



Mindtree

A Larsen & Toubro Group Company

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/19-20/ 237

March 11, 2020

BSE 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 : cnlist@nse.co.in

Dear Sirs,

Subject: Intimation pursuant to Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments thereof

We would like to inform that the Board of Directors at its meeting held on March 11, 2020, has considered and approved the requests received from the below Promoters and Persons related to Promoters, for reclassifying them from 'Promoter/Promoter Group' to 'Public Category'. The approval of the Board towards reclassification is subject to the approval of the members of the Company and the other regulatory authorities, if any, in terms of Regulation 31 A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and amendments thereof:

1. Reclassification of Mr. Krishnakumar Natarajan, Promoter along with Ms. Akila Krishnakumar, Mr. Abhirath K Kumar and Mr. Siddarth Krishna Kumar, Persons related to Promoter, as "Public".
2. Reclassification of Mr. Rostow Ramanan, Promoter, along with Ms. Seema Ramanan, Person related to Promoter, as "Public"
3. Reclassification of Mr. N S Parthasarathy, Promoter, along with Mr. N G Srinivasan, Ms. Jayanthi Vasudevan, Ms. Jayasri Dwarakanath and Mr. Krishnaswamy L P, Persons related to Promoter as "Public "
4. Reclassification of Mr. Subroto Bagchi, Promoter, along with Ms. Susmita Bagchi and Mr. Sanjay Kumar Panda, Persons related to Promoter as "Public"
5. Reclassification of LSO Investment Private Limited, Promoter as "Public"
6. Reclassification of Mr. Kamran Ozair, Promoter as "Public"
7. Reclassification of Mr. Scott Staples, Promoter as "Public"



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We herewith enclose the certified extract of the minutes of the Board meeting held on March 11, 2020 for your kind perusal.

Kindly take the same on record.

Thanking you.

Yours truly,

for Mindtree Limited

Vedavalli S
Company Secretary



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Extract of the minutes of the meeting of the Board of Directors of Mindtree Limited held on March 11, 2020

1. Reclassification of Mr. Krishnakumar Natarajan, Promoter along with Ms. Akila Krishnakumar, Mr. Abhirath K Kumar and Mr. Siddarth Krishna Kumar, Persons belonging to Promoter Group as “Public”

The request received from Mr. Krishnakumar Natarajan, along with Ms. Akila Krishnakumar, Mr. Abhirath K Kumar and Mr. Siddarth Krishna Kumar, Persons belonging to Promoter Group, dated July 31, 2019 was placed before the Board.

The application received from Mr. Krishnakumar Natarajan was not considered earlier due to the fact that the shareholding of few Promoters (who had applied for reclassification i.e. Mr. Krishnakumar Natarajan , Mr. Rostow Ramanan, Mr. N S Parthasarathy , Mr. Subroto Bagchi, LSO Investment Private Limited, Mr. Kamran Ozair, Mr. Scott Staples, along with Persons belonging to Promoter Group) exceeded 10% of the total shareholding of the Company., i.e. the threshold prescribed under Regulation 31 A of SEBI (LODR) (Sixth Amendment) Regulations, 2018.

However, the board reviewed the application thoroughly and decided to consider the application due to the fact that the individual holding of the above Promoter (along with the Persons related to Promoter) was not exceeding 10% of the shareholding of the Company.

The shareholding of Mr. Krishnakumar Natarajan, along with Ms. Akila Krishnakumar, Mr. Abhirath K Kumar and Mr. Siddarth Krishna Kumar, Persons related to Promoter as of March 6, 2020 as follows:

| Name of the Promoter along with persons related to the Promoter | No. of shares held | Percentage (%) |
|---|--------------------|----------------|
| Mr. Krishnakumar N - Promoter | 6,102,262 | 3.71 |
| Ms. Akila Krishnakumar | 1,105,627 | 0.67 |
| Mr. Abhirath K Kumar | 510,000 | 0.31 |
| Mr. Siddarth Krishna Kumar | 510,000 | 0.31 |
| Total | 82,27,889 | 5.00 |

