



Mindtree

A Larsen & Toubro Group Company

Registered Office Address: Mindtree Limited
Global Village, RVCE Post, Mysore Road,
Bengaluru – 560059, Karnataka, India.
Corporate identity Number (CIN):
L72200KA1999PLC025564
E-mail : info@mindtree.com

Ref: MT/STAT/CS/2022-23/76

August 26, 2022

To
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001
BSE : fax : 022 2272 3121/2041/ 61
Phone 022-22721233/4
email: corp.relations@bseindia.com

To
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai 400 051
NSE : Fax: 022 2659 8237 / 38
Phone: 022 2659 8235 / 36
email : cmlist@nse.co.in

Stock Code/Symbol: 532819/MINDTREE

Dear Sirs,

Subject: Summary of Proceedings of the meeting of the Unsecured Creditors of Mindtree Limited held on August 26, 2022 at 4 PM through Video conferencing (VC)/ Other Audio Visual Means (OAVM) convened pursuant to Order of the Hon'ble National Company Law Tribunal, Bengaluru Bench (Hon'ble NCLT)

Directors Present:

Mr. S N Subrahmanyam (VC from Mumbai) – Chairperson appointed for the meeting
Mr. A M Naik (VC from Mumbai) – Non-Executive Chairman
Mr. Debashis Chatterjee (VC from Bengaluru) – CEO & Managing Director
Mr. Venugopal Lambu (VC from Europe) – Executive Director & President-Global Markets
Ms. Apurva Purohit (VC from Mumbai) – Lead Independent Director and Chairperson of Nomination and Remuneration Committee (NRC)
Mr. Akshaya Bhargava (VC from UK) – Independent Director and Chairperson of Audit Committee
Mr. Bijou Kurien (VC from US) – Independent Director and Chairperson of Stakeholders' Relationship Committee (SRC)
Ms. Deepa Gopalan Wadhwa (VC from Singapore) – Independent Director and Chairperson of Corporate Social Responsibility Committee (CSR)
Mr. Chandrasekaran Ramakrishnan (VC from Chennai) – Independent Director and Chairperson of Risk Management Committee (RMC)

Management Team:

Mr. Vinit Ajit Teredesai (VC from Mumbai)– CFO
Mr. Subhodh Shetty(VC from Mumbai) – Company Secretary

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Other Representatives:

Deloitte Haskins & Sells, Statutory Auditors – VC from Bengaluru
Mr. G Shanker Prasad – Secretarial Auditor – VC from Bengaluru
Mr. Nagendra Rao, Practicing Company Secretary-Scrutinizer appointed for the meeting – VC from Mumbai

A total of 43 unsecured creditors attended the meeting through VC

Mr. Mr. S N Subrahmanyam, Chairperson appointed by the Hon'ble NCLT, commenced the proceedings of the meeting and welcomed the unsecured creditors who had joined the meeting. The Chairman informed that this meeting is being held through Video Conference (VC) as per applicable circulars of MCA.

He introduced Directors and KMPs joining the meeting and acknowledged the presence of the Scrutinizer, representatives of the Statutory Auditors and Secretarial Auditor. After ensuring the requisite quorum for the meeting being present, he called the meeting to order. Since the meeting was held through VC, there was no requirement of physical attendance of unsecured creditors and requirement of appointing proxies was not applicable.

The Chairperson then informed the unsecured creditors that copy of the notice dated July 22, 2022 convening the meeting with a copy of the proposed Scheme together with the explanatory statement thereto was sent to the unsecured creditors by registered post/ courier and electronic mode. Advertisement of the said notice convening the meeting was also published in Business Standard in English and Kannada Prabha in Kannada on July 25, 2022. With due permission of the unsecured creditors, the notice convening the meeting was taken as read. Chairperson then addressed the unsecured creditors, inter-alia, highlighting the key features of the scheme including the rationale and share exchange ratio, etc. He also mentioned that the outstanding balance of unsecured creditors as on the effective date would be taken over by Larsen & Toubro Infotech Limited, the transferee company and as such the rights of the unsecured creditors are protected. Thereafter, he requested the Company Secretary to brief the unsecured creditors on the proceedings for the meeting. Mr. Subhodh Shetty, Company Secretary apprised the unsecured creditors on the flow of events pertaining to the Scheme and guidelines for e-voting and the start date & time and end date & time for remote e-voting, details of the Scrutinizer, submission of voting results.

With due permission of unsecured creditors, the Chairperson tabled the following agenda item as contained in the notice convening the meeting:

Item No. 1: To consider and if thought fit, approving the proposed scheme of amalgamation and arrangement amongst Larsen & Toubro Infotech Limited (Transferee Company) and Mindtree Limited (Transferor Company) and their respective shareholders and creditors.

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He then mentioned that the e-voting window will be activated for unsecured creditors to vote during the meeting and he requested unsecured creditors to vote in accordance with instructions printed in the notice of the meeting.

The Chairperson then authorized the Company Secretary to receive the Scrutinizer's report, declare the voting results and intimate the same to the stock exchanges.

He informed the unsecured creditors that the e-voting window was open on the NSDL e-voting platform for 15 minutes from the conclusion of proceedings of the meeting, and requested unsecured creditors to cast their votes, in case they had not already cast their vote. Chairperson concluded the proceedings by thanking all the unsecured creditors and Directors for joining the meeting.

The Meeting concluded at 4.23 PM (1ST).

For Mindtree Limited

Subhodh Shetty
Company Secretary
ACS-13722

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