



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/2022-23/27
August 12, 2022

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 Sir,

Sub: Summary of Proceedings of the 31st Annual General Meeting, Scrutinizer's Report and Voting Results.

With reference to the above-mentioned subject, please be informed that our Company held the 31st Annual General Meeting of its Members on Friday, August 12, 2022 at 12:00 Noon 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 31st 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 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



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Annexure 1

SUMMARY OF PROCEEDINGS OF THE 31st ANNUAL GENERAL MEETING

The 31st Annual General Meeting ('AGM') of the Members of Mindteck (India) Limited ('the Company') was held on Friday, August 12, 2022 from 12:00 Noon to 01:30 PM (including time allowed for e-voting at the AGM) through VC. The meeting was held in compliance with the General Circular numbers 20/2020, 14/2020, 17/2020, 02/2021 and 02/2022 issued by the Ministry of Corporate Affairs (MCA) and Circular dated January 15, 2021 and May 13, 2022 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 except Mr. Subhash Bhushan Dhar. 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 31st 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, 2022 together with 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, 2022.
3. Item No. 3: To appoint a Director in place of Mr. Yusuf Lanewala (DIN: 01770426), who retires by rotation and being eligible, offers himself for re-appointment.
4. Item No. 4: To appoint the Statutory Auditor to hold office from the conclusion of this meeting until the conclusion of the Thirty Sixth Annual General Meeting of the Company and to fix their remuneration.

As Special Business:

5. Item No. 5: Appointment of Ms. Keyuri Singh as a Non-Executive Director of the Company.
6. Item No. 6: Approval for payment of profit related commission to Non-Executive Directors including Independent Directors of the Company for the FY 2021-22.

Clarifications were provided to the queries raised by the members who spoke in 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.



Gopalakrishnaraj H H & Associates

Company Secretaries

No. 369, 1st Floor, 16th Main, Near 36th Cross
4th T Block, Jayanagar, Bengaluru – 560 041
Tel: +91(080) 4971 2653; Cell: +91 98452 97653
Email: gopal@gkracs.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 of the 31st 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, 12th August 2022 at 12.00 Noon through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

Dear Sir,

Subject: 31st Annual General Meeting (AGM) of the Equity Shareholders of Mindteck (India) Limited, held on Friday, 12th August 2022 at 12.00 Noon 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 31st 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 No. 14/ 2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020 and General Circular 20/2020 dated 5th May 2020 and 02/2021 dated 13th January 2021, General Circular No.02/2022 dated 5th May 2022 issued by the Ministry of Corporate Affairs ("MCA"), SEBI Circular No. SEBI/ HO/ CFD / CMD1/ CIR/P/2020/79 dated 12th May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 in respect of the below mentioned resolutions proposed at the AGM of the Equity Shareholders of the Company held on Friday, 12th August 2022 at 12.00 Noon 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 31st 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 July 19, 2022, the remote e-voting opened at 9:00 AM on 9th August 2022 and remained open up to 5:00 PM on 11th August 2022.
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 05th August 2022, (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 favor 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, 2022, 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.
49	1,88,26,987	99.9998	1	35	0.0002	-	-

2. To declare dividend of Re. 1/- per Equity Share for the financial year ended March 31, 2022.

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.
49	1,88,26,987	99.9998	1	35	0.0002	-	-



3. Re-Appointment of Mr. Yusuf Lanewala 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.
47	1,88,26,941	99.9996	3	81	0.0004	-	-

4. Appointment of Statutory Auditor and to fix their Remuneration.

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.
48	1,88,26,985	99.9998	2	37	0.0002	-	-

5. Appointment of Ms. Keyuri Singh as a Non-Executive Director of the Company.

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.
47	1,88,26,935	99.9995	3	87	0.0005	-	-



6. Approval for payment of profit related commission to Non-Executive Directors including Independent Directors of the Company for the FY 2021-22

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.
46	1,88,26,869	99.9992	4	153	0.0008	-	-

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. Shivarama Adiga S., VP, Legal and Company Secretary, for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Place: Bengaluru
Date : 12th August 2022

UDIN: F005654D000783013

For Gopalakrishnaraj H H & Associates
Company Secretaries



Gopalakrishnaraj H H
Proprietor
FCS: 5654; CP: 4152
PR: 945/2020

Witness

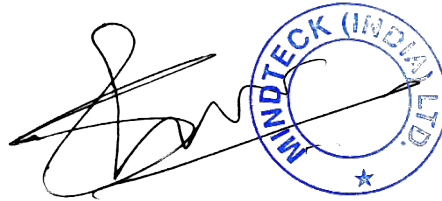
1. Gangadhar R.
174, A Block, Kuntigrama
Cholanayakana halli RT Nagar Post
B'lore - 32

R. Gangadhar

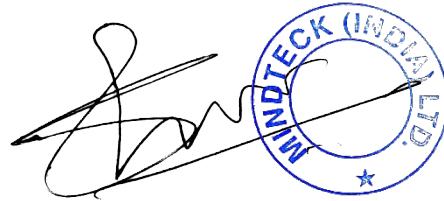
2. Sadananda M
8th A Main Road, Begur Road
Bommanahalli - 68.

