

To,

Date: 23rd September, 2019

The Manager- Listing Department
National Stock Exchange India Limited
SME platform
'Exchange Plaza', C-1 Block G,
Bandra Kurla complex,
Bandra (E), Mumbai 400051.

Ref: NSE Symbol: MINDPOOL

ISIN: INE00RQ01019

Dear Sir/ Madam,

Subject: Disclosure pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) Outcome of 4th Board Meeting of Financial Year 2019-2020 held on Monday, 23rd September, 2019 at Pune.

With reference to the captioned subject, we wish to inform you that 4th Board Meeting of Financial Year 2019-2020 was commenced at 11.00 A.M and concluded at 1.00 PM on Monday, 23rd September, 2019 at Pune inter-alia, unanimously transacted the following business(s):

- 1) Appointment of Mr. Kaustubh Karve (DIN 08553122) as Additional Director (non-executive, Independent Director)
- 2) Approval of Shifting of Registered office of the Company within the local limits of the City/Town.
- 3) Acquisition of 51 % Stake of S A Tech Software India Private. Limited. (SAT)

Disclosure Requirements for Listed Entities - Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. Read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is as follows:

a)	Name of the target entity, details in brief such as size, turnover etc	<p>Name: S A Tech Software India Private. Limited. (SAT)</p> <p>Authorised capital: Rs. 40,000,000/-</p> <p>Issued, Subscribed and Paidup Capital: Rs. 4,298,110/-</p> <p>Turnover as on March 2019 (unaudited) : Rs. 361,550,174</p>
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length"	<p>The proposed transaction is not a related party transaction.</p> <p>The Promoter and/ or the promoter group have no</p>

MINDPOOL TECHNOLOGIES LIMITED

(Formerly Known as Mindpool Technologies Private Limited)

Regd. Office C/102/9, Pune IT Park, Bhau Patil Marg, Bopodi, Pune, Maharashtra - 411020. (INDIA)

Tel : 020-66240089 E-mail: info@mindpooltech.com | www.mindpooltech.com

CIN NO : U72900PN2011PLC138607



		interest in the entity being acquired.
c)	Industry to which the entity being acquired belongs	IT staffing & Project Consulting
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	S A Tech Software India Private Limited. (SAT) is a leading Company in the consulting services in all branches of IT Staffing and Project Consulting. The Company is a fast growing Company and Mindpool is desirous to be a part of the venture by investing in SAT for its diversification, growth and expansion. The proposed investment will help Mindpool in gaining access in various branches of IT Staffing and Project Consulting.
e)	Brief details of any governmental or regulatory approvals required for the acquisition	Requisite statutory approvals.
f)	Indicative time period for completion of the acquisition	Two Months
g)	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration by fixing a value per share arrived through Book Value Method determined by considering valuation.
h)	Cost of acquisition or the price at which the shares are acquired	INR. 50,439,000/- (Rupees Five Crore Four Lakh Thirty Nine Thousand Only). The Consideration amount will be paid to the Promotor company after deduction of TDS as per the Indian income tax act.
i)	percentage of shareholding / control acquired and / or number of shares acquired	51 % stake of S A Tech Software India Private Limited. (SAT) Shares: 219300 equity shares at Rs. 230 per share
j)	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	SAT was incorporated on 1st November, 2012 in Pune, Maharashtra. SAT is engaged in the business of IT Staffing consulting and Project Consulting since then it is a Wholly owned Subsidiary of a foreign Company S A Technologies Inc. as on date.



		Turnover of SAT for previous three years is as follows: FY 2017-18: INR 31.25 Crore FY 2016-17: INR 24.99 Crore FY 2015-16: INR 22.38 Crore
--	--	---

This is for your information and record.

Thanking you,

Yours faithfully,

For, **Mindpool Technologies Limited**

(Formerly known as Mindpool technologies Private Limited)

Priyal Singh

Priyal Singh
Company Secretary & Compliance Officer
Encl. as above



Annexure- A
Independent Director Brief profile

S.No.	Particulars	Information
1	Name	Kaustubh Karwe
2	Designation	Additional Director(Non-executive & Independent)
3	Date of Birth	19/12/1962
4	Address	33 A, Parijat Society, off Kondwa Road Bibvewadi, PUNE - 411037 Maharashtra INDIA
5	Email	iKarwe@gmail.com
6	Date of Appointment	23rd September, 2019
7	Relationship with the other Directors of the Company	None
8	Brief profile	<p>Kaustubh Karwe is a recipient of <u>Lifetime-Achievement-Award</u> by RIGHTS-Foundation.</p> <p>He is an MBA from Xaviers International University, India, CIPM (<i>Certificate in Project Management</i>) by PMA, India, CSTM (<i>Certified Software Test Manager</i>) by Ministry of IT, India, Certified-Master-Trainer by MEPSC, Ministry of HRD, India with ~24 years of professional experience mainly into IT Projects, HR & Administration plus Training & Development. His Experience into IT includes "Software Design, Development & Testing", "Project Execution, Documentation & Delivery", Large Team Management (<i>On-Shore & Off-Shore Model</i>) plus Manpower-Staffing".</p> <p>Kaustubh has successfully executed one large IT-Project at Malaysia representing "iGate Global Solutions" as a Project-Manager for a Global-Client.</p> <p>During his professional experience, he was holding various positions: 6 years as a "Team Leader" ... 6 years as an "Oracle Applications Consultant" ... 6-1/2 years as "Project Manager" & currently for the past 5-1/2 years as a "Corporate Trainer".</p> <p>Kaustubh is also a nominated member of "Pune Police Traffic Ambassador", "Police Station Peace Committee", LinkedIn "Global Goodwill Ambassadors", BYST (<i>Bharatiya Yuva Shakti Trust</i>), "L&D Global Pune Chapter" & TLR Now.</p> <p>Now Kaustubh wants to get involved & work with the team of decision-makers who are the key-members of the organization.</p>



To,

The Board of Directors

Mindpool Technologies Limited

Unit No. 102/9 1st Floor, Building 'C',

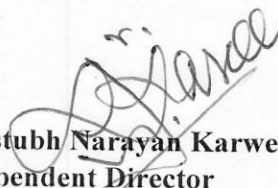
Pune IT Park, Bopodi, Pune, Maharashtra - 411020

Dear Sir/Madam

Subject: Letter of Confirmation for not being debarred from SEBI order.

This is to inform you that I am not debarred from holding the office as Director by virtue of any SEBI order or any such other authority. You may also check my DIN/PAN details for same.

Also while holding my Directorship in the Company, I am restrained from acting as Director by virtue of any SEBI order or any other such authority, I shall voluntarily resign with immediate effect.



Kaustubh Narayan Karwe
Independent Director
DIN 08553122

Date: 18th September, 2019

Place: Pune