

Ref: MT/SSA/2016-17/13
August 12, 2016

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 25th Annual General Meeting, Scrutinizer's Report and Voting Results.

With reference to the above mentioned subject, please be informed that our Company held the 25th Annual General Meeting of its members on Thursday, August 11, 2016 at 12 Noon in Hotel Woodlands, "Sri Krishna Hall", No-5, Rajaram Mohan Roy Road Bengaluru-560025.

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, ballot voting and Poll. The summary of proceedings of 25th AGM of the Company is attached as **Annexure 1** as per Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A Consolidated Scrutinizer's Report for remote e-voting and ballot/Poll voting at the AGM is enclosed as **Annexure 2**.

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**.

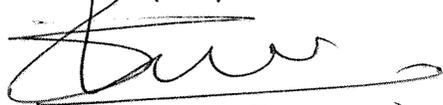
The above mentioned Scrutinizer's Report is uploaded on the website of the Company at www.mindteck.com and on the website of NSDL at www.evoting.ndsl.com

You are requested to take the same on record.

Thanking You,

Yours faithfully,

For Mindteck (India) Limited



Shivarama Adiga S.

Vice President -Legal and Company Secretary

Annexure 1

SUMMARY OF PROCEEDINGS OF THE 25TH ANNUAL GENERAL MEETING

The 25th Annual General Meeting ('AGM') of the Members of Mindteck (India) Limited ('the Company') was held on Thursday, August 11, 2016 from 12 Noon to 01.00 PM at Hotel Woodlands, "Sri Krishna Hall", No-5, Rajaram Mohan Roy Road Bengaluru-560025.

Mr. Yusuf Lanewala, Chairman and Managing Director of the Company chaired the meeting. He introduced other Directors present on the dais to the members. The requisite quorum being present, the Chairman called the meeting to order. All the 7 Directors of the Company have attended the meeting. 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 be no voting by show of hands.

The following items of business, as per the Notice of the 25th AGM were transacted at the meeting:

As Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Board's Report and Auditor's Report thereon.
2. To declare dividend of Re.1 per Equity Share for the financial year ended March 31, 2016.
3. To appoint a Director in place of Mr. Yusuf Lanewala, who retires by rotation and being eligible, offers himself for re-appointment.
4. To ratify the appointment of M/s. B S R & Company as the Auditor of the Company for FY 2016-17.

As Special Business:

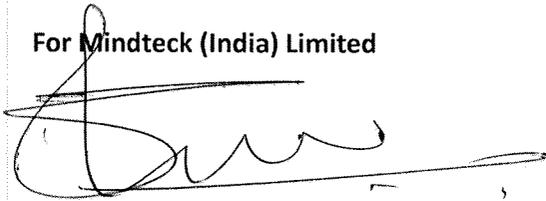
5. To approve the appointment of Mr. Guhan Subramaniam as an Independent Director
6. To approve the re-appointment of Mr. Meenaz Dhanani as an Executive Director

Clarifications were provided to the queries raised by the members.

The Board of Directors had appointed Mr. Gopalakrishnaraj H.H., Practicing Company Secretary as the Scrutinizer to supervise the e-voting and Ballot/Poll voting process. 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.

For Mindteck (India) Limited



Shivarama Adiga S.
VP-Legal and Company Secretary

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
Bengaluru - 560034

Twenty Fifth Annual General Meeting of the Equity Share holders of Mindteck (India) Limited, held on Tuesday, 11th August 2016, at 12.00 noon at the Hotel Woodlands, Sri Krishna Hall, No.5, Rajaram Mohan Roy Road, Bengaluru- 560025.

Dear Sir,

I Gopalakrishnaraj H H, Company Secretary, appointed as Scrutinizer for the purpose of the voting and poll taken on the below mentioned resolution(s), at the Twenty Fifth Annual General Meeting of the Equity Shareholders of Mindteck (India) Limited, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE ballot box was kept for polling was locked in my presence with due identification marks placed by me.
2. The locked ballot box was 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 horizations/proxi
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 :

Particulars	e-Voting	Poll(membres and proxy)	Abstained	Total
Number of members	3	38	0	41
Numbers of votes cast by them	6801	19091371	0	19098172

Ordinary Business

Item No. 1

To receive, consider and adop the Audited Financial statements (Including Consolidated Financial Statement) of the company for the Financial year ended 31st March 2016, the together with the Board's Report and Auditors.

Type of Resolution : Ordinary

i) Voted in favour of the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	34	0	3	37
Numbers of votes cast by them	19091217	0	6801	19098018
% of total number of valid votes cast	99.999%	0.00%	100.00%	

ii) Voted against the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	3	0	0	3
Numbers of votes cast by them	151	0	0	151
% of total number of valid votes cast	0.001%	0.00%	0.00%	

iii) Invalid Votes :

Particulars	In person	By proxy	Abstained	Total
Number of members	1	0	0	1
Number of votes cast	3	0	0	3

Item No. 2

To declare dividend of Re.1/- per equity share for the financial year ended 31st March 2016

Type of Resolution : Ordinary

i) Voted in favour of the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	34	0	3	37
Numbers of votes cast by them	19091217	0	6801	19098018
% of total number of valid votes cast	99.999%	0.00%	100.00%	

ii) Voted against the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	3	0	0	3
Numbers of votes cast by them	151	0	0	151
% of total number of valid votes cast	0.001%	0.00%	0.00%	

iii) Invalid Votes :

Particulars	In person	By proxy	Abstained	Total
Number of members	1	0	0	1
Number of votes cast	3	0	0	3

Item No. 3

To appoint a Director in place of Mr. Yusuf Lanewala who retires by rotation and being eligible, offer himself for re-appointment.

