Mindtree
Welcome to possible

Registered Office Address: Mindtree Limited,
Global Village, RVCE Post, Mysore Road,
Bangalore-560059, Karnataka, India.
Corporate Identity Number (CIN):
L72200KA1999PLC025564
E-mail: info@mindtree.com

Ref: MT/STAT/RSN/14-15/48

May 23, 2014

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 details regarding the voting results of the Postal Ballot as per the format prescribed under Clause 35A of the Listing Agreement;

Reference: Our letters - MT/STAT/RSN/14-15/6 dated April 16, 2014, MT/STAT/RSN/14-15/11, dated April 18, 2014 and Ref: MT/STAT/RSN/14-15/44 dated May 23, 2014

With respect to the above, please note the following:

Submission of details regarding the voting results of the Postal Ballot (including electronic voting) as per the format prescribed under Clause 35A of the Listing Agreement:

Further to the above-mentioned subject, we herewith enclose the results of voting of the Members of the Company, conducted by way of Postal Ballot (including electronic voting) as per the format prescribed under Clause 35A of the Listing Agreement, in **Annexure** attached along with this letter.

Please note that all the four Special Resolutions mentioned above, have been passed with requisite majority as prescribed under applicable Laws.

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

Thanking you.
Yours truly,

for **Mindtree Limited**

Rajesh S

Rajesh S Narang
Vice President - Legal & Company Secretary

MINDTREE LIMITED BANGALORE

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ANNEXURE

In terms of Clause 35A of the Listing Agreement, the results of Postal ballot (including electronic voting) are detailed below:

-Date of declaration of result of Postal Ballot (including electronic voting): May 23, 2014
-Total number of Shareholders on record date i.e., April 11, 2014: 47,501 (cut off date for reckoning the voting rights of the Shareholders)

We are pleased to inform that, all the Members/Shareholders have passed all the resolutions and all the Special Resolutions have been passed with requisite majority as prescribed under applicable Laws.

Details of the Agenda:
Resolution No. 1: Increase in the Authorised Share Capital and consequent alteration of the Memorandum of Association of the Company:
Resolution required: Special Resolution
Mode of voting: Postal Ballot (including electronic voting)

Promoter/Public	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
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6,905,954	6,015,817	87.11	6,015,817	-	100.00	-
Public – Institutional holders	19,101,272	14,806,169	77.51	11,088,792	3,717,377	74.89	25.11
Public- Others	15,682,505	8,717,791	55.59	8,716,848	943	99.99	0.01
Total	41,689,731	29,539,777		25,821,457	3,718,320		

Resolution No. 2: Issuance of Bonus Shares:
Resolution required: Special Resolution
Mode of voting: Postal Ballot (including electronic voting)

Promoter/ Public	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
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6,905,954	6,015,817	87.11	6,015,817	-	100.00	-
Public – Institutional holders	19,101,272	14,806,169	77.51	14,806,169	-	100.00	-
Public- Others	15,682,505	8,718,028	55.59	8,717,626	402	99.99	0.01
Total	41,689,731	29,540,014		29,539,612	402		

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Resolution No. 3: To authorize the Board of Directors or a Committee thereof to borrow up to USD ($) One Billion:
Resolution required: Special Resolution
Mode of voting: Postal Ballot (including electronic voting)

Promoter/ Public	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
	(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)] *	(7)= [(5)/(2)]* 100
Promoter and Promoter Group	6,905,954	6,015,817	87.11	6,015,817	-	100.00	-
Public – Institutional holders	19,101,272	14,683,169	76.87	9,801,647	4,881,522	66.75	33.25
Public- Others	15,682,505	8,716,434	55.58	8,679,300	37,134	99.57	0.43
Total	41,689,731	29,415,420		24,496,764	4,918,656		

Resolution No. 4: To authorize the Board of Directors or a Committee thereof to sell, lease, mortgage or otherwise dispose of the whole or substantially the whole of the undertaking(s), the movable and immovable properties of the Company, both present and future:
Resolution required: Special Resolution
Mode of voting: Postal Ballot (including electronic voting)

Promoter /Public	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
	(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)] *	(7)= [(5)/(2)]*100
Promoter and Promoter Group	6,905,954	6,015,817	87.11	6,015,817	-	100.00	-
Public – Institutional holders	19,101,272	14,680,720	76.86	9,914,347	4,766,373	67.53	32.47
Public- Others	15,682,505	8,717,168	55.59	8,679,423	37,745	99.57	0.43
Total	41,689,731	29,413,705		24,609,587	4,804,118		

Note: All the above Special Resolutions were passed through Postal Ballot (including electronic voting) and hence, the details of voting by Poll/Show of Hands does not apply

Yours truly,
for **Mindtree Limited**

Rajesh S

Rajesh S Narang
Vice President - Legal & Company Secretary

Mindtree Ltd, Global Village
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Bangalore 560 059, India

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