

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

Ref: MT/STAT/CS/17-18/10

April 11, 2017

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai 400 051

Dear Sirs,

Subject: Submission of Compliance Certificate as per Regulation 40(9) for the half year ended March 31, 2017

Please find enclosed the Compliance Certificate issued by a Practicing Company Secretary as per Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2017.

Please take the above intimation on records and acknowledge the receipt of the same.

Thanking you, Yours sincerely,

for Mindtree Limited

Vedavalli S

Company Secretary



G.SHANKER PRASADACS ACMA

PRACTISING COMPANY SECRETARY

10, AG's Colony, Anandnagar, Bangalore -560 024, Tel: 42146796 e-mail: gsp@graplind.com

April 11, 2017

Name of the Company: Mindtree Limited Regd off: Global Village, RVCE Post, Mysore Road, Bangalore-560059 CIN: L72200KA1999PLC025564

CERTIFICATE

Reg: Compliance of Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015 for the half year ended March 31, 2017

I have examined all the Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to Mindtree Limited (Company) maintained by Link Intime India Private Limited (Share Transfer Agent), pertaining to transfer of Equity Shares of the Company for the period from October 1, 2016 to March 31, 2017 for the purpose of issuing the Certificate as per Regulation 40(9) of the Securities and Exchange Board of India (Listing Obligations and disclosure Requirements) Regulations, 2015 entered into by the Company with the Stock Exchanges (NSE & BSE) and based on the information provided by the Company and the Share Transfer Agent, I hereby certify that during half year ended on March 31, 2017:

- A) Share Certificate(s) relating to the Share Transfer form(s) received during the period from October 1, 2016 to March 31, 2017 as entered in the Memorandum of Transfers have been issued within thirty days from the respective date of lodgement of each form excepting those rejected on technical grounds.
- B) No requests have been received for the issue of duplicate and spin share certificates during the period from October 1, 2016 to March 31, 2017.

Place: Bangalore

Date: April 11, 2017

G Shanker Prasad

G. Shawan me

C. P. No. 6450