



Mindteck (India) Limited

(CIN: L30007KA1991PLC039702)

Regd. Office: 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/SG/2026-27/10

June 11, 2026

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/Madam,

Subject: Communication to shareholders regarding Postal Ballot Notice - Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hereby enclose a copy of the Postal Ballot Notice dated June 09, 2026, together with the Explanatory Statement which is sent by email to all the Members today, whose email addresses are registered with the Company/its Registrar and Transfer Agent (RTA)/ Depository Participants whose names appear in the Register of Members as on the cut-off date i.e., June 05, 2026.

The Company has engaged the services of Central Depository Services (India) Limited for providing evoting facility to the Members. The evoting will commence at 9:00 AM (IST) on Sunday, June 14, 2026, and shall end at 5:00 PM (IST) on Monday, July 13, 2026 (both days inclusive).

The results of the same will be declared on or before Wednesday, July 15, 2026.

Request you to take the same on record.

Thanking you,

Yours Truly,

For Mindteck (India) Limited

Sathya Raja G.

AVP, Legal and Company Secretary

MINDTECK (INDIA) LIMITED
(CIN: L30007KA1991PLC039702)
Regd. Office: A.M.R. TECH PARK, BLOCK 1, 3RD FLOOR, #664, 23/24, HOSUR MAIN ROAD,
BOMMANAHALLI, BENGALURU-560 068
Ph: +91-80-4154 8000, Email ID: info@mindteck.com; Website: www.mindteck.com

POSTAL BALLOT NOTICE

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of Companies (Management and Administration) Rules, 2014]

To,
THE MEMBERS OF MINDTECK (INDIA) LIMITED

NOTICE IS HEREBY given pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 and any amendments thereto, read with the Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), to seek Members' approval by way of postal ballot only by voting through electronic means (e-voting) in respect of the Resolutions contained as Special Business given hereunder.

In accordance with the MCA Circulars, the Notice of Postal Ballot is being sent in electronic form only. The hard copy of the Notice along with Postal Ballot forms and pre-paid business envelope will not be sent to the Members for this Postal Ballot. The Company will send Postal Ballot Notice ("Notice") by email to all its Members who have registered their email addresses with the Company or Depository Participant(s) and the communication of assent/dissent of the Members will only take place through the remote e-voting system.

Members are requested to carefully read the instructions provided in the Notice and record their assent (**FOR**) or dissent (**AGAINST**) only through the remote e-voting process not later than 5:00 p.m. (IST) on July 13, 2026, failing which it will be considered that no reply has been received from the Member.

Members' consent is requested for the proposal contained in the Resolution appended herein below.

The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 pertaining to the said Resolutions setting out the material facts and the reasons thereof is annexed hereto along with the Postal Ballot Notice (the "Notice") seeking the Members' assent or dissent to the proposed Resolution.

SPECIAL BUSINESS

1. Appointment of Ms. Preeti Mohan (DIN: 07822681), as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031.

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification or re-enactment(s) thereof for the time being in force), the

Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Ms. Preeti Mohan (DIN: 07822681), who was appointed as an Additional Director in the capacity of an Independent Director with effect from May 13, 2026, and who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorized to take such steps, actions and do things, deeds, matters, including the filing of necessary forms with the Ministry of Corporate Affairs and intimation to Stock Exchanges, as may be required so as to give proper effect to this Resolution.”

2. Appointment of Mr. Madhuranath R Konety (DIN: 02161694), as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031.

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder, and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification or re-enactment(s) thereof for the time being in force), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Mr. Madhuranath R Konety (DIN: 02161694), who was appointed as an Additional Director in the capacity of an Independent Director with effect from May 13, 2026, and who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act, be and is hereby appointed as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031 and shall not be liable to retire by rotation.

RESOLVED FURTHER THAT any Director and/or the Company Secretary of the Company be and are hereby severally authorized to take such steps, actions and do things, deeds, matters, including the filing of necessary forms with the Ministry of Corporate Affairs and intimation to Stock Exchanges, as may be required so as to give proper effect to this Resolution.”

Registered Office:

A.M.R. Tech Park, Block 1,
3rd Floor, #664, 23/24, Hosur Main Road,
Bommanahalli, Bengaluru-560 068

June 09, 2026
Bengaluru

**By the Order of the Board of Directors,
for MINDTECK (INDIA) LIMITED**

S/d-

Sathya Raja G.

