Mindtree
Welcome to possible

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

Ref: MT/STAT/RSN/14-15/190

January 19, 2015

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

Ref: Our Letter to NSE and BSE, dated January 1, 2015 vide MT/STAT/RSN/14-15/183

Subject: Submission of Audited Financial Results as per Clause 41 of the Listing Agreement for the third quarter ended December 31, 2014, intimation of Second Interim Dividend and Record Date.

Further to our letter MT/STAT/RSN/14-15/183 dated January 1, 2015 vide, we would like to inform you that the Board of Directors of the Company in their meeting held on January 19, 2015 have approved and taken on record, the Audited Financial Results (as attached) along with Audit Report issued by the Statutory Auditors thereon for the third quarter ended December 31, 2014.

In this connection, we have emailed/faxed all the below referred documents, we would be sending them by courier in compliance under Clause 41 of the Listing Agreement and we would also upload them on NSE Electronic Application Processing System (NEAPS) and BSE Online Listing Centre:

1. Audited Financial Results on standalone basis for the third quarter ended December 31, 2014 pursuant to Clause 41 of the Listing Agreement along with the Auditor's Report thereon issued by the Statutory Auditors. There are no qualifications or adverse remarks in the Auditor's Report issued by the Statutory Auditors.

2. Press Release on the Financial Results of the Company.

3. Status report on complaints - Kindly also note that the statement of complaints received, settled etc., is also enclosed in Financial Results by way of note.

4. Publication - We further wish to inform you that, we will be publishing the standalone financial results by January 21, 2015 in one English daily newspaper circulating in the whole or substantially the whole of India and in one regional newspaper being the language of the region, where the Registered Office of the Company is situated. We have also published comparable figures for the previous year in accordance with the option exercised for the current year and the stand-alone results shall be available on Company's website – www.mindtree.com

5. Press and Earnings Call invite - Our Management will participate in the Press Call on January 19, 2015 at 5.15 PM IST and an Earnings Call on January 19, 2015 at 6.00 PM IST and this is for your kind records and information.

6. Further, we would like to inform you that:

   The Board of Directors at its meeting held on January 19, 2015 have recommended an interim dividend of 40% (Rs. 4/- per equity share of par value Rs. 10/- each) for the quarter ended December 31, 2014. The record date for payment of this interim dividend will be January 27, 2015, (as has been intimated vide our letter dated January 1, 2015). Interim dividend will be paid to the registered shareholders by February 2, 2015.

MINDTREE LIMITED BENGALURU

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E-mail: info@mindtree.com

Disclosure under Clause 16 of the Listing Agreement is given as below:

	Details
Symbol	MINDTREE
Series	EQ
Book Closure (B) / Record Date (R)	R
BC Start Date	N/A
BC End Date	N/A
Record Date	27-Jan-2015
Purpose	Interim Dividend for the third quarter ended December 31, 2014
Corporate Action Type	Interim Dividend
Dividend (%)	40%
Dividend Type	Interim Dividend - Rs. 4/- per equity share of par value Rs. 10/- each
Dividend for Financial Year From	01-Apr-2014
Dividend for Financial Year To	31-Mar-2015
Meetings (Board) Date	19-Jan-2015

Kindly take the above intimation on records. Should you require any additional information or have any question, please let us know and we shall be happy to provide any other information or clarification. I can be reached on +91-99800 50604 for any clarifications.

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

Thanking you.
Yours truly,

for **Mindtree Limited**

Rajesh S

Rajesh S Narang
Vice President - Legal & Company Secretary
Encl: A/a

MINDTREE LIMITED BENGALURU

Mindtree Ltd.
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Bangalore - 560059

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Mindtree

Mindtree Limited
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Registered Office: Global Village, RVCE Post, Mysore Road, Bangalore - 560 059
Website: www.mindtree.com ; email: investors@mindtree.com ; Ph: +91 80 6706 4000 ; Fax: +91 80 6706 4100

AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2014

Rs in million, except share and per share data

Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2014	September 30, 2014	December 31, 2013	December 31, 2014	December 31, 2013	March 31, 2014
Income from software services	9,117	8,866	7,906	26,438	22,079	30,316
Expenses						
Employee benefits expense	5,264	5,196	4,679	15,334	12,951	17,820
Depreciation	260	235	208	723	586	809
Other expenses	1,987	1,935	1,663	5,798	4,794	6,390
Profit from operations before other income and interest	1,606	1,520	1,336	4,583	3,748	5,297
Other income	140	139	83	352	248	376
Foreign exchange gain/(loss)	70	102	(272)	309	544	118
Profit before interest	1,816	1,761	1,147	5,244	4,540	5,791
Interest	1	-	1	1	4	4
Profit before tax	1,815	1,761	1,146	5,243	4,536	5,787
Tax expense	407	387	258	1,167	1,008	1,275
Net profit for the period	1,408	1,374	888	4,076	3,528	4,512
Paid up equity share capital (face value Rs. 10/- each)	837	836	416	837	416	417
Reserves	18,999	17,977	15,268	18,999	15,268	15,992
Basic EPS (Rs.)	16.81	16.43	10.66	48.76	42.43	54.25
Diluted EPS (Rs.)	16.74	16.36	10.58	48.53	42.16	53.90
Aggregate non-promoter shareholding						
Number of shares	72,202,619	70,506,265	34,722,578	72,202,619	34,722,578	34,783,777
Percentage of shareholding	86.26%	84.29%	83.42%	86.26%	83.42%	83.43%
Promoters and promoter group shareholding						
Pledged/Encumbered						
Number of shares	-	-	-	-	-	-
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-	-	-
Percentage of shares (as a % of the total share capital of the company)	-	-	-	-	-	-
Non-encumbered						
Number of shares	11,501,029	13,137,303	6,903,614	11,501,029	6,903,614	6,905,854
Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100%	100%	100%	100%	100%	100%
Percentage of shares (as a % of the total share capital of the company)	13.74%	15.71%	16.58%	13.74%	16.58%	16.57%

AUDITED SEGMENT WISE REVENUE AND RESULTS

Primary segment information

Rs in million

Particulars	Quarter ended			Nine months ended		Year ended
	December 31, 2014	September 30, 2014	December 31, 2013	December 31, 2014	December 31, 2013	March 31, 2014
Segment revenue						
Retail, CPG and Manufacturing	2,020	1,923	1,700	5,728	4,711	6,528
BFSI	2,141	2,027	1,844	6,085	5,070	6,986
Hitech and Media Services	2,965	2,904	2,489	8,646	7,207	9,606
Travel and Hospitality	1,479	1,515	1,278	4,374	3,448	4,735
Others	492	517	595	1,605	1,643	2,261
Total	9,117	8,866	7,906	26,438	22,079	30,316
Segment operating income						
Retail, CPG and Manufacturing	396	370	401	1,063	1,123	1,594
BFSI	327	159	122	687	245	450
Hitech and Media Services	675	693	594	2,014	1,856	2,477
Travel and Hospitality	266	326	190	682	492	697
Others	187	209	237	652	618	888
Total	1,871	1,759	1,544	5,318	4,334	6,106
Unallocable						
Expenses	265	239	400	735	586	809
Interest	1	-	1	1	4	4
Other income	210	241	83	661	792	494
Profit before tax	1,815	1,761	1,146	5,243	4,536	5,787

Notes on segment information

Principal segments

The Company is structured into five verticals –Retail, CPG and Manufacturing (RCM), Banking, Financial Services and Insurance (BFSI), Hitech and Media Services (HTMS), Travel and Hospitality (TH) and Others. Accordingly, the Company has presented its segment results under these business segments. Effective April 1, 2014, the Company has classified results of Media Services in HTMS. The results were previously classified with TH segment. The previous period/ year figures have been restated and presented in line with the current segments.

Segment capital employed

Segregation of assets, liabilities, depreciation and other non-cash expenses into various primary segments has not been carried out as the assets are used interchangeably between segments. Accordingly, no disclosure relating to segment assets and liabilities has been made.