S

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)	12-08-2022
Start time of the meeting	12:00 PM
End time of the meeting	01:30 PM

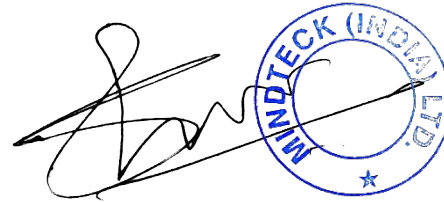


Scrutinizer Details	
Name of the Scrutinizer	GOPALAKRISHNARAJ H H
Firms Name	GOPALAKRISHNARAJ H H & ASSOCIATES
Qualification	CS
Membership Number	5654
Date of Board Meeting in which appointed	20-05-2022
Date of Issuance of Report to the company	12-08-2022



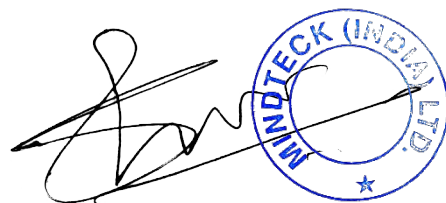
A handwritten signature in black ink is written over a circular blue stamp. The stamp contains the text "MINDTECK (INDIA) LTD." around the perimeter and a small star at the bottom.

Voting results	
Record date	05-08-2022
Total number of shareholders on record date	23546
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	40
No. of resolution passed in the meeting	6
Disclosure of notes on voting results	



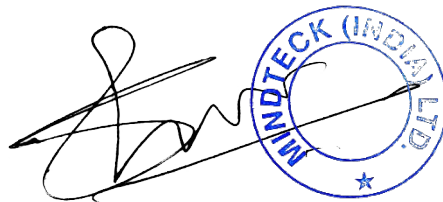
Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with 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	16431604	16431604	100	16431604	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16431604	16431604	100	16431604	0	100
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
Public-Non Institutions	E-Voting	2395418	2395418	100	2395383	35	99.9985	0.0015
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2395418	2395418	100	2395383	35	99.9985
Total		18827022	18827022	100	18826987	35	99.9998	0.0002
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	

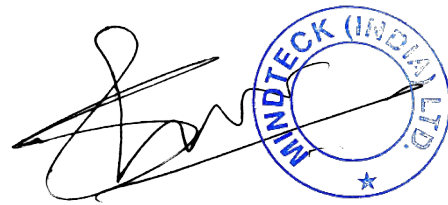


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Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To declare a dividend of Re. 1/- per Equity Share for the financial year ended March 31, 2022.					
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	16431604	16431604	100	16431604	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16431604	16431604	100	16431604	0	100
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
Public- Non Institutions	E-Voting	2395418	2395418	100	2395383	35	99.9985	0.0015
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2395418	2395418	100	2395383	35	99.9985
Total		18827022	18827022	100	18826987	35	99.9998	0.0002
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	



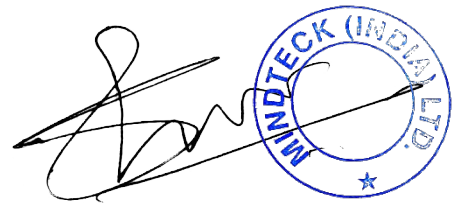
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Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Yusuf Lanewala (DIN: 01770426), 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	16431604	16431604	100	16431604	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16431604	16431604	100	16431604	0	100
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
Public- Non Institutions	E-Voting	2395418	2395418	100	2395337	81	99.9966	0.0034
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2395418	2395418	100	2395337	81	99.9966
Total		18827022	18827022	100	18826941	81	99.9996	0.0004
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

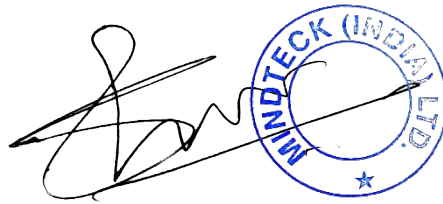
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



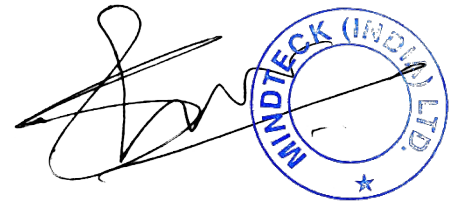
Resolution(4)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint the Statutory Auditor to hold office from the conclusion of this meeting until the conclusion of the Thirty Sixth Annual General Meeting of the Company and to fix their remuneration.					
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	16431604	16431604	100	16431604	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16431604	16431604	100	16431604	0	100
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
Public- Non Institutions	E-Voting	2395418	2395418	100	2395381	37	99.9985	0.0015
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2395418	2395418	100	2395381	37	99.9985
Total		18827022	18827022	100	18826985	37	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



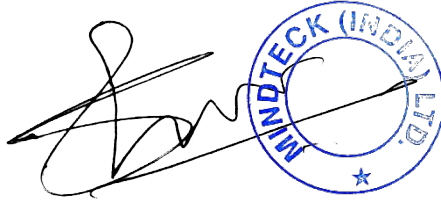
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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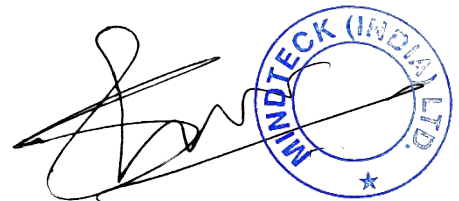
Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Keyuri Singh as a Non-Executive Director of the Company.				
Category	Mode of voting	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	16431604	16431604	100	16431604	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16431604	16431604	100	16431604	0	100
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
Public- Non Institutions	E-Voting	2395418	2395418	100	2395331	87	99.9964	0.0036
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2395418	2395418	100	2395331	87	99.9964
Total		18827022	18827022	100	18826935	87	99.9995	0.0005
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(6)								
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 2021-22.				
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	16431604	16431604	100	16431604	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16431604	16431604	100	16431604	0	100
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
Public- Non Institutions	E-Voting	2395418	2395418	100	2395265	153	99.9936	0.0064
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2395418	2395418	100	2395265	153	99.9936
Total		18827022	18827022	100	18826869	153	99.9992	0.0008
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	