Associate Vice-President,
Legal and Company Secretary

NOTES:

- 1 The explanatory statement and reasons for the proposed Resolutions pursuant to Section 102 of the Companies Act, 2013 setting out material facts is annexed hereto.
- 2 The notice of the Postal Ballot will also be placed on the Company's website (www.mindteck.com) which will remain till the last date of e-voting for the Members.
- 3 The Company has appointed Mr. Gopalakrishnaraj H. H., Practicing Company Secretary (FCS No. 5654, CP No. 4152), Bengaluru, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
- 4 In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Physical Shareholders are requested to update their email address with the Company's Registrar and Share Transfer Agent (RTA) i.e. MUFG Intime India Private Limited, C 101, 247 Park, LBS Road, Vikhroli West, Mumbai – 400083, Email: investor.helpdesk@in.mpms.mufg.com. Demat Shareholders are requested to update their email address with their respective Depository Participants. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.
- 5 Members may note that this Postal Ballot Notice will also be available on the Company's website (www.mindteck.com), websites of the Stock Exchanges where the equity shares of the Company are listed i.e. BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com) and on the website of Central Depository Services (India) Limited ("CDSL"), (www.evotingindia.com).
- 6 Upon completion of the scrutiny, the Scrutinizer will submit his report to the Chairman or the Company Secretary of the Company. Subsequently, the result of the Postal Ballot will be announced by the Chairman or the Company Secretary of the Company latest by **Wednesday, July 15, 2026**.
- 7 The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website (www.mindteck.com) and on the website of CDSL (www.evotingindia.com) after passing of the Resolutions and communicated to the Stock Exchanges, where the shares of the Company are listed.
- 8 The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date of remote e-voting i.e., July 13, 2026.
- 9 In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rules framed there under and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Members are provided with the facility to cast their vote electronically through the e-voting services provided by CDSL on all resolutions set forth in this Notice.

A. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on June 14, 2026 (9.00 a.m. IST) and ends on July 13, 2026 (5.00 p.m. IST). During this period, shareholders of the Company, holding shares either in physical mode or in dematerialised mode, as on June 05, 2026 (**Cut-off date**), may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Members whose names appear on the Register of Members as on June 05, 2026 (Cut-off date) are considered for the purpose of e-voting. A person who is not a member as on cut-off date should treat this notice for information purpose only.
- (ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under the Regulation 44 of SEBI LODR Regulations, listed entities are required to

provide remote e-voting facility to its shareholders, in respect of all resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders are at a negligible level. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iii) In terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email ID in their demat accounts in order to access e-Voting facility. **Pursuant to aforesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode is given below:**

Type of Shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL Website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login, the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting the vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser and type the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on Company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS” Portal or click on https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser and type the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. 4) For OTP based login you can click on https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/ mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company name or e-Voting service provider name and you will be redirected to e-Voting service provider</p>

Depository Participants	website for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL:

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issues in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issues in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000.

(iv) **Login method for e-Voting and joining virtual meeting for physical shareholders and shareholders other than individual holding shares in demat mode:**

- a. Log on to the e-voting website www.evotingindia.com.
- b. Click on "Shareholders" module.
- c. Now Enter your User ID
For CDSL: 16 digits beneficiary ID,
For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
Members holding shares in Physical Form should enter Folio Number registered with the Company.
- d. Next enter the Image Verification as displayed and Click on Login.
- e. If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any Company, then your existing password is required to be used.
- f. If you are a first-time user follow the steps provided below:

	For Members holding shares in Demat mode (other than individual) and Physical mode
PAN	<ul style="list-style-type: none"> • Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders) • If you have not updated your PAN with the Company/Depository Participant, you are requested to use the sequence number sent by Company/RTA or contact Company/RTA. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters.

	Example: if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> • Enter the Dividend Bank Details or Date of Birth (in DD/MM/YYYY format) as recorded in your Demat account or in the Company records in order to login. • If both the details are not recorded with the Depository or Company please enter the Member ID/Folio number in the Dividend Bank details field as mentioned in instruction (v) (c).

