



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/17-18/53

June 28, 2017

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051
Ref: Scrip Name: MINDTREE

BSE Limited