Further, it was informed that Mr. Krishnakumar Natarajan, along with Ms. Akila Krishnakumar, Mr. Abhirath K Kumar and Mr. Siddarth Krishna Kumar, Persons related to Promoter , do not have control over the affairs of the Company or in any decision making process of the Company and hence together made request for the re-classification from “Promoter & Promoter Group” to “Public”

Mr. Krishnakumar Natarajan has specifically mentioned in the application that he is satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31 A of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018 and also



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confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 post reclassification from "Promoter & Promoter Group" to "Public"

In view of the provisions of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub-regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018, the members of the Board are of the view that application for reclassification from Promoter & Promoter Group to Public be accepted and be placed before the Members of the Company for their approval. On approval of the same by the members, application be made by the Company to National Stock Exchange of India Limited and BSE Limited and/or to any other authority for their approval, as may be necessary. Members of the Board then passed the following resolutions unanimously:

"RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited, National Stock Exchange of India Limited, the Securities and Exchange Board of India and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the consent of the members, the approval of the Board be and is hereby accorded to the reclassification of Mr. Krishnakumar Natarajan, Promoter along with Ms. Akila Krishnakumar, Mr. Abhirath K Kumar and Mr. Siddarth Krishna Kumar, Persons related to Promoter, from the "Promoter and Promoter Group" Category to the "Public" Category in the shareholding of the Company."

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

"RESOLVED FURTHER THAT the Executive Director and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited(as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.

2. Reclassification of Mr. Rostow Ravanani, Promoter, along with Ms. Seema Ravanani Person belonging to Promoter Group as "Public"

The request received from Mr. Rostow Ravanani, along with Ms. Seema Ravanani, Person belonging to Promoter Group, dated July 31, 2019 was placed before the Board.

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The application received from Mr. Rostow Ravanan was not considered earlier due to the fact that the shareholding of few Promoters (who had applied for reclassification i.e. Mr. Krishnakumar Natarajan , Mr. Rostow Ravanan, Mr. N S Parthasarathy , Mr. Subroto Bagchi, LSO Investment Private Limited, Mr. Kamran Ozair, Mr. Scott Staples, along with Persons belonging to Promoter Group) exceeded 10% of the total shareholding of the Company., i.e. the threshold prescribed under Regulation 31 A of SEBI (LODR) (Sixth Amendment) Regulations, 2018.

However, the board reviewed the application thoroughly and decided to consider the application due to the fact that the individual holding of the above Promoter (along with the Person related to Promoter) was not exceeding 10% of the shareholding of the Company.

The shareholding of Mr. Rostow Ravanan, along with Ms. Seema Ravanan, Person related to Promoter as of March 6, 2020 as follows:

| Name of the Promoter along with persons related to the Promoter | No. of shares held | Percentage (%) |
|---|--------------------|----------------|
| Mr. Rostow Ravanan – Promoter | 1,108,436 | 0.67 |
| Ms. Seema Ravanan | Nil | Nil |
| Total | 1,108,436 | 0.67 |

Further, it was informed that Mr. Rostow Ravanan, along with Ms. Seema Ravanan, Person related to Promoter , do not have control over the affairs of the Company or in any decision making process of the Company and hence together made request for the re-classification from “Promoter & Promoter Group” to “Public”

Mr. Rostow Ravanan has specifically mentioned in the application that he is satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018 and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 post reclassification from “Promoter & Promoter Group” to “Public”

In view of the provisions of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub-regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018, the members of the Board are of the view that application for reclassification from Promoter & Promoter Group to Public be accepted and be placed before the Members of the Company for their approval. On approval of the same by the members, application be made by the Company to National Stock Exchange of India Limited and BSE Limited and/or to any other authority for their approval, as may be necessary. Members of the Board then passed the following resolutions unanimously:

“RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited, National Stock Exchange of India Limited, the Securities and Exchange Board of India and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable



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from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the consent of the members, the approval of the Board be and is hereby accorded to the reclassification of Mr. Rostow Ramanan, Promoter along with Ms. Seema Ramanan, Person related to Promoter, from the "Promoter and Promoter Group" Category to the "Public" Category in the shareholding of the Company."

