



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/16-17/64

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: Submission of voting results of the Annual General Meeting as per the format prescribed under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Further to the above-mentioned subject, we herewith enclose the voting results of Annual General Meeting of the Members of the Company as per the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 in **Annexure 1** attached along with this letter.

Please note that the all the resolutions has been passed with requisite majority as prescribed under applicable Laws.

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

For Mindtree Limited

Vedavalli S
Company Secretary



Annexure – 1

Format of Voting Results

Sr. No.	Particulars	Details
1	Date of the AGM /EGM	July 19, 2016
2	Total number of shareholders on record date.	71,743
3	No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	163 5 158
4	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable

For Mindtree Limited

Company Secretary



ITEM. 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:

Resolution required: Ordinary or Special		None of the Promoters / Promoter Groups are interested.		Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-voting		22,130,226	96.09	22,130,226	0	100.00	0.00
	Poll *	23,030,226	0	0	0	0	0	0
	Total	23,030,226	22,130,226	96.09	22,130,226	0	100.00	0.00
Public Institutions	E-voting		67,371,108	83.55	67,371,108	0	100.00	0.00
	Poll *	80,637,269	0	0	0	0	0	0
	Total	80,637,269	67,371,108	83.55	67,371,108	0	100.00	0.00
Public Non Institutions	E-voting		11,749,651	18.31	11,749,651	0	100.00	0.00
	Poll *	64,163,321	21,005,450	32.74	21,005,449	1	100.00	0.00
	Total	64,163,321	32,755,101	51.05	32,755,100	1	100.00	0.00
Grand Total		167,830,816	122,256,435	72.85	122,256,434	1	99.99	0.01



ITEM: 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% aggregating to Rs. 3/- per equity share of Rs. 10/- each, for the financial year 2015-16.

Resolution required: Ordinary or Special

Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?

None of the Promoters / Promoter Groups are interested.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled (6)- [(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		22,130,226	96.09	22,130,226	0	100.00	0.00
	Poll *	23,030,226	0	0	0	0	0	0
	Total	23,030,226	22,130,226	96.09	22,130,226	0	100.00	0.00
Public Institutions	E-voting		68,413,539	84.84	68,413,539	0	100.00	0.00
	Poll *	80,637,269	0	0	0	0	0	0
	Total	80,637,269	68,413,539	84.84	68,413,539	0	100.00	0.00
Public Non Institutions	E-voting		11,750,131	18.31	11,750,051	80	100.00	0.00
	Poll *	64,163,321	21,005,450	32.74	21,005,448	2	100.00	0.00
	Total	64,163,321	32,755,581	51.05	32,755,499	82	100.00	0.00
Grand Total		167,830,816	123,299,346	73.47	123,299,264	82	99.99	0.01



ITEM. 3: To appoint a Director in place of Mr. V.G. Siddhartha (DIN 00063987), who retires by rotation and being eligible offers himself, for reappointment.

Resolution required: Ordinary or Special			Ordinary Resolution						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled	
Promoter and Promoter Group	E-voting	(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)- [(4)/(2)]*100	(7)=[(5)/(2)]*100	
	Poll *	23,030,226	0	0	0	0	0	0	
	Total	23,030,226	22,130,226	96.09	22,130,226	0	100.00	0.00	
Public Institutions	E-voting	80,637,269	67,995,903	84.32	46,390,278	21,605,625	68.23	31.77	
	Poll *		0	0	0	0	0	0	
	Total	80,637,269	67,995,903	84.32	46,390,278	21,605,625	68.23	31.77	
Public Non Institutions	E-voting	64,163,321	11,749,887	18.31	11,448,414	301,473	97.43	2.57	
	Poll *		21,005,450	32.74	21,005,449	1	100.00	0.00	
	Total	64,163,321	32,755,337	51.05	32,453,863	301,474	99.08	0.92	
Grand Total	Total	167,830,816	122,881,466	73.22	100,974,367	21,907,099	82.17	17.83	



ITEM. 4: To ratify the appointment of Auditors.

Resolution required: Ordinary or Special		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Promoters / Promoter Groups are interested.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)*100	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled (6)- [(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		22,130,226	96.09	22,130,226	0	100.00	0.00
	Poll *	23,030,226	0	0	0	0	0	0
	Total	23,030,226	22,130,226	96.09	22,130,226	0	100.00	0.00
Public Institutions	E-voting		68,413,539	84.84	68,413,539	0	100.00	0.00
	Poll *	80,637,269	0	0	0	0	0	0
	Total	80,637,269	68,413,539	84.84	68,413,539	0	100.00	0.00
Public Non Institutions	E-voting		11,749,644	18.31	11,749,045	599	99.99	0.01
	Poll *	64,163,321	21,005,436	32.74	21,005,435	1	100.00	0.00
	Total	64,163,321	32,755,080	51.05	32,754,480	600	100.00	0.00
Grand Total	Total	167,830,816	123,298,845	73.47	123,298,245	600	99.99	0.01



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

Resolution required: Ordinary or Special		Special Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Promoters / Promoter Groups are interested.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-voting	(1)	(2)	(3)=[(2)/(1)*100	(4)	(5)	(6)- [(4)/(2)]*100	(7)=[(5)/(2)]*100
	Poll *	23,030,226	0	0	0	0	0	0
	Total	23,030,226	22,130,226	96.09	22,130,226	0	100.00	0.00
Public Institutions	E-voting	80,637,269	67,995,903	84.32	65,501,572	2,494,331	96.33	3.67
	Poll *		0	0	0	0	0	0
	Total	80,637,269	67,995,903	84.32	65,501,572	2,494,331	96.33	3.67
Public Non Institutions	E-voting	64,163,321	11,750,107	18.31	11,749,941	166	100.00	0.00
	Poll *		21,005,450	32.74	21,005,448	2	100.00	0.00
	Total	64,163,321	32,755,557	51.05	32,755,389	168	100.00	0.00
Grand Total	Total	167,830,816	122,881,686	73.22	120,387,187	2,494,499	97.97	2.03



ITEM. 6: To appoint Mr. Milind Sarwate (DIN 00109854) as Independent Director.

