



Mindtree

Welcome to possible

MINDTREE LIMITED

Regd. Office : Global Village, RVCE Post, Mysore Road, Bengaluru-560059, Karnataka, India.

Corporate Identity Number (CIN): L72200KA1999PLC025564 | Ph: +91 80 6706 4000

Email: investors@mindtree.com | Website: www.mindtree.com

NOTICE

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable laws and regulations, that the approval of shareholders/ members of Mindtree Limited (hereinafter, the "Company") is being sought for the following businesses by way of Postal Ballot which includes voting by electronic means:

- 1) Issue of Bonus Shares;
- 2) Appointment of Rostow Ravanan (DIN 00144557) as CEO & Managing Director;
- 3) Appointment of Krishnakumar Natarajan (DIN 00147772) as Executive Chairman.

The Company as on January 27, 2016 has completed the dispatch of physical copies of the Postal Ballot Notice along with Postal Ballot form (including instructions to the Postal Ballot Form) and a self-addressed business reply envelope (for which postage charges will be paid by the Company) to the Members/ Shareholders who have not registered their email ids with depositories or with the Company.

The Company as on January 27, 2016 has sent Postal Ballot Notice along with Postal Ballot form (including instructions to the Postal Ballot Form), by way of emails, through National Securities Depository Limited (NSDL) along with the details of Login Id and Password to the members/ shareholders who have registered their email ids with depositories or with the Company.

The Board of Directors of the Company have appointed Mr. Nagendra D Rao, Practicing Company Secretary, as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner and Mr. Nagendra D Rao has consented for the said appointment to act as scrutinizer.

The date of commencement of voting through Postal ballot and E-voting is January 29, 2016 and the end date of voting is February 27, 2016.

The members/ shareholders who have not received the postal ballot forms may apply to the Company at its registered office at Global Village, RVCE Post, Mysore Road, Bengaluru - 560 059 and obtain a duplicate thereof or can download the Postal Ballot form from the Company's website (www.mindtree.com/investors).

The Postal Ballot Form duly completed and signed by the member(s)/ shareholder(s) should reach the Scrutinizer not later than 5.00 PM IST on February 27, 2016. All postal ballot forms received beyond 5.00 PM IST on February 27, 2016, will be invalid and voting by Postal Ballot will not be allowed beyond the said date and time.

Voting by electronic means shall not be allowed beyond 5 PM IST February 27, 2016.

The Postal Ballot Notice and the postal ballot form (including instructions to the Postal Ballot Form) are available on the website of the Company at www.mindtree.com and the website of NSDL at <https://www.evoting.nsdl.com/>

The Scrutinizer will submit his report to the Chairman of the Board of Directors/any director/ Company Secretary after completion of the scrutiny and the result of the voting by Postal Ballot will be announced on or before 7.00 PM IST, on February 29, 2016, through the website of the Company at www.mindtree.com and by way of intimation to the Stock Exchanges on which the Company is listed.

Contact details of the person responsible to address the queries/grievances connected with the voting by postal ballot including voting by electronic means, if any:

The Company Secretary, Mindtree Limited - Global Village, RVCE Post, Mysore Road, Bengaluru - 560059, Tel +91 80 3396 4938, Email - investors@mindtree.com

or

Registrar and Share Transfer Agent, Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (W), Mumbai 400 078, India. Tel: +91 22 2594 6970, Email - rnt.helpdesk@linkintime.co.in

By order of the Board
for Mindtree Limited

Place: Bengaluru
Date: January 28, 2016

Vedavalli S
Company Secretary