

Report of Scrutinizer on e-voting

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 22(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To:

The Chairman
Mindteck (India) Limited
Prestige Atlanta
No. 10, Industrial Layout 7th Main
80 Feet Road, 3rd Block
Koramangala
Bangalore – 560034

Dear Sir,

E voting conducted from Friday, 9th August, 2014 at 9.00 AM IST till Sunday, 10th August, 2014 6.00PM IST for the items of Twenty Third Annual General Meeting of the Equity Share holders of Mindteck (India) Limited, to be held on Thursday, 14th August, 2014 at 11.00 AM at the Hotel Woodlands, Chandini Hall, No.5, Rajaram Mohan Roy Road, Bangalore - 560025

Dear Sir,

I Gopalakrishnaraj H H, Company Secretary, appointed as Scrutinizer for the purpose of the e voting taken on the below mentioned resolution(s), for the purpose of the Twenty Third Annual General Meeting of the Equity Shareholders Mindteck (India) Limited to be held on Thursday, 14th August, 2014 at 11.00 AM at the Hotel Woodlands, Chandini Hall, No.5, Rajaram Mohan Roy Road, Bangalore – 560025, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, e-voting portal was kept locked.
2. The locked e-portal was opened by me and was diligently scrutinized.
3. The results of the e-voting resolution wise are given in page 2 to page 8 of this report.



Item No. 1

To receive consider and adopt the Audited Balance Sheet as at 31st March 2014 and the Profit and Loss Account for the financial year ended on that date, together with the reports of Directors' and Auditors' thereon.

Type of resolution : Ordinary

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
3(three)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0 (Zero)	0 (Zero)	0

Item No.2

To declare dividend of Re.1/-per equity share for the year ended 31st March, 2014.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
3 (Three)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0 (Zero)	0 (Zero)	0



Item No.3

To Appoint a Director in place of Mr. Yusuf Lanmewala, who retires by rotation and being eligible offers himself for reappointment.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
3(three)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	0

Item No.4

To Appoint Auditors to hold form the conclusion of this meeting until the conclusion of fourth consecutive Annual General Meeting(that is AGM of 2016-17) and to fix their remuneration.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
3 (three)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0 (Zero)	0 (Zero)	0



Item No. 5

Appointment and Payment of Remuneration to Mr. Dayananda Shetty as an Executive Director of the Company

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
2 (Two)	625 (Six Hundred Twenty Five)	0.0025

ii) Voted against the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
1(One)	1 (One)	0.0000

Item No. 6

Appointment and Payment of Remuneration to Mr. Meenaz Dhnanai as an Executive Director of the Company

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	625 (Six Hundred Twenty Five)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
1(One)	1 (One)	0.0000



Item No.7

Re-appointment and Payment of Remuneration to Mr. Yusuf Lanewala as Managing Director and CEO of the Company

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
Two(two)	625 (Six Hundred Twenty Five)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
1(one)	1 (One)	0.0000

Item No.8

To appoint Mr. Javed Gaya as an Independent of Director

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0(zero)	0(zero)	0



Item No.9**To appoint of Mr. Narayan A Menon as an Independent of Director of the company.****Type of resolution: Ordinary**

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0(Zero)	0(Zero)	0.0000

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0

Item No.10**To appoint of Mr. Jagadish Malkani as an Independent of Director****Type of resolution: Ordinary**

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
Two(Two)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0(Zero)	0(Zero)	0.0000



Item No.11

Payment of Profit related Commission to Non-Executive Directors including Independent Directors

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
Two(Two)	625 (Six Hundred Twenty Five)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
1(One)	1 (one)	0.0000

Item No.12

Introduction to Mindteck Employees Stock Option Scheme 2014

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
Two(Two)	626 (Six Hundred Twenty Six)	0.0025

ii) Voted against the resolution :

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0(Zero)	0(Zero)	0.0000



Item No.13

Introduction to Mindteck Employees Stock Option Scheme 2014

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
626 (Six Hundred Twenty Six)	626 (Six Hundred Twenty Six)	100

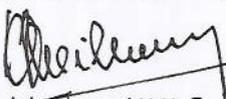
ii) Voted against the resolution:

Number of members voted	Numbers of votes cast by them	% of total number of valid votes cast
0	0	0

Thanking you,

Yours faithfully,

For Gopalakrishnaraj H H & Associates
Company Secretaries


Gopalakrishnaraj H H
Proprietor
FCS: 5645
CP: 4152



Place: Bangalore
Date: 11/08/2014

I witness to this report.