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

"RESOLVED FURTHER THAT the Executive Director and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited (as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.

3. Reclassification of Mr. N S Parthasarathy, Promoter, along with Mr. N G Srinivasan, Ms. Jayanthi Vasudevan, Ms. Jayasri Dwarakanath and Mr. Krishnaswamy L P, Persons belonging to Promoter Group as "Public"

The request received from Mr. N S Parthasarathy, along with Mr. N G Srinivasan, Ms. Jayanthi Vasudevan, Ms. Jayasri Dwarakanath and Mr. Krishnaswamy L P, Persons belonging to Promoter Group, dated July 31, 2019 was placed before the Board.

The application received from Mr. N S Parthasarathy was not considered earlier due to the fact that the shareholding of few Promoters (who had applied for reclassification i.e. Mr. Krishnakumar Natarajan, Mr. Rostow Ramanan, Mr. N S Parthasarathy, Mr. Subroto Bagchi, LSO Investment Private Limited, Mr. Kamran Ozair, Mr. Scott Staples, along with Persons belonging to Promoter Group) exceeded 10% of the total shareholding of the Company., i.e. the threshold prescribed under Regulation 31 A of SEBI (LODR) (Sixth Amendment) Regulations, 2018.

However, the board reviewed the application thoroughly and decided to consider the application due to the fact that the individual holding of the above Promoter (along with the Persons related to Promoter) was not exceeding 10% of the shareholding of the Company.

The shareholding of Mr. N S Parthasarathy, along with Mr. N G Srinivasan, Ms. Jayanthi Vasudevan, Ms. Jayasri Dwarakanath and Mr. Krishnaswamy L P, Persons related to Promoter as of March 6, 2020 as follows:



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| Name of the Promoter along with persons related to the Promoter | No. of shares held | Percentage (%) |
|---|--------------------|----------------|
| Mr. N S Parthasarathy - Promoter | 2,340,527 | 1.42 |
| Mr. N G Srinivasan | Nil | Nil |
| Ms. Jayanthi Vasudevan | 4,600 | 0.003 |
| Ms. Jayasri Dwarakanath | Nil | Nil |
| Mr. Krishnaswamy L P | 2,000 | 0.001 |
| Total | 2,347,127 | 1.43 |

Further, it was informed that Mr. N S Parthasarathy, along with Mr. N G Srinivasan, Ms. Jayanthi Vasudevan, Ms. Jayasri Dwarakanath and Mr. Krishnaswamy L P, Persons related to Promoter, do not have control over the affairs of the Company or in any decision making process of the Company and hence together made request for the re-classification from "Promoter & Promoter Group" to "Public"

Mr. N S Parthasarathy has specifically mentioned in the application that he is satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018 and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 post reclassification from "Promoter & Promoter Group" to "Public"

In view of the provisions of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 and on satisfaction of the conditions (i) to (vii) specified In clause (b) of sub-regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018, the members of the Board are of the view that application for reclassification from Promoter & Promoter Group to Public be accepted and be placed before the Members of the Company for their approval. On approval of the same by the members, application be made by the Company to National Stock Exchange of India Limited and BSE Limited and/or to any other authority for their approval, as may be necessary. Members of the Board then passed the following resolutions unanimously:

"RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited, National Stock Exchange of India Limited, the Securities and Exchange Board of India and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the consent of the members, the approval of the Board be and is hereby accorded to the reclassification of Mr. N S Parthasarathy, Promoter along with Mr. N G Srinivasan, Ms. Jayanthi Vasudevan, Ms. Jayasri Dwarakanath and Mr. Krishnaswamy L P, Persons related to Promoter, from the "Promoter and Promoter Group" Category to the "Public" Category in the shareholding of the Company."



