



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/15-16/175

Feb 28, 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:

- (i) **Submission of details regarding the voting results of the Postal Ballot;**
- (ii) **Intimation of Record Date for the purpose of allotment of Bonus Equity Shares as per Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Ref: Our letter vide MT/STAT/CS/15-16/175 dated Feb 28, 2016

With respect to the above, please note the following:

- (i) **Submission of details regarding the voting results of the Postal Ballot:**

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, approval of the Members of the Company was sought for the following proposed Resolutions to be passed by way of Postal Ballot (including electronic voting):

- 1) Issuance of Bonus Shares – Special Resolution
- 2) Appointment of Rostow Ramanan (DIN 00144557) as CEO & Managing Director – Ordinary Resolution
- 3) Appointment of Krishnakumar Natarajan (DIN 00147772) as Executive Chairman – Ordinary Resolution

The Company through its Board Meeting dated January 18, 2016 had appointed Mr. Nagendra D Rao, Practicing Company Secretary, as the Scrutinizer for conducting Postal Ballot (including electronic voting) in a fair and transparent manner.

The Scrutinizer has submitted his report after completion of the scrutiny of the Postal Ballot (including electronic voting).

Please note that all the three Resolutions mentioned above, have been passed with requisite majority as prescribed under applicable Laws. The Scrutinizers report was forwarded to you as an enclosure in our earlier letter referred above.

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(ii) **Intimation of Record Date for the purpose of allotment of Bonus Equity Shares as per Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015:**

Please note that the Members of the Company have approved the issue of Bonus Shares in the proportion of 1 (One) Bonus Equity Share of Rs. 10/- (Rupees Ten only) each, for every 1 (One) fully paid-up Equity Share of Rs. 10/- (Rupees Ten only) each, held by the Members and that the Bonus Shares so distributed shall, for all purposes, be treated as an increase in the paid-up capital of the Company.

We further wish to inform that the Administrative Committee of the Board of Directors of the Company have approved and fixed March 10, 2016, Thursday, as the Record Date for the purpose of deciding the Members who shall be eligible to the allotment of the Bonus Shares as per the ratio mentioned above by capitalization of such sum as may be required, from the Securities Premium Account, Free Reserves or any other permitted reserves/ surplus of the Company for the purpose of issue of Bonus Shares of Rs. 10/- (Rupees Ten only) each, credited as fully paid-up to the holders of the Equity Shares of the Company, whose names appear on the Register of Members on the Record Date of March 10, 2016.

With the issue of Bonus Shares, appropriate adjustments would also be made to the number of Stock Options under the various Employee Stock Option Plans, Directors' Stock Option Scheme and Mindtree Employee Restricted Stock Purchase Plan (ESPS) as on March 10, 2016 (whether vested or unvested including lapsed and forfeited options available for re-issuance) and the Exercise Price, in accordance with the provisions of the Schemes read with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

The fully paid-up Bonus Shares shall be distributed to the Members of the Company, whose names appear on the Register of Members as on March 10, 2016 of the Company. The Bonus Shares so allotted shall rank *pari-passu* in all respects with the fully paid-up Equity Shares of the Company as existing on March 10, 2016.



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Disclosure under Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Details	
Symbol	MINDTREE
Series	EQ
Book Closure (B) / Record Date (R)	(R)
BC Start Date	N/A
BC End Date	N/A
Record Date	March 10, 2016
Purpose	Issue of Securities-Bonus Equity shares
Corporate Action Type	Bonus
Issue of Securities – Bonus	Ratio of Bonus: 1:1
Shareholders Meeting Date	February 27, 2016 (By Postal Ballot)

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

Thanking you.

Yours truly,

for **Mindtree Limited**

Vedavalli S

Company Secretary

