



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/2025-26/07

May 23, 2025

Scrip Code: '517344'

Symbol: "Mindteck"

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

Subject: Outcome of Board Meeting Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 held on May 23, 2025, commenced at 01:30 p.m. IST and concluded at 05:30 p.m. IST.

The Board of Directors have, inter alia, considered and approved the following in addition to the Audited Financial Results for the Quarter and Year ended March 31, 2025:

1. Approval of Final Dividend for the FY 2024-25

The Board of Directors have recommended a Dividend of 10% (Re. 1 per equity share of Rs. 10 each) for FY 2024-25, subject to the approval of the Shareholders.

2. Appointment of Chief Financial Officer

The Board of Directors has appointed Mr. Santosh Nandiyath, Interim Chief Financial Officer, as the Chief Financial Officer of the Company w.e.f. May 24, 2025. The details under Regulation 30 of SEBI (LODR) Regulations, 2025, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is attached herewith as **Annexure-1**.

3. Appointment of Secretarial Auditor

The Board has appointed Mr. S Kannan, a practicing Company Secretary and a fellow member of Institute of Company Secretaries of India, holding Certificate of Practice Number: 13016, and holds a valid peer review certificate, as the Secretarial Auditor of the Company for a period of five (5) years from the FY 2025-26. The details under Regulation 30 of SEBI Listing Regulations, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is attached herewith as **Annexure-2**.

4. Re-appointment of Internal Auditor

The Board has re-appointed Vasan & Sampath LLP (LLPIN: AAJ-7762) as the Internal Auditor of the Company for the FY 2025-26. The details under Regulation 30 of SEBI Listing Regulations, read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is attached herewith as **Annexure-3**.

5. Grant of ESOP

The Board of Directors have granted 70,000 options under Mindteck Employee Stock Option Scheme 2008 to the eligible employees at Rs. 229.72 being the closing price of the previous day of the NSE.



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6. Change in the Relieving Date of Anand Balakrishnan, Managing Director and CEO

With reference to our earlier communication (Letter No. MT/SG/2024-25/65 dated March 04, 2025), wherein the relieving date of Mr. Anand Balakrishnan, Managing Director & Chief Executive Officer, was stated as May 31, 2025, we wish to inform you that the Board of Directors has approved a revision in the said date. Accordingly, Mr. Anand Balakrishnan will now be relieved from his duties with effect from the close of business hours on May 26, 2025.

You are requested to take the above intimation on record and acknowledge.

Thanking you,

Yours Truly,

For Mindteck (India) Limited

Sathya Raja G.

AVP, Legal and Company Secretary

Annexure-1
Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Sl. No.	Particulars	Details
1.	Reason for change i.e., appointment/ reappointment / resignation, removal, death or otherwise.	Mr. Santosh Nandiyath has been appointed as the Chief Financial Officer (CFO) of the Company w.e.f. May 24, 2025.
2.	Date of appointment/ reappointment / cessation and Term of Appointment	Appointed on May 23, 2025 w.e.f. May 24, 2025.
3.	Brief profile in case of appointment	Mr. Santosh Nandiyath, a Chartered Accountant with 15 years of experience in audit, financial reporting, and budgeting. Santosh has worked with renowned firms such as Deloitte and Ernst & Young (EY) GDS. His career highlights include roles at CitiusTech and Altisource, where he demonstrated strong capabilities in financial management and systems integration.
4.	Disclosure of relationship between Directors (in case of appointment of Director)	Not Applicable
5.	Date and Time of Material Event	From the closing hours of May 23, 2025

Annexure-2
Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Sl. No.	Particulars	Details
1.	Reason for change i.e., appointment/ reappointment/ resignation, removal, death or otherwise.	Mr. S Kannan, a practicing Company Secretary has been appointed as the Secretarial Auditor of the Company for a term of five (5) years from the FY 2025-26.
2.	Date of appointment/ reappointment / cessation and Term of Appointment	Appointed on May 23, 2025, for a term of 5 years from the FY 2025-26.
3.	Brief profile in case of appointment	S Kannan And Associates is a Consultant Company Secretaries Firm operating from Bangalore, established in the year 2014. S Kannan And Associates is represented by Mr. S Kannan, a Fellow Member of the Institute of Company Secretaries of India. Mr. S Kannan has over 30 years of work experience in sectors such as Banking, Data Management, IT Enabled Services, etc. He was the Head of Registry Division of a leading Registrar in India at Bangalore for well over 13 years and closely worked with several listed companies for over two decades. Prior to taking up Practice, he was working with a Company listed with Bombay Stock Exchange, as Company Secretary & Compliance Officer and Head Legal between 2008 and 2013.
4.	Disclosure of relationship between Directors (in case of appointment of Director)	Not Applicable
5.	Date and Time of Material Event	From the closing hours of May 23, 2025

Annexure-3
Disclosures under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Sl. No.	Particulars	Details
1.	Reason for change i.e., appointment/ reappointment/ resignation, removal, death or otherwise.	Vasan & Sampath LLP (LLPIN: AAJ-7762) has been re-appointed as the Internal Auditor of the Company for the FY 2025-26.
2.	Date of appointment/ reappointment / cessation and Term of Appointment	Appointed on May 23, 2025 and term is 1 year.
3.	Brief profile in case of appointment	Vasan & Sampath is a Bangalore-based firm of Chartered Accountants that was setup in 1970. They serve the business needs of clients of all sizes, in various sectors. Their multi-faceted practice is driven by the need to be seen by each client as valued and trusted advisors rather than an external agency that helps stay within the letter of the law.
4.	Disclosure of relationship between Directors (in case of appointment of Director)	Not Applicable
5.	Date and Time of Material Event	From the closing hours of May 23, 2025