- (v) After entering the above details appropriately, click on “SUBMIT” tab.
- (vi) If you hold shares in physical mode, you will directly reach the Company selection screen. However, Members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter your login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting on resolutions of any other Company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vii) If you hold shares in physical mode, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for Mindteck (India) Limited on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the resolution that you have decided to vote on, then click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a printout of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a Demat account holder has forgotten the login password, then enter the User ID and the image verification code and click on “Forgot Password”, and enter the details as prompted by the system.

(xvi) Facility for Non – Individual Shareholders and Custodians –Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves in the ‘Corporates’ module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- d. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- e. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- f. Alternatively, Non-Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; sathya.raja@mindteck.com, if they have voted from individual tab and have not uploaded same in the CDSL e-voting system for scrutinizer's verification.

Process for those shareholders whose Email/Mobile Number are not Registered with the Company/Depositories:

1. For Physical shareholders - please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAAR (self attested scanned copy of Aadhaar Card) by email to **Company/RTA**.
2. For Demat shareholders (other than Individuals) - Please update your email IDs and Mobile No. with your respective Depository Participants (DP).
3. For Individual Demat shareholders – Please update your email ID and Mobile No. with your respective Depository Participants (DP) which is mandatory while e-Voting and joining virtual meeting through Depository.

B. Other Instructions:

- I. The e-voting period commences on June 14, 2026 (9.00 a.m. IST) and ends on July 13, 2026 (5.00 p.m. IST). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on June 05, 2026 (**Cut-off date**), may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- II. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on June 05, 2026 (**Cut-off date**).
- III. Mr. Gopalakrishnaraj H. H., Practicing Company Secretary (Membership No. FCS 5654), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- IV. The Scrutinizer shall, within a period not exceeding two working days from the conclusion of the e-voting on the last day of the Postal Ballot, unblock all the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman or Company Secretary of the Company.
- V. The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website (www.mindteck.com) and on the website of CDSL (www.evotingindia.com) within two working days of the passing of the Resolutions through this Postal Ballot and shall be communicated to the Stock Exchanges, where the shares of the Company are listed.

- VI. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com. Alternatively, call at toll free no. 1800 21 09911.

Item no. 1: Appointment of Ms. Preeti Mohan (DIN: 07822681), as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031.

Ms. Preeti Mohan (DIN: 07822681) was appointed as an Additional Independent Director of the Company with effect from May 13, 2026, pursuant to Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company and subject to the approval of shareholders in the AGM.

Pursuant to the provisions of Sections 152 and 161 of the Companies Act, 2013, Ms. Preeti Mohan, will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a Member proposing the candidature of Ms. Preeti Mohan for the office of Independent Director.

Ms. Preeti Mohan has provided a declaration to the Company that she meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) & 25 of SEBI (LODR) Regulations. Further, she has also provided to the Company her consent in writing to act as a Director in Form DIR-2 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules 2014, to the effect that she is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013. She also confirmed her compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, the Director fulfills the conditions specified in the Companies Act, 2013 and Rules framed there under as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and she is Independent of the Management.

In compliance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, the appointment of Ms. Preeti Mohan as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031, is placed before the Shareholders for approval.

The terms and conditions of the appointment of the Independent Director shall be open for inspection by the Shareholders at the Registered Office of the Company during normal working hours on any working day, excluding Saturday, Sunday and Public holidays.

None of the Directors, Key Managerial Personnel or their relatives, except Ms. Preeti Mohan and her relatives, are in any way concerned or interested in the resolution set out at Item No. 1 of the Notice.

In light of the above, Members are requested to accord their approval to the Ordinary Resolution as set out at Item 1 of the accompanying notice.