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RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

“RESOLVED FURTHER THAT the Executive Director and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited(as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.

4. Reclassification of Mr. Subroto Bagchi, Promoter, along with Ms. Susmita Bagchi and Mr. Sanjay Kumar Panda, Persons belonging to Promoter Group as “Public”

The request received from Mr. Subroto Bagchi, along with Ms. Susmita Bagchi and Mr. Sanjay Kumar Panda, Persons belonging to Promoter Group , dated July 31, 2019 was placed before the Board.

The application received from Mr. Subroto Bagchi was not considered earlier due to the fact that the shareholding of few Promoters (who had applied for reclassification i.e. Mr. Krishnakumar Natarajan , Mr. Rostow Ramanan, Mr. N S Parthasarathy , Mr. Subroto Bagchi, LSO Investment Private Limited, Mr. Kamran Ozair, Mr. Scott Staples, along with Persons belonging to Promoter Group) exceeded 10% of the total shareholding of the Company., i.e. the threshold prescribed under Regulation 31 A of SEBI (LODR) (Sixth Amendment) Regulations, 2018.

However, the board reviewed the application thoroughly and decided to consider the application due to the fact that the individual holding of the above Promoter (along with the Persons related to Promoter) was not exceeding 10% of the shareholding of the Company.

The shareholding of Mr. Subroto Bagchi, along with Ms. Susmita Bagchi and Mr. Sanjay Kumar Panda, Persons related to Promoter as of March 6, 2020 as follows:

| Name of the Promoter along with persons related to the Promoter | No. of shares held | Percentage (%) |
|---|--------------------|----------------|
| Mr. Subroto Bagchi- Promoter | 5,098,221 | 3.10 |
| Ms. Susmita Bagchi | 2,687,577 | 1.63 |
| Mr. Sanjay Kumar Panda | 58,069 | 0.04 |
| Total | 7,843,867 | 4.77 |



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Further, it was informed that Mr. Subroto Bagchi, along with Ms. Susmita Bagchi and Mr. Sanjay Kumar Panda, Persons related to Promoter, do not have control over the affairs of the Company or in any decision making process of the Company and hence together made request for the re-classification from "Promoter & Promoter Group" to "Public"

Mr. Subroto Bagchi has specifically mentioned in the application that he is satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018 and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 post reclassification from "Promoter & Promoter Group" to "Public"

In view of the provisions of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub-regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018, the members of the Board are of the view that application for reclassification from Promoter & Promoter Group to Public be accepted and be placed before the Members of the Company for their approval. On approval of the same by the members, application be made by the Company to National Stock Exchange of India Limited and BSE Limited and/or to any other authority for their approval, as may be necessary. Members of the Board then passed the following resolutions unanimously:

"RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited, National Stock Exchange of India Limited, the Securities and Exchange Board of India and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the consent of the members, the approval of the Board be and is hereby accorded to the reclassification of Mr. Subroto Bagchi, Promoter along with Ms. Susmita Bagchi and Mr. Sanjay Kumar Panda, Persons related to Promoter, from the "Promoter and Promoter Group" Category to the "Public" Category in the shareholding of the Company."

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

"RESOLVED FURTHER THAT the Executive Director and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited(as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.

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5. Reclassification of LSO Investment Private Limited, Foreign Promoter Company, belonging to Promoter and Promoter Group as “Public”

The request received from LSO Investment Private Limited, Foreign Promoter Company, dated July 31, 2019 was placed before the Board.

