



Mindteck (India) Limited
(CIN: L30007KA1991PLC039702)
AMR Tech Park, Block 1, 3rd Floor
#664, 23/24, Hosur Road, Bommanahalli
Bengaluru - 560068. India
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www.mindteck.com

Ref: MT/SSA/2020-21/19
August 14, 2020

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 29th Annual General Meeting, Scrutinizer's Report and Voting Results.

With reference to the above-mentioned subject, please be informed that our Company held the 29th Annual General Meeting of its Members on Friday, August 14, 2020 at 3:00 p.m. 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 29th 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

Annexure 1

SUMMARY OF PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING

The 29th Annual General Meeting ('AGM') of the Members of Mindteck (India) Limited ('the Company') was held on Friday, August 14, 2020 from 3:00 p.m. to 4:45 p.m. (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 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 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 attended the meeting have introduced themselves. The requisite quorum being present, the Chairman called the meeting to order. All the Directors of the Company have attended the meeting except Mr. Subhash Bhushan Dhar. 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 29th 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, 2020 together with Board's Report and Auditor's Report thereon.
2. Item No. 2: To re-appoint Mr. Yusuf Lanewala, who retires by rotation and being eligible, offers himself for re-appointment.

As Special Business:

3. Item No. 3: To appoint Mr. Anand Balakrishnan as a Director.
4. Item No. 4: To appoint and approve the payment of remuneration to Mr. Anand Balakrishnan as Managing Director and CEO of the Company.
5. Item No. 5: To re-appoint Ms. Prochie Sanat Mukherji as an Independent Director of the Company.

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.

**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
AMR Tech Park, Block-1, 3rd Floor, No. 664, 23/24
Hosur Main Road, Bommanahalli
Bengaluru - 560068

Dear Sir,

Subject: 29th Annual General Meeting of the Equity Shareholders of Mindteck (India) Limited, held on 14th August 2020 at 03.00 PM through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

I, Gopalakrishnaraj H. H., Company Secretary at No.369, 16th Main, 35th A Cross, 4th T Block, Jayanagar, Bengaluru – 560 041, appointed as Scrutinizer by the Board of Directors of Sasken Technologies Limited (the Company) for the purpose of the scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 29th Annual General Meeting (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 issued by the Ministry of Corporate Affairs ("MCA"), SEBI Circular No. SEBI/ HO/ CFD / CMD1/ CIR/P/2020/79 dated 12th May 2020, in respect of the below mentioned resolutions proposed at the AGM of the Equity Shareholders of the Company held on Friday, 14th August 2020 at 03.00PM 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 electronics means (e-voting) was provided by Central Depository Services Limited (CDSL).
3. In accordance with the Notice of the 29th 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 on 23rd July 2020, the remote e-voting opened at 9:00 AM on 11th August 2020 and remained open up to 5:00 PM on 13th August 2020.
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 7th August 2020, “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 the Company, 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>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were 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:

Item No. 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, 2020, together with the Board’s Report and Auditor’s Report thereon.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
37	18744207	99.9983

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	312	0.0017

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No.2

Re-Appointment of Mr. Yusuf Lanewala who retires by Rotation.

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
37	18744207	99.9983

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	312	0.0017

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 3

Appointment of Mr. Anand Balakrishnan as a Director

Type of resolution: Ordinary

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	18736857	99.9983

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	312	0.0017

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



Item No. 4

Appointment and Payment of Remuneration to Mr. Anand Balakrishnan as Managing Director and Chief Executive Officer of the Company.

Type of resolution: Special

i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
36	18736857	99.9983

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	312	0.0017

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

Item No. 5

Re-Appointment of Ms. Prochie Sanat Mukherji as an Independent Director.

Type of resolution: Special

i) Voted in favour of the resolution:

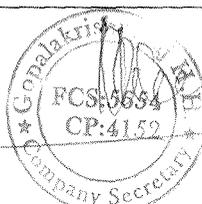
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
37	18744207	99.9983

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
9	312	0.0017

iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0



9. A list of equity shareholders who voted “FOR” and “AGAINST” for each resolution are handed over and the relevant electronic records are in the custody of Mr. Shivarama Adiga S, VP Legal and Company Secretary.

Thanking you,

For Gopalakrishnaraj H H & Associates
Company Secretaries



Gopalakrishnaraj H H
Proprietor
CP 4152; FCS: 5654
UDIN: F005654B000578831

Place: Bengaluru
Date: 14/08/2020

Witness 1: Gangadhar
S/o Rudea Adhya
174, Kunti Grama,
'A' Block, R.T. Nagar
Bangalore-32.

R Gangadhar

Witness 2: Ramesh A R
S/o Rangappa
#23, Ammanapalya
Hosapalya Bandepalya
B'lore - 560068

Ramesh A R

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)	14-08-2020
Start time of the meeting	03:00 PM
End time of the meeting	04:45 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	27-05-2020
Date of Issuance of Report to the company	14-08-2020

Voting results	
Record date	07-08-2020
Total number of shareholders on record date	11380
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	42
No. of resolution passed in the meeting	5
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 the Consolidated Financial Statements of the Company, for the financial year ended March 31, 2020, 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	2312915	2312915	100	2312603	312	99.9865	0.0135
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2312915	2312915	100	2312603	312	99.9865
Total		18744519	18744519	100	18744207	312	99.9983	0.0017
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(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To re-appoint Mr. Yusuf Lanewala, 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	2312915	2312915	100	2312603	312	99.9865	0.0135
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2312915	2312915	100	2312603	312	99.9865
Total		18744519	18744519	100	18744207	312	99.9983	0.0017
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(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Mr. Anand Balakrishnan (DIN: 05311032) as a candidate for the office of the Director of the Company liable to retire by rotation.				
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	2305565	2305565	100	2305253	312	99.9865	0.0135
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2305565	2305565	100	2305253	312	99.9865
Total		18737169	18737169	100	18736857	312	99.9983	0.0017
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)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To approve the appointment and payment of Remuneration to Mr. Anand Balakrishnan (DIN: 05311032) as Managing Director and Chief Executive Officer for a period of three (3) years effective from March 01, 2020.					
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	2305565	2305565	100	2305253	312	99.9865	0.0135
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2305565	2305565	100	2305253	312	99.9865
Total		18737169	18737169	100	18736857	312	99.9983	0.0017
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(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the re-appointment of Ms. Prochie Sanat Mukherji (DIN: 07158863) as an Independent Director for a further term of five years from April 28, 2020 to April 27, 2025.				
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	2312915	2312915	100	2312603	312	99.9865	0.0135
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		2312915	2312915	100	2312603	312	99.9865
Total		18744519	18744519	100	18744207	312	99.9983	0.0017
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	