Resolution required: Ordinary or Special		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		None of the Promoters / Promoter Groups are interested.						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-voting		22,130,226	96.09	22,130,226	0	100.00	0.00
	Poll *	23,030,226	0	0	0	0	0	0
	Total	23,030,226	22,130,226	96.09	22,130,226	0	100.00	0.00
Public Institutions	E-voting		68,413,539	84.84	68,390,915	22,624	99.97	0.03
	Poll *	80,637,269	0	0	0	0	0	0
	Total	80,637,269	68,413,539	84.84	68,390,915	22,624	99.97	0.03
Public Non Institutions	E-voting		11,749,757	18.31	11,748,279	1,478	99.99	0.01
	Poll *	64,163,321	21,005,436	32.74	21,005,435	1	100.00	0.00
	Total	64,163,321	32,755,193	51.05	32,753,714	1,479	100.00	0.00
Grand Total		167,830,816	123,298,958	73.47	123,274,855	24,103	99.98	0.02

*Poll Includes voting at the meeting (Poll and Tab voting) as provided in Annexure 1A

For Mindtree Limited

Company Secretary



Annexure – 1A

Poll includes Voting at the Meeting (Poll and Tab Voting).

Resolution No. 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.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	Tab Voting at the meeting							
	Poll at the meeting	23,030,226	-	-	-	0	-	-
	Total Poll	23,030,226	-	-	-	-	-	-
Public Institutions	Tab Voting at the meeting							
	Poll at the meeting	80,637,269	-	-	-	0	-	-
	Total Poll	80,637,269	-	-	-	-	-	-
Public-Non Institutions	Tab Voting at the meeting							
	Poll at the meeting	64,163,321	3,646	0.01	3,645	1	99.97	0.03
	Total Poll	64,163,321	21,005,450	32.74	21,005,449	1	100.00	0.00

For Mindtree Limited

[Signature]

Company Secretary



II. Resolution No. 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% aggregating to Rs. 3/- per equity share of Rs. 10/- each, for the financial year 2015-16.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	Tab Voting at the meeting	23,030,226	-	-	0	0	-	-
	Poll at the meeting	23,030,226	-	-	0	0	-	-
	Total Poll	23,030,226	-	-	-	-	-	-
Public Institutions	Tab Voting at the meeting	80,637,269	-	-	0	0	-	-
	Poll at the meeting	80,637,269	-	-	0	0	-	-
	Total Poll	80,637,269	-	-	-	-	-	-
Public- Non Institutions	Tab Voting at the meeting	64,163,321	21,001,804	32.73	21,001,804	0	100.00	-
	Poll at the meeting	64,163,321	3,646	0.01	3,644	2	99.95	0.05
	Total Poll	64,163,321	21,005,450	32.74	21,005,448	2	100.00	0.00



IV. Resolution No. 4:- To ratify the appointment of Auditors.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of polled outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	Tab Voting at the meeting							
	Poll at the meeting	23,030,226	-	-	-	0	-	-
	Total Poll	23,030,226	-	-	-	-	-	-
Public Institutions	Tab Voting at the meeting							
	Poll at the meeting	80,750,814	-	-	-	0	-	-
	Total Poll	80,750,814	-	-	-	-	-	-
Public- Non Institutions	Tab Voting at the meeting							
	Poll at the meeting	64,163,321	3,632	0.01	3,631	1	99.97	0.03
	Total Poll	64,163,321	21,005,436	32.74	21,005,435	1	100.00	0.00



V. Resolution No. 5:- To consider adoption of newly substituted Articles of Association of the Company containing clauses in line with the Companies Act, 2013.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	Tab Voting at the meeting							
	Poll at the meeting	23,030,226	-	-	-	0	-	-
Public Institutions	Total Poll	23,030,226	-	-	-	-	-	-
	Tab Voting at the meeting							
Public- Non Institutions	Poll at the meeting	80,750,814	-	-	-	0	-	-
	Total Poll	80,750,814	-	-	-	-	-	-
Public- Non Institutions	Tab Voting at the meeting							
	Poll at the meeting	64,163,321	3,646	0.01	3,644	2	99.95	0.05
	Total Poll	64,163,321	21,005,450	32.74	21,005,448	2	100.00	0.00



VI. Resolution No. 6:- To appoint Mr. Milind Sarwate (DIN 00109854) as Independent Director.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of polled outstanding shares	No. of votes- in favour	No. of votes- against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	Tab Voting at the meeting							
	Poll at the meeting	23,030,226	-	-	-	0	-	-
	Total Poll	23,030,226	-	-	-	-	-	-
Public Institutions	Tab Voting at the meeting							
	Poll at the meeting	80,750,814	-	-	-	0	-	-
	Total Poll	80,750,814	-	-	-	-	-	-
Public-Non Institutions	Tab Voting at the meeting							
	Poll at the meeting	64,163,321	3,632	0.01	3,631	1	99.97	0.03
	Total Poll	64,163,321	21,005,436	32.74	21,005,435	1	100.00	0.00

For Mindtree Limited

Company Secretary

