



Mindtree

Welcome to possible

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/16-17/61

July 20, 2016

The Bombay Stock Exchange 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

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

Dear Sirs,

Kind Attention - Mr. Gopala Krishna and Mr. Hari

Subject: 17th Annual General meeting –Compliance as required under SEBI (Listing Obligations and Disclosure) Regulations, 2015

This is further to our letter ref. MT/STAT/CS/16-17/31 dated May 26, 2016. The 17th Annual General Meeting of the Company was held on July 19, 2016 and the business mentioned in our notice dated May 26, 2016 was transacted.

Please find enclosed the following:

1. **Annexure A** - Summary of proceedings as required under Regulation 30 Part A of Schedule III of SEBI (Listing Obligations and Disclosure) Regulations, 2015;
2. **Annexure B** - Annual Report for the FY 2015-16 as required under Regulation 34 of SEBI (Listing Obligations and Disclosure) Regulations, 2015, as duly approved and adopted by the members at the annual general meeting as per the provisions of Companies Act, 2013.

This is for your information, records and necessary action. Kindly acknowledge receipt.

Thanking you.
Yours truly,

For Mindtree Limited

Vedavalli S
Company Secretary



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ANNEXURE A

SUMMARY OF PROCEEDINGS OF SEVENTEENTH ANNUAL GENERAL MEETING OF MINDTREE LIMITED HELD ON JULY 19, 2016 AT 10.30 AM AT THE CAPITOL HOTEL, NO. 3, RAJ BHAVAN ROAD, OPP. GENERAL POST OFFICE, BENGALURU 560 001, KARNATAKA

The 17th Annual General Meeting of Members of Mindtree Limited was held on July 19, 2016 at 10.30 AM at The Capitol Hotel, No. 3, Raj Bhavan Road, Opp. General Post Office, Bengaluru 560 001, Karnataka. 146 members were present in person, 8 in proxies and 9 were representative of Body Corporates. Mr. Krishnakumar Natarajan, Executive Chairman, chaired the meeting. He then welcomed the Members to the Seventeenth Annual General Meeting. After ensuring the requisite quorum for the meeting was present, he called the meeting to order. The members were informed that the requisite Registers and the documents referred to in the notice of Annual General meeting were available for inspection during the meeting.

Mr. Krishnakumar Natarajan addressed the members by giving an overview on the performance of the Company, followed by a presentation by Mr. Rostow Ramanan, CEO & Managing Director, on the business overview of the year gone by and future outlook. With the permission of the members, the notice was taken as read. Then the auditor's report was read at the meeting. 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 the meeting.

The following items of business, as provided in the Notice of 17th AGM was transacted at the meeting:

Ordinary Business

1. To receive, consider, approve and adopt the Audited Financial Statements and Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 together with reports of the Directors and Auditors thereon;
2. To confirm the payment of the first interim dividend of 30%, second interim dividend of 40%, third interim dividend of 40% and fourth interim dividend of 20% aggregating to Rs.13/- per equity of Rs.10/- each and already paid and to approve a final dividend of 30% per Equity Share of Rs.10/- each, for the financial year 2015-16;
3. To appoint a director in the place of V G Siddhartha (DIN 00063987), who retires by rotation and being eligible, offers himself for re-appointment ;
4. To ratify the appointment of Auditors.

Special Business

5. To consider adoption of newly substituted Articles of Association of the company containing clauses in line with the Companies Act, 2013 ;

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6. To approve appointment of Mr. Milind Sarwate (DIN 00109854) as Independent Director

The queries raised by the members were clarified. Mr. Nagendra Rao, Practising Company Secretary (Membership No. FCS 5553, COP 7731) was appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

The members were informed that the results of the meeting shall be declared within two days and the same shall be placed on the website of the Company, website of NSDL and that of BSE and NSE.

The AGM concluded with a vote of thanks to the Chair.

The Scrutiniser's report was received and all the above resolutions as set out in the notice were passed with requisite majority.

For Mindtree Limited

Vedavalli S
Company Secretary



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