Type of Resolution : Ordinary

i) Voted in favour of the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	34	0	3	37
Numbers of votes cast by them	19091217	0	6801	19098018
% of total number of valid votes cast	99.999%	0.00%	100.00%	

ii) Voted against the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	3	0	0	3
Numbers of votes cast by them	151	0	0	151
% of total number of valid votes cast	0.001%	0.00%	0.00%	

iii) Invalid Votes :

Particulars	In person	By proxy	Abstained	Total
Number of members	1	0	0	1
Number of votes cast	3	0	0	3

Item No. 4

To ratify the appointment Auditors and to fix remuneration.

Type of Resolution : Ordinary

i) Voted in favour of the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	34	0	3	37
Numbers of votes cast by them	19091217	0	6801	19098018
% of total number of valid votes cast	99.999%	0.00%	100.00%	

ii) Voted against the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	3	0	0	3
Numbers of votes cast by them	151	0	0	151
% of total number of valid votes cast	0.001%	0.00%	0.00%	

iii) Invalid Votes :

Particulars	In person	By proxy	Abstained	Total
Number of members	1	0	0	1
Number of votes cast	3	0	0	3



Special Business

Item No. 5

To appoint Guhan Subramaniam as an Independent Director.

Type of Resolution : Ordinary

i) Voted in favour of the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	34	0	2	36
Numbers of votes cast by them	19091217	0	6800	19098017
% of total number of valid votes cast	99.999%	0.00%	99.99%	

ii) Voted against the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	3	0	1	4
Numbers of votes cast by them	151	0	1	152
% of total number of valid votes cast	0.001%	0.00%	0.01%	

iii) Invalid Votes :

Particulars	In person	By proxy	Abstained	Total
Number of members	1	0	0	1
Number of votes cast	3	0	0	3

Item No. 6

To approve the re-appointment of Mr. Meenaz Dhanani as Executive Director.

Type of Resolution : Special

i) Voted in favour of the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	34	0	3	37
Numbers of votes cast by them	19091217	0	6801	19098018
% of total number of valid votes cast	99.999%	0.00%	100.00%	

ii) Voted against the Resolution

Particulars	In person	By proxy	E-voting	Total
Number of members present and voting	3	0	0	0
Numbers of votes cast by them	151	0	0	151
% of total number of valid votes cast	0.001%	0.00%	0.00%	

iii) Invalid Votes :

Particulars	In person	By proxy	Abstained	Total
Number of members	1	0	0	1
Number of votes cast	3	0	0	3

5. A compact list containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes are declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to Mr. Shivarama Adiga, Vice President- Legal and Company Secretary, authorised by the Board for safe keeping.

Recommendation:

All the resolutions having secured unanimous votes in favour, may be considered to have been passed. The Chairman may accordingly declare the result of voting.

Thanking you,
Yours faithfully,



 Gopalakrishnaraj H H
 Company Secretary
 FCS: 5654 ; CP : 4152
 Place : Bengaluru
 Date : 11th August 2016

Witness:

1. S.Billur

Siddharam. S. Billur

No. 1156 opp BMTC Bus

Depo Jayanagar-4th

T Block - Bengaluru-41

2. S. Bhat

Sandya Bhat

ClO : Vidyavasini Vipra Mahila Hostel

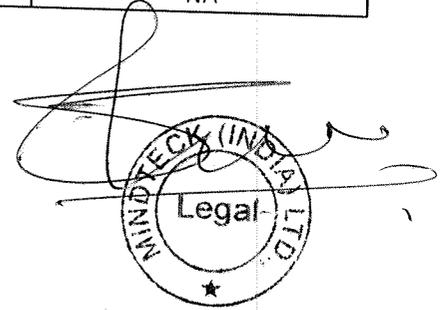
BHCS Layout, Banagiri Nagar,

Banashankari 3rd Stage,

Bengaluru-85.

Annexure 3

Voting Results	
Date of the AGM	August 11, 2016
Total number of shareholders on record date	10137
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	105
No. of Shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	NA
Public:	NA



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, 2016 together with the Reports of the Directors and Auditor's thereon.