For Mindtree Limited

Rajan. S

Vice President Legal & Company Secretary

MINDTREE LIMITED BENGALURU

AUDITED STATEMENT OF ASSETS AND LIABILITIES

Rs in million

Particulars	As at	
	December 31, 2014	March 31, 2014
Shareholders' funds		
Share capital	837	417
Reserves and surplus	18,999	15,992
	19,836	16,409
Non-current liabilities		
Long-term borrowings	23	27
Other long-term liabilities	109	129
Long-term provisions	-	39
	132	195
Current liabilities		
Trade payables	214	82
Other current liabilities	3,214	2,737
Short-term provisions	1,571	1,574
	4,999	4,393
Total	24,967	20,997
Non-current assets		
Fixed assets		
Tangible assets	3,807	3,266
Intangible assets	90	170
Capital work-in-progress	676	496
Non-current investments	22	169
Deferred tax assets (net)	447	402
Long-term loans and advances	684	756
Other non-current assets	1,016	1,039
	6,822	6,320
Current assets		
Current investments	6,273	5,160
Trade receivables	7,145	6,004
Cash and bank balances	2,634	1,175
Short-term loans and advances	686	612
Other current assets	1,407	1,726
	18,145	14,677
Total	24,967	20,997

Notes to financial results for the quarter and nine months ended December 31, 2014

1 The above results were reviewed by the Audit Committee and thereafter have been adopted by the Board at its meeting held on January 19, 2015.

2 The statement of financial results have been audited by the Company's auditors. The Company's auditors have issued an unqualified audit opinion on the financial results. The audit report has been filed with the stock exchanges and is also available on the Company's website.

3 Information on investor complaints pursuant to clause 41 of the Listing Agreement for the quarter ended December 31, 2014:

Nature of investor complaints	Opening balance	Additions	Disposal	Closing balance
Allotment/ refund/ annual report related/ others	-	67	66	1

4 During the quarter, 60,060 shares have been issued upon exercise of stock options and restricted shares by employees.

5 EPS for the quarter is not annualized.

6 The Board of Directors at its meeting held on January 19, 2015 have recommended an interim dividend of 40% (Rs 4 per equity share of par value Rs 10 each) for the quarter ended December 31, 2014. Accordingly, the cumulative interim dividend declared by the Board of Directors for the nine months ended December 31, 2014 aggregates to 70% (Rs 7 per equity share of par value Rs 10 each).

7 Earnings per share for the quarter and nine months ended December 31, 2013 and year ended March 31, 2014 have been adjusted for bonus shares issued during the quarter ended June 30, 2014 in accordance with Accounting Standard 20 on Earnings Per Share.

8 On January 19, 2015, the Company entered into definitive agreements to acquire 100% of the equity interest in Discoverture Solutions L.L.C, a leading US based solutions provider to the insurance industry, in an all cash transaction for USD 15 million, payable over the next 18 months and earn outs based on future revenue targets. This acquisition is subject to customary closing conditions and regulatory approvals.

9 Previous period figures have been reclassified/ regrouped wherever necessary.

For and on behalf of the Board
For Mindtree Limited

N. Krishnakumar

Krishnakumar Natarajan
CEO & Managing Director

Bangalore, India
January 19, 2015

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For Mindtree Limited

Rajesh S

Vice President Legal & Company Secretary

MINDTREE LIMITED * BENGALURU *

B S R & Co. LLP
Chartered Accountants

Maruthi Info-Tech Centre
11-12/1 Inner Ring Road
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Auditors' Report on Quarterly Financial Results and Year to Date Financial Results of Mindtree Limited Pursuant to the Clause 41 of the Listing Agreement

To
The Board of Directors of Mindtree Limited

We have audited the quarterly financial results of Mindtree Limited ('Mindtree' or the "Company") for the quarter ended 31 December 2014 and year to date financial results for the period from 1 April 2014 to 31 December 2014, attached herewith, being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These quarterly financial results as well as year to date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS) 25, Interim Financial Reporting, issued under the Companies (Accounting Standards) Rules, 2006 which continue to apply under Section 133 of the Companies Act, 2013 and other accounting principles generally accepted in India.

