



**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/17-18/11**

**April 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 fourth quarter ended March 31, 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 fourth quarter ended March 31, 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<sub>ACS ACMA</sub>

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	March 31, 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	<a href="mailto:vedavalli.s@mindtree.com">vedavalli.s@mindtree.com</a>	
9	Name of the Stock Exchanges where the Company's Securities are listed	1. National Stock Exchange of India Limited, Mumbai 2. Bombay Stock Exchange Limited, Mumbai	
	<b>Particulars</b>	<b>Number of Equity Shares</b>	<b>% of Total Issued Capital</b>
10	Issued Capital	168,025,546	100%
11	Listed Capital (Exchange-wise)		
	National Stock Exchange of India Limited, Mumbai	168,025,546	100%
	Bombay Stock Exchange Limited, Mumbai	168,025,546	100%
12	Held in dematerialized form in CDSL	20,363,156	12.12%
13	Held in dematerialized form in NSDL	147,278,720	87.65%
14	Physical	383,670	0.23%
15	Total No. of shares (12+13+14)	168,025,546	100.00%

16	Reasons for difference if any, between (10&11) (10&15) (11&15)		NA			
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: January 13, 2017	<b>ESOP 2001 (Program 2): 5,600</b>  (out of which, 4,200 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
ESOP and ESPS: February 22, 2017	<b>(i) ESOP 2001 (Program 2): 300</b>  (out of which, 225 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)  <b>(ii) Mindtree Employee Restricted Stock Purchase Plan 2012 (Program 8) (ESPS): 26,376</b>  <b>Grand Total: 26,676</b>	Applied	NSE & BSE	YES	YES	NO

ESOP: March 27, 2017	<b>ESOP 2001 (Program 2): 1,120</b>  (out of which, 840 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
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\*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			
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				
	<b>Total No. of Demat request</b>	<b>No. of requests</b>	<b>No. of shares</b>	<b>Reasons for delay</b>	
	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: +91-98867 47545 Email: gsp@grapbind.com			
24	Appointment of common Agency for	Link Intime India Private Limited			

	share registry work, if any, Name and address	C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai 400 083 Telephone: +91-22-49186000 Fax: +91-22-49186060 Email: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>
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 : 11.04.2017

*G. Shanker Prasad*

G. Shanker Prasad

C. P. No. 6450