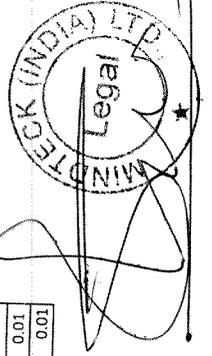
Resolution Required
 Whether promoter/ promoter group are interested in the agenda/resolution?
 Ordinary
 NO

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes – against	No. of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting							
	Poll	16,431,604	16,431,604	100.00	16,431,604		100.00	
	Postal Ballot (if applicable)							
	Total	16,431,604	16,431,604	100.00	16,431,604	0	100.00	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	0	0	0	0	0		
Public- Non Institutions	E-Voting		6,801	0.26	6,801		100.00	
	Poll	2,666,568	2,659,764	99.74	2,659,613	151	99.99	0.01
	Postal Ballot (if applicable)							
	Total	2,666,568	2,666,565	100.00	2,666,414	151	99.99	0.01
	Total	19,098,172	19,098,169	100.00	19,098,018	151	100.00	0.01

Item No. 2: To declare dividend of Re. 1/- Per Equity Share for the financial year ended March 31, 2016.

Resolution Required
 Whether promoter/ promoter group are interested in the agenda/resolution?
 Ordinary
 NO

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting							
	Poll	16,431,604	16,431,604	100.00	16,431,604		100.00	
	Postal Ballot (if applicable)							
	Total	16,431,604	16,431,604	100.00	16,431,604	0	100.00	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	0	0	0	0	0		
Public- Non Institutions	E-Voting		6,801	0.26	6,801		100.00	
	Poll	2,666,568	2,659,764	99.74	2,659,613	151	99.99	0.01
	Postal Ballot (if applicable)							
	Total	2,666,568	2,666,565	100.00	2,666,414	151	99.99	0.01
	Total	19,098,172	19,098,169	100.00	19,098,018	151	100.00	0.01



Item No. 3: To appoint Mr. Yusuf Lanawala, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required
Ordinary

Whether promoter/
promoter group are interested in the agenda/resolution?
NO

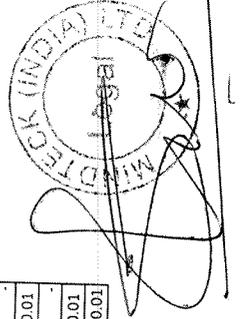
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll	16,431,604	16,431,604	100.00	16,431,604	-	100.00	-
	Postal Ballot (if applicable)							
	Total	16,431,604	16,431,604	100.00	16,431,604	0	100.00	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	0	0	0	0	0	-	-
Public- Non Institutions	E-Voting		6,801	0.26	6,801	-	100.00	-
	Poll	2,666,568	2,659,764	99.74	2,659,613	151	99.99	0.01
	Postal Ballot (if applicable)							
	Total	2,666,568	2,666,565	100.00	2,666,414	151	99.99	0.01
	Total	19,098,172	19,098,169	100.00	19,098,018	151	100.00	0.01

Item No. 4: To ratify the appointment of M/s. B S R & Company as the Auditor of the Company for FY 2016-17.

Resolution Required
Ordinary

Whether promoter/
promoter group are interested in the agenda/resolution?
NO

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll	16,431,604	16,431,604	100.00	16,431,604	-	100.00	-
	Postal Ballot (if applicable)							
	Total	16,431,604	16,431,604	100.00	16,431,604	0	100.00	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	0	0	0	0	0	-	-
Public- Non Institutions	E-Voting		6,801	0.26	6,801	-	100.00	-
	Poll	2,666,568	2,659,764	99.74	2,659,613	151	99.99	0.01
	Postal Ballot (if applicable)							
	Total	2,666,568	2,666,565	100.00	2,666,414	151	99.99	0.01
	Total	19,098,172	19,098,169	100.00	19,098,018	151	100.00	0.01



Item No. 5: To approve the appointment of Mr. Guhan Subramaniam as an Independent Director.

Resolution Required Ordinary
 Whether promoter/ promoter group are interested in the agenda/resolution? NO

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll	16,431,604	16,431,604	100.00	16,431,604		100.00	
	Postal Ballot (if applicable)							
	Total	16,431,604	16,431,604	100.00	16,431,604	0	100.00	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting		6,801	0.26	6,800	1	99.99	0.01
	Poll	2,666,568	2,659,764	99.74	2,659,613	151	99.99	0.01
	Postal Ballot (if applicable)							
	Total	2,666,568	2,666,565	100.00	2,666,413	152	99.99	0.01
	Total	19,098,172	19,098,169	100.00	19,098,017	152	100.00	0.01

Item No. 6: To approve the re-appointment of Mr. Meenaz Dhanani as an Executive Director.

Resolution Required Special
 Whether promoter/ promoter group are interested in the agenda/resolution? NO

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in favour	No. of votes – against	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll	16,431,604	16,431,604	100.00	16,431,604		100.00	
	Postal Ballot (if applicable)							
	Total	16,431,604	16,431,604	100.00	16,431,604	0	100.00	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	0	0	0	0	0		
Public- Non Institutions	E-Voting		6,801	0.26	6,801	0	100.00	0
	Poll	2,666,568	2,659,764	99.74	2,659,613	151	99.99	0.01
	Postal Ballot (if applicable)							
	Total	2,666,568	2,666,565	100.00	2,666,414	151	99.99	0.01
	Total	19,098,172	19,098,169	100.00	19,098,018	151	100.00	0.01