The application received from LSO Investment Private Limited was not considered earlier due to the fact that the shareholding of few Promoters (who had applied for reclassification i.e. Mr. Krishnakumar Natarajan , Mr. Rostow Ravanan, Mr. N S Parthasarathy , Mr. Subroto Bagchi, LSO Investment Private Limited, Mr. Kamran Ozair, Mr. Scott Staples, along with Persons belonging to Promoter Group) exceeded 10% of the total shareholding of the Company, i.e. the threshold prescribed under Regulation 31 A of SEBI (LODR) (Sixth Amendment) Regulations, 2018.

However, the board reviewed the application thoroughly and decided to consider the application due to the fact that the individual holding of the above Promoter was not exceeding 10% of the shareholding of the Company.

The shareholding of LSO Investment Private Limited, Foreign Promoter Company as of March 6, 2020 as follows:

| Name of the Promoter | No. of shares held | Percentage (%) |
|--|--------------------|----------------|
| LSO Investment Private Limited- Foreign Promoter Company | 1,914,639 | 1.16 |
| Total | 1,914,639 | 1.16 |

Further, it was informed that LSO Investment Private Limited, Foreign Promoter Company, do not have control over the affairs of the Company or in any decision making process of the Company and hence has made request for the re-classification from “Promoter & Promoter Group” to “Public”

LSO Investment Private Limited has specifically mentioned in the application that it is satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018 and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 post reclassification from “Promoter & Promoter Group” to “Public”

In view of the provisions of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub-regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018, the members of the Board are of the view that application for reclassification from Promoter & Promoter Group to Public be accepted and be placed before the Members of the Company for their approval. On approval of the same by the members, application be made by the Company to National Stock Exchange of India Limited and BSE Limited and/or to any other authority for their approval, as may be necessary. Members of the Board then passed the following resolutions unanimously:





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“RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited, National Stock Exchange of India Limited, the Securities and Exchange Board of India and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the consent of the members, the approval of the Board be and is hereby accorded to the reclassification of LSO Investment Private Limited, Foreign Promoter Company from the “Promoter and Promoter Group” Category to the “Public” Category in the shareholding of the Company.”

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

“RESOLVED FURTHER THAT the Executive Director and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited (as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.

6. Reclassification of Mr. Kamran Ozair, Promoter as “Public”

The request received from Mr. Kamran Ozair, Promoter, dated July 31, 2019 was placed before the Board.

The application received from Mr. Kamran Ozair was not considered earlier due to the fact that the shareholding of few Promoters (who had applied for reclassification i.e. Mr. Krishnakumar Natarajan, Mr. Rostow Ramanan, Mr. N S Parthasarathy, Mr. Subroto Bagchi, LSO Investment Private Limited, Mr. Kamran Ozair, Mr. Scott Staples, along with Persons belonging to Promoter Group) exceeded 10% of the total shareholding of the Company., i.e. the threshold prescribed under Regulation 31 A of SEBI (LODR) (Sixth Amendment) Regulations, 2018.

However, the board reviewed the application thoroughly and decided to consider the application due to the fact that the individual holding of the above Promoter was not exceeding 10% of the shareholding of the Company.

The shareholding of Mr. Kamran Ozair, Promoter as of March 6, 2020 as follows:

| Name of the Promoter | No. of shares held | Percentage (%) |
|------------------------------|--------------------|----------------|
| Mr. Kamran Ozair - Promoter* | Nil | Nil |
| Total | Nil | Nil |

**The said Promoter do not hold any equity shares in Mindtree Limited individually in his name as on date and all his investments in Mindtree Limited are through LSO Investment Private Limited.*



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Mindtree

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Further, it was informed that Mr. Kamran Ozair, Promoter, do not have control over the affairs of the Company or in any decision making process of the Company and hence has made request for the re-classification from "Promoter & Promoter Group" to "Public" .