Information as per Secretarial Standards

Name	Ms. Preeti Mohan
Age	58 years
Date of first appointment on the Board	May 13, 2026

Qualifications	Bachelor of Engineering (Computer Science) from Birla Institute of Technology
Experience	Over 35 years
Remuneration last drawn	Not Applicable
Shareholding in the Company	NIL
Relationship with other Directors/KMP of the Company	NIL
Number of Board Meetings attended during the FY 2025-26	NIL
Directorships in other Companies	NIL
Chairman/Member of the Committee(s) of Board of Directors in other Companies in which she is a Director	NIL
Terms and Conditions of appointment	Ms. Preeti Mohan shall be appointed as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031 by the Board, subject to the approval of the shareholders.
Remuneration to be paid	Ms. Preeti Mohan shall be paid the sitting fees for attending the Board and Committee Meetings, if any, as approved by the Board, the profit-related Commission and any other remuneration that she is eligible for under the Companies Act, 2013 & Schedule V, as approved by the Board and/or the Members of the Company from time to time.
Justification for choosing the appointee as an Independent Director	Both Nomination & Remuneration Committee and the Board of Directors are satisfied with the qualifications Ms. Preeti Mohan possesses and her vast knowledge and expertise on various domains majorly in Technology and Management.

Item no. 2: Appointment of Mr. Madhuranath R Konety (DIN: 02161694), as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031.

Mr. Madhuranath R Konety (DIN: 02161694) was appointed as an Additional Independent Director of the Company with effect from May 13, 2026, pursuant to Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company and subject to the approval of shareholders in the AGM.

Pursuant to the provisions of Sections 152 and 161 of the Companies Act, 2013, Mr. Madhuranath R Konety, will hold office up to the date of the ensuing AGM. The Company has received notice in writing under the provisions of Section 160 of the Companies Act, 2013, from a Member proposing the candidature of Mr. Madhuranath R Konety for the office of Independent Director.

Mr. Madhuranath R Konety has provided a declaration to the Company that she meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) & 25 of SEBI (LODR) Regulations. Further, he has also provided to the Company his consent in writing to act as a Director in Form DIR-2 and intimation in Form DIR-8 in terms of Companies (Appointment and Qualification of Directors) Rules 2014, to the effect that he is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013. He also confirmed her compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, the Director fulfills the conditions specified in the Companies Act, 2013 and Rules framed there under as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as an Independent Director and he is Independent of the Management.

In compliance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, the appointment of Mr. Madhuranath R Konety as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031, is placed before the Shareholders for approval.

The terms and conditions of the appointment of the Independent Director shall be open for inspection by the Shareholders at the Registered Office of the Company during normal working hours on any working day, excluding Saturday and Sunday.

None of the Directors, Key Managerial Personnel or their relatives, except Mr. Madhuranath R Konety and his relatives, are in any way concerned or interested in the resolution set out at Item No. 2 of the Notice.

In light of the above, Members are requested to accord their approval to the Ordinary Resolution as set out at Item 2 of the accompanying notice.

Information as per Secretarial Standards

Name	Mr. Madhuranath R Konety
Age	52 years
Date of first appointment on the Board	May 13, 2026
Qualifications	MSx from the Stanford Graduate School of Business, a Master of Computer Science from Virginia Tech, and a Bachelor of Engineering from BMS College of Engineering, Bangalore
Experience	Over 30 years
Remuneration last drawn	Not Applicable
Shareholding in the Company	NIL
Relationship with other Directors/KMP of the Company	NIL

Number of Board Meetings attended during the FY 2025-26	NIL
Directorships in other Companies	1. Ice Cream Labs Brand & Advertising Technologies Private Limited 2. Nuartin Labs Private Limited
Chairman/Member of the Committee(s) of Board of Directors in other Companies in which she is a Director	NIL
Terms and Conditions of appointment	Mr. Madhuranath R Konety shall be appointed as an Independent Director of the Company for a term of five (5) years effective from May 13, 2026 to May 12, 2031 by the Board, subject to the approval of the shareholders.
Remuneration to be paid	Mr. Madhuranath R Konety shall be paid the sitting fees for attending the Board and Committee Meetings, if any, as approved by the Board, the profit-related Commission and any other remuneration that he is eligible for under the Companies Act, 2013 & Schedule V, as approved by the Board and/or the Members of the Company from time to time.
Justification for choosing the appointee as an Independent Director	Both Nomination & Remuneration Committee and the Board of Directors are satisfied with the qualifications Mr. Madhuranath R Konety possesses and his vast knowledge and expertise on various domains majorly in Technology and Management.

