

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 34th (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, 3rd Floor, #664, 23/24, Hosur Main Road, Bommanahalli, Bengaluru – 560068, held on Friday, 08th August 2025 at 10.00 AM through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM).

Dear Sir,

Subject: 34th Annual General Meeting (AGM) of the Equity Shareholders of Mindteck (India) Limited, held on Friday, 08th 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 34th 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 5th May 2020 and 09/2024 dated 19th September 2024 issued by the Ministry of Corporate Affairs ("MCA"), SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3rd October 2024, in respect of the below mentioned resolutions proposed at the AGM of the Equity Shareholders of the Company held on Friday, 08th 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 34th 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 15th July 2025 the remote e-voting opened at 9:00 AM on 05th August 2025 and remained open up to 5:00 PM on 07th 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 01st 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.

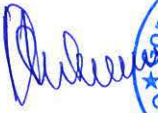
Type of resolution: Special

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: 08th August 2025

Witness

1. Sadananda M
8th A Main Road,
Begur Road,
Bommanahalli - 560068



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