(Signature)
Shrinivas Hegde.
S/o. Rameshchandra Hegde. 14/08/2014
(Signature)
Santosh K. Gamase.

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
Mindteck (India) Limited
Prestige Atlanta
No. 10, Industrial Layout 7th Main
80 Feet Road, 3rd Block
Koramangala
Bangalore – 560034

Dear Sir,

Twenty Third Annual General Meeting of the Equity Share holders of Mindteck (India) Limited, held on Thursday, 14th August, 2014 at 11.00 AM at the Hotel Woodlands, Chandini Hall, No.5, Rajaram Mohan Roy Road, Bangalore - 560025

Dear Sir,

I Gopalakrishnaraj H H, Company Secretary, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Twenty Third Annual General Meeting of the Equity Shareholders Mindteck (India) Limited Held on Thursday, 14th August, 2014 at 11.00 AM at the Hotel Woodlands, Chandini Hall, No.5, Rajaram Mohan Roy Road, Bangalore – 560025, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



4. The results of the Poll is as under :

Total no. of members present: 39(Thirty Nine)

Total no. of members who voted: 31(Thirty One)

Total no. of members who did not vote: 6(Six)

Total no of members present and exercised vote by e-voting :2(Two)

Item No. 1

To receive consider and adopt the Audited Balance Sheet as at 31st March 2014 and the Profit and Loss Account for the financial year ended on that date, together with the reports of Directors' and Auditors' thereon.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Numbers of votes cast by them
0 (Zero)	0(Zero)



Item No.2

To declare dividend of Re.1/-per equity share for the year ended 31st March, 2014.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0 (Zero)	0



Item No.3

To Appoint a Director in place of Mr. Yusuf Lanmewala, who retires by rotation and being eligible offers himself for reappointment.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No.4

To Appoint Auditors to hold form the conclusion of this meeting until the conclusion of fourth consecutive Annual General Meeting(that is AGM of 2016-17) and to fix their remuneration.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No. 5

Appointment and Payment of Remuneration to Mr. Dayananda Shetty as an Executive Director of the Company**Type of resolution: Special**

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0 (Zero)	0



Item No. 6

Appointment and Payment of Remuneration to Mr. Meenaz Dhananai as an Executive Director of the Company

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No.7

Re-appointment and Payment of Remuneration to Mr. Yusuf Lanewala as Managing Director and CEO of the Company

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No.8

To appoint Mr. Javed Gaya as an Independent of Director of the Company

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No.9

To appoint of Mr. Narayan A Menon as an Independent of Director of the company.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No.10

To appoint of Mr. Jagadish Malkani as an Independent of Director

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0 (Zero)	0(Zero)



Item No.11

Payment of Profit related Commission to Non-Executive Directors including Independent Directors

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No.12

Introduction to Mindteck Employees Stock Option Scheme 2014

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution :

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0



Item No.13

Introduction to Mindteck Employees Stock Option Scheme 2014

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
29(Twenty Nine)	1,88,18,357(One Crore Eighty Eight Lakhs Eighteen Thousand Three Hundred Fifty Seven)	99.99

ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Numbers of votes cast by them	% of total number of valid votes cast
2(Two)	9(Nine)	0.00

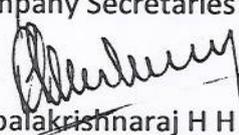
iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total numbers of votes cast by them
0	0

Thanking you,

Yours faithfully,

For Gopalakrishnaraj H H & Associates
Company Secretaries


Gopalakrishnaraj H H
Proprietor
FCS: 5645
CP: 4152



Place: Bangalore
Date: 14/08/2014

August 14, 2014

Ref. Scrip Code: 517344
 Tel: +91 80 4154 8000/4154 8300
 Fax: +91 80 4112 5813

www.mindteck.com

To,
The General Manager
 Department of Corporate Services,
 Bombay Stock Exchange Limited
 Phiroze Jeejeebhoy Towers, Dalal Street, Fort,
Mumbai- 400001

Dear Sir,

Sub: Voting results of Twenty Third Annual General Meeting held on August 14, 2014 in the prescribed format as per Clause 35A of the Listing Agreement

Date of Twenty Third Annual General Meeting: Thursday, 14th day of August, 2014

Venue of Twenty Third Annual General Meeting: Hotel Woodlands, "Chandani Hall" No-5, Rajaram Mohan Roy Road Bengaluru-560025.