We conducted our audit in accordance with auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us, these quarterly and year to date financial results:

(i) are presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and

(ii) give a true and fair view of the net profit and other financial information for the quarter ended 31 December 2014 as well as the year to date results for the period from 1 April 2014 to 31 December 2014.

MINDTREE LIMITED BENGALURU

B S R & Co. LLP

Further, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of Clause 35 of the Listing Agreement and found the same to be correct.

for **B S R & Co. LLP**
Chartered Accountants
Firm's registration number: 101248W/W-100022

Supreet **Sachdev**
Partner
Membership number: 205385

Bangalore
19 January 2015

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For Mindtree Limited

Rajan u. S

Vice President Legal & Company Secretary

MINDTREE LIMITED * BENGALURU *

Mindtree

Mindtree's net profit surges 60.5% y-o-y in dollar terms; declares interim dividend

Bangalore (India) and Warren (NJ), January 19, 2015: Mindtree, a global technology services company, announced its results today for the third quarter ended December 31, 2014, as approved by its Board of Directors.

"Our clients continue to look at Mindtree as their partner of choice for Digital Transformation, all the way from innovation to rapid execution. Our ability to drive significant optimization in our chosen verticals, in IT and application management, remains a strong foundation for delivering sustained value to our clients. Together with digital, the Mindtree story is becoming stronger than ever before" said **Krishnakumar Natarajan, CEO & Managing Director, Mindtree.**

Key financial highlights:

- In USD terms:
  - Revenue at $147.7 million (growth of 0.4% q-o-q / 16.2% y-o-y). Constant currency revenue growth of 2% q-o-q
  - Net profit at $22.8 million (growth of 0.3% q-o-q / 60.5% y-o-y)
- In Rupee terms:
  - Revenue at ₹ 9,117 million (growth of 2.6% q-o-q / 15.3% y-o-y)
  - Net profit at ₹ 1,408 million (growth of 2.5% q-o-q / 58.6% y-o-y)

Other highlights:

- Clients:
  - 201 active clients as of December 31, 2014
  - Adds one client to $50 million category
- Employees:
  - 13,323 employees as of December 31, 2014
  - Added 1,016 employees during the quarter on a gross basis
  - Trailing 12 months attrition is at 18.1%

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Mindtree

- Awards and recognition:
    - Ranked in top 5 in the Asiamoney Corporate Governance Poll (India) across categories such as overall corporate governance, disclosure and transparency, shareholder rights and investor relations
    - World rank #4 in 2014 by Association for Talent Development dedicated to learning, training and talent development
    - Krishnakumar Natarajan, MD & CEO, Mindtree was awarded the Best CEO under the IT/ITES (Mid-sized companies) category at the India's Best CEO 2014 awards by Business Today-PricewaterhouseCoopers

- Dividend announcement:
    - The Board of Directors, at its meeting held on January 19, 2015 recommended an interim dividend of 40% (₹ 4 per equity share of par value ₹ 10 each) for the quarter ended December 31, 2014.

About Mindtree

Mindtree [NSE: MINDTREE; CIN: L72200KA1999PLC025564] delivers technology services and accelerates growth for Global 1000 companies by solving complex business challenges with breakthrough technical innovations. Mindtree specializes in e-commerce, mobility, cloud enablement, digital transformation, business intelligence, data analytics, testing, infrastructure, EAI and ERP solutions. We are among the fastest growing technology firms globally with more than 200 clients and offices in 14 countries.

Safe harbour

Certain statements in this release concerning our future growth prospects are forward-looking statements, which involve a number of risks, and uncertainties that could cause our actual results to differ materially from those in such forward-looking statements. We do not undertake to update any forward-looking statement that may be made from time to time by us or on our behalf.

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Mindtree

Visit us at www.mindtree.com. For more information, contact:

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For Mindtree Limited

Rajan. S

Vice President Legal & Company Secretary

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