



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/17-18/66

July 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 Reconciliation of Share Capital Audit Report for the quarter ended June 30, 2017

Pursuant to Circular No. D&CC/FITTC/CIR-16/2002 as amended up to date and in compliance with Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996, please find enclosed the Reconciliation of Share Capital Audit Certificate issued by a Practicing Company Secretary for the quarter ended June 30, 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 PRASAD ACS ACMA
PRACTISING COMPANY SECRETARY**

10, AG's Colony, Anandnagar, Bangalore-560 024, Tel: 42146796

e-mail: gsp@graplind.com

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT
(As per Regulation 55A of SEBI (Depositories & Participants) Regulations, 1996**

1	For the Quarter Ended	June 30 th , 2017	
2	ISIN	INE018I01017	
3	Face Value per Share	Rs.10/-	
4	Name of the Company	MINDTREE LIMITED	
5	Registered Office Address	Global Village, RVCE Post, Mysore Road, Bengaluru – 560 059.	
6	Correspondence Address	Global Village, RVCE Post, Mysore Road, Bengaluru – 560 059.	
7	Telephone & Fax Number	Tel: +91-80-67064000 Fax: +91-80-67064100	
8	Email Address	vedavalli.s@mindtree.com	
9	Name of the Stock Exchanges where the Company's Securities are listed	1. National Stock Exchange of India Limited, Mumbai 2. BSE Limited, Mumbai	
	Particulars	Number of Equity Shares	% of Total Issued Capital
10	Issued Capital	168,122,886	100%
11	Listed Capital (Exchange-wise)		
	National Stock Exchange of India Limited, Mumbai	168,025,826	99.94%
	Bombay Stock Exchange Limited, Mumbai	168,122,886	100%
12	Held in dematerialized form in CDSL	22,189,342	13.20%
13	Held in dematerialized form in NSDL	145,476,717	86.53%
14	Physical (includes 97,060 equity shares allotted under ESPS/ERSP on June 23, 2017, which are yet to be credited to the employee's demat	456,827	0.27%

	account as on June 30, 2017)		
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15	Total No. of shares (12+13+14)	168,122,886	100.00%
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16	Reasons for difference if any, between (10&11) (10&15) (11&15)	<p>Reason for difference between 10 & 11: (ESPS/ERSP approval awaited for 97,060 Equity shares of Rs.10/- each as on June 30, 2017 from NSE, which has since been received as on the date of the report).</p> <p>Reason for difference between 10 & 15: Nil</p> <p>Reason for difference between 11 & 15:(BSE ESPS/ERSP approval received on June 30, 2017 and ESPS/ERSP approval awaited for 97,060 Equity shares of Rs.10/- each from NSE as on June 30, 2017, which has since been received as on the date of the report).</p>	
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17 Certifying the details of changes in share capital during the quarter under consideration as per table below:

Particulars*	No. of Shares	Applied / Not Applied for listing	Listed on Exchanges (specify names)	Whether intimated to CDSL	Whether intimated to NSDL	Final approval pending by Stock Exchange (specify names)
ESOP: May 16, 2017	ESOP 2001 (Program 2): 280 (out of which, 210 Equity Shares of Rs.10/- each, were allotted in the ratio of 1:1 as Bonus Shares after obtaining the in-principle approvals in 2014 and 2016)	Applied	NSE & BSE	YES	YES	NO
ESPS/ERSP: June 30, 2017	Mindtree Employee Restricted Stock Purchase Plan 2012 (Program 8) (ESPS/ERSP): 97,060	Applied	BSE (The Company was yet to receive listing approval from NSE as on June 30, 2017)	YES (The Company was yet to receive CDSL Approval as on June 30, 2017)	YES (The Company was yet to receive NSDL Approval as on June 30, 2017)	YES (BSE ESPS/ERSP Approval received on June 30, 2017 and ESPS/ESPS approval awaited for 97,060 Equity shares of Rs.10/- each from NSE as on June 30, 2017, which has since been received as on the date of the report).

*Rights, Bonus, Preferential Issue, ESOP's, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify)

18	Register of Members updated (Yes/No) If Not, updated up to which date	Yes
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19	Reference of previous quarter with regard to excess dematerialized shares, if any	N.A		
20	Has the Company resolved the matter mentioned in Point No.19 above in the current quarter? If Not, reasons why?	N.A.		
21	Mention the total no. of requests, if any confirmed after 21 days and the total no. of requests pending beyond 21 days with reasons for delay			
	Total No. of Demat request	No. of requests	No. of shares	Reasons for delay
	Confirmed after 21 days	NIL	NIL	N.A.
	Pending for more than 21 days	NIL	NIL	N.A
22	Name, Telephone & Fax No. of the Compliance Officer of the Company	Ms. Vedavalli S Company Secretary Tel: +91-80-6706 9703 Fax: +91-80-6706 4100		
23	Name, Address, Telephone & Fax No. of the Auditor	Mr. G. Shanker Prasad # 10, AG's Colony, Anandnagar, Bangalore-560024 Telephone: +91-80-42146796 Mobile: +91-9886747545 Email: gsp@graplind.com		
24	Appointment of common Agency for share registry work, if any, Name and address	Link Intime India Private Limited C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083 Telephone: +91-22-49186000 Fax: +91-22-49186060 Email: rnt.helpdesk@linkintime.co.in		
25	Any other detail that the Auditor may like to provide (e.g. BIFR Company, Delisting from Stock Exchange/s, Company changed its name, etc.)	NIL		

Place : Bangalore

Date : 11.07.2017

G. Shanker Prasad
G. Shanker Prasad
