resolution			Against the resolution			Invalid votes	
Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes	% of total number of valid votes cast	Number of members	Number of votes.
52	23388765	99.9906	12	2195	0.0094	-	-

  


9. The electronic data and all other relevant records relating to remote e-voting and voting at the meeting are under my safe custody and will be handed over to Mr. Sathya Raja, Associate Vice President-Legal and Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

For Gopalakrishnaraj H H & Associates  
Company Secretaries

  
  
Gopalakrishnaraj H H  
Proprietor  
FCS: 5654; CP: 4152  
Firm No: S2010KR129900  
PR: 945/2020

UDIN: F005654G000963151

Place: Bengaluru  
Date: 08<sup>th</sup> August 2025

Witness

1. Sadananda M  
8<sup>th</sup> A Main Road,  
Begur Road,  
Bommanahalli - 560068



2. Gangadhar . R  
M4, A Block, Kuntigrama  
Cholnayakanahali,  
RT Nagar Post,  
Bangalore - 32



General information about company	
Scrip code	517344
NSE Symbol	MINDTECK
MSEI Symbol	NOTLISTED
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)	08-08-2025
Start time of the meeting	10:00 AM
End time of the meeting	11:20 AM

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	23-05-2025
Date of Issuance of Report to the company	08-08-2025



Voting results	
Record date	01-08-2025
Total number of shareholders on record date	32830
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	45
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements, including the Consolidated Financial Statements of the Company, for the financial year ended March 31, 2025, together with the Board's Report and Auditor's Report thereon.				
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
Promoter and Promoter Group	E-Voting	20514505	20514505	100	20514505	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	20514505	20514505	100	20514505	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2876455	2876455	100	2875861	594	99.9793	0.0207
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2876455	2876455	100	2875861	594	99.9793	0.0207
Total		23390960	23390960	100	23390366	594	99.9975	0.0025
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

<b>Resolution(2)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend of Re. 1/- per Equity Share for the financial year ended March 31, 2025				
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
Promoter and Promoter Group	E-Voting	20514505	20514505	100	20514505	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	20514505	20514505	100	20514505	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2876455	2876455	100	2876213	242	99.9916	0.0084
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2876455	2876455	100	2876213	242	99.9916	0.0084
Total		23390960	23390960	100	23390718	242	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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

<b>Resolution(3)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Meenaz Dhanani (DIN: 06705048), who retires by Rotation and being eligible, offers himself for re-appointment				
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
Promoter and Promoter Group	E-Voting	20514505	20514505	100	20514505	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	20514505	20514505	100	20514505	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2876455	2876455	100	2875691	764	99.9734	0.0266
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2876455	2876455	100	2875691	764	99.9734	0.0266
Total		23390960	23390960	100	23390196	764	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

<b>Resolution(4)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditor for a term of Five (5) years commencing from FY 2025-26				
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
Promoter and Promoter Group	E-Voting	20514505	20514505	100	20514505	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	20514505	20514505	100	20514505	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2876437	2876437	100	2876194	243	99.9916	0.0084
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2876437	2876437	100	2876194	243	99.9916	0.0084
Total		23390942	23390942	100	23390699	243	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for payment of profit related commission to Non- Executive Directors including Independent Directors of the Company for the FY 2024-25				
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
Promoter and Promoter Group	E-Voting	20514505	20514505	100	20514505	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	20514505	20514505	100	20514505	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	2876455	2876455	100	2874260	2195	99.9237	0.0763
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	2876455	2876455	100	2874260	2195	99.9237	0.0763
Total		23390960	23390960	100	23388765	2195	99.9906	0.0094
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