Registered Office:

A.M.R. Tech Park, Block 1,
3rd Floor, #664, 23/24, Hosur Main Road,
Bommanahalli, Bengaluru-560 068

June 09, 2026
Bengaluru

**By the Order of the Board of Directors,
for MINDTECK (INDIA) LIMITED**

S/d-
Sathya Raja G.
Associate Vice-President,
Legal and Company Secretary

ANNEXURE TO THE NOTICE

INFORMATION PURSUANT TO REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS

Name of the Director	Ms. Preeti Mohan	Mr. Madhuranath R Konety
Appointment/Re-appointment	Appointment as an Independent Director	Appointment as an Independent Director
Brief Resume and nature of expertise in specific functional areas	<p>Preeti Mohan is a driven and passionate leader with belief in the power of transformation. With over three decades of extensive global experience, she has been instrumental in driving technology-enabled solutions that consistently delivered measurable ROI by fostering innovation, accelerating growth and embedding customer-centricity into the core of operations.</p> <p>She has held senior leadership positions at organizations including Accenture, Genpact, WNS, and Headstrong - leading global initiatives across Digital and Business Transformation, P&L management, Operations and Delivery, Portfolio Rationalization, Mergers & Acquisitions, and Product Strategy & Development. Her experience spans both corporate enterprises and entrepreneurial AI ventures, combining operational rigor with start-up agility.</p> <p>Preeti is passionate about coaching and developing leaders through periods of strategic transformation and organizational restructuring. She holds a degree in Computer Science from Birla Institute of Technology. She also serves as Co-founder and Board Member of SMMARUN, a start-up focused on Responsible AI and Governance. Beyond her professional</p>	<p>Madhuranath R Konety is an enterprise artificial intelligence product leader and venture builder with over 25 years of experience in creating, scaling and investing in technology companies across the United States and India. He is the Co-Founder and Chief Product Officer of IceCreamLabs, a Silicon Valley-based enterprise AI firm operating an AI Solutions business serving Fortune 500 customers, including Walmart, Nestlé and Procter & Gamble, and an AI Venture Studio that has incubated and scaled multiple generative AI and agentic AI companies, including Modo.ai (enterprise AI agents) and Commerceflow.ai (AI-enabled retail merchandising).</p> <p>Earlier in his career, he held product leadership roles at Network General and BMC Software, and founded APTUATE. He also served as a Partner at Be Capital (Dubai/Bangalore) and Deccan Emerging Ventures (Bangalore), where he evaluated and advised on enterprise software and AI investments.</p> <p>Mr. Konety is a frequent industry speaker on enterprise AI at forums such as the National Retail Federation (NRF) and the Consumer Goods Forum, and advises early-stage AI companies. He holds an MSx from the Stanford Graduate School of Business, a Master of Computer Science from</p>

	<p>pursuits, Preeti actively contributes to Diversity, Equity & Inclusion (DEI), sustainability, and community development initiatives, and serves as a trustee for an organization focused on creating employment opportunities for underprivileged communities.</p>	<p>Virginia Tech, and a Bachelor of Engineering from BMS College of Engineering, Bangalore.</p> <p>He brings to the Board extensive expertise in enterprise AI strategy, generative AI and large language model product development, global software delivery, and technology governance.</p>
List of other Listed Companies in which Directorship is held	NIL	NIL
Chairman/Member of the Committee(s) of Board of Directors of other Listed Companies in which he/she is a Director	NIL	NIL
Shareholding/ Stock Options in the Company	NIL	NIL
Relationship with other Directors/ KMP of the Company	NIL	NIL
Skills and Capabilities required for the role and the manner in which the proposed person meets such requirements	<p>Ms. Preeti Mohan is a Computer Science graduate from Birla Institute of Technology with extensive experience across various industries. She brings deep expertise in technology and management, backed by a strong track record of working in diverse business environments. Her multidisciplinary knowledge and leadership skills contribute significantly to strategic decision-making, operational excellence, and technology-driven transformation.</p>	<p>Mr. Madhuranath R. Konety holds an MSx degree from Stanford Graduate School of Business, a Master of Science in Computer Science from Virginia Tech, and a Bachelor of Engineering from BMS College of Engineering. He has worked across diverse industries and possesses extensive knowledge and expertise in multiple domains, with a strong focus on Technology and Management. His broad professional experience, combined with his academic background, has enabled him to develop deep insights into technology-driven innovation, business strategy, leadership, and organizational growth.</p>