Mr. Kamran Ozair has specifically mentioned in the application that he is satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018 and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 post reclassification from "Promoter & Promoter Group" to "Public"

In view of the provisions of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub-regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018, the members of the Board are of the view that application for reclassification from Promoter & Promoter Group to Public be accepted and be placed before the Members of the Company for their approval. On approval of the same by the members, application be made by the Company to National Stock Exchange of India Limited and BSE Limited and/or to any other authority for their approval, as may be necessary. Members of the Board then passed the following resolutions unanimously:

"RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited, National Stock Exchange of India Limited, the Securities and Exchange Board of India and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the consent of the members, the approval of the Board be and is hereby accorded to the reclassification of Mr. Kamran Ozair, Promoter, from the "Promoter and Promoter Group" Category to the "Public" Category in the shareholding of the Company."

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

"RESOLVED FURTHER THAT the Executive Director and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited(as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.



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7. Reclassification of Mr. Scott Staples, Promoter as “Public”

The request received from Mr. Scott Staples, Promoter, dated July 31, 2019 was placed before the Board.

The application received from Mr. Scott Staples was not considered earlier due to the fact that the shareholding of few Promoters (who had applied for reclassification i.e. Mr. Krishnakumar Natarajan , Mr. Rostow Ramanan, Mr. N S Parthasarathy , Mr. Subroto Bagchi, LSO Investment Private Limited, Mr. Kamran Ozair, Mr. Scott Staples, along with Persons belonging to Promoter Group) exceeded 10% of the total shareholding of the Company., i.e. the threshold prescribed under Regulation 31 A of SEBI (LODR) (Sixth Amendment) Regulations, 2018.

However, the board reviewed the application thoroughly and decided to consider the application due to the fact that the individual holding of the above Promoter was not exceeding 10% of the shareholding of the Company.

The shareholding of Mr. Scott Staples, Promoter as of March 6, 2020 as follows:

| Name of the Promoter | No. of shares held | Percentage (%) |
|-------------------------------|---------------------------|-----------------------|
| Mr. Scott Staples - Promoter* | Nil | Nil |
| Total | Nil | Nil |

**The said Promoter do not hold any equity shares in Mindtree Limited individually in his name as on date and all his investments in Mindtree Limited are through LSO Investment Private Limited*

Further, it was informed that Mr. Scott Staples, Promoter, do not have control over the affairs of the Company or in any decision making process of the Company and hence has made request for the reclassification from “Promoter & Promoter Group” to “Public”

Mr. Scott Staples has specifically mentioned in the application that he is satisfying all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) (Sixth Amendment) Regulations, 2018 and also confirmed that at all times from the date of such reclassification, shall continue to comply with conditions mentioned Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 post reclassification from “Promoter & Promoter Group” to “Public”

In view of the provisions of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018 and on satisfaction of the conditions (i) to (vii) specified in clause (b) of sub-regulation (3) and compliance of sub-regulation (4) of Regulation 31A of SEBI (LODR) (Sixth Amendment) Regulations, 2018, the members of the Board are of the view that application for reclassification from Promoter & Promoter Group to Public be accepted and be placed before the Members of the Company for their approval. On approval of the same by the members, application be made by the Company to National Stock Exchange of India Limited and BSE Limited and/or to any other authority for their approval, as may be necessary. Members of the Board then passed the following resolutions unanimously:





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“RESOLVED THAT pursuant to Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to approval from the BSE Limited, National Stock Exchange of India Limited, the Securities and Exchange Board of India and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force) and subject to the consent of the members, the approval of the Board be and is hereby accorded to the reclassification of Mr. Scott Staples, Promoter from the “Promoter and Promoter Group” Category to the “Public” Category in the shareholding of the Company.”

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicant, the Company shall effect such reclassification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions.

“RESOLVED FURTHER THAT the Executive Director and the Chief Financial Officer and the Company Secretary of the Company, be and are hereby severally authorized to perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from the Securities and Exchange Board of India, BSE Limited, the National Stock Exchange of India Limited(as applicable), and to execute all other documents required to be filed in the above connection and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions.