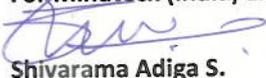
Sl. No.	Particulars	Details	
1.	Total Number Shareholders on Record Date	8101	
2.	Number of Shareholders present in the Meeting either in person or through proxy		
	No. of Shareholders	Present in person	Present through Proxy/Corporate Representation
	Promoter and Promoter Group	NIL	1
	Public	35	3
	Total	35	4
3.	Number of Shareholders attended the Meeting through video conferencing	No videoconferencing facility was made available	
	Promoter and Promoter Group		
	Public		

You are requested to take the above information along with the annexure attached herewith regarding agenda wise voting results.

Thanking You,

Yours faithfully,

For Mindteck (India) Limited


Shivarama Adiga S.

Vice President, Legal and Company Secretary

ANNEXURE

Agenda-wise

In case of poll/E-voting:

The mode of voting for all resolutions was E-voting and poll conducted at the meeting.

Resolution 1: Adoption of audited Balance Sheet as at 31st March, 2014 and the Profit and Loss Statement for the year ended on that date and the Reports of the Directors' and Auditor's thereon (Ordinary Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005

Resolution 2: Declaration of Dividend of Re.1 per equity share for the year ended March 31, 2014. (Ordinary Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005



Resolution 3: Appointment of Mr. Yusuf Lanewala Director of the Company, who retire by rotation as Director of the Company. (Ordinary Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005

Resolution 4: Appointment of M/s B S R & Company, Chartered Accountants, as Statutory Auditors of the Company from the conclusion of 23rd Annual General Meeting until conclusion of fourth consecutive Annual General Meeting (i.e. AGM of F.Y. 2016-17) (Ordinary Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005



Resolution 5: Appointment and payment of remuneration to Mr. Dayananda Shetty as Executive Director. (Special Resolution).

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649125	10	99.9996	0.000377
Total	24992471	18818992	75.30	18818982	10	99.99995	0.00005

Resolution 6: Appointment and payment of remuneration to Mr. Meenaz Dhanani as Executive Director and liable to retire by rotation. (Special Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649125	10	99.9996	0.000377
Total	24992471	18818992	75.30	18818982	10	99.99995	0.00005



Resolution 7: Re-appointment and the payment of remuneration to Mr. Yusuf Lanewala as Managing Director & CEO. (Special Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649125	10	99.9996	0.000377
Total	24992471	18818992	75.30	18818982	10	99.99995	0.00005

Resolution 8: Appointment of Mr. Javed Gaya as Independent Director for another term of five years. (Special Resolution).

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005



Resolution 9: Appointment of Mr. Narayan A. Menon as Independent Director for a term of five years. (Ordinary Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005

Resolution 10: Appointment of Mr. Jagdish Malkani as Independent Director for a term of five years. (Ordinary Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005



**Resolution 11: Payment of Commission to Non-Executive Directors including Independent Directors.
(Special Resolution)**

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649125	10	99.9996	0.000377
Total	24992471	18818992	75.30	18818982	10	99.99995	0.00005

Resolution 12: Approval of Mindteck Employees Stock Option Scheme 2014. (Special Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005



Resolution 13: Approval of grant of options under Mindteck Employees Stock Option Scheme 2014 for employees of Holding/Subsidiary Company. (Special Resolution)

Promoter/Public	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	16169857	16169857	100.00	16169857	0	100	0
Public – Institutional holders	25	0	0.00	0	0	0	0
Public-Others	8822589	2649135	30.03	2649126	9	99.9997	0.000340
Total	24992471	18818992	75.30	18818983	9	99.99995	0.00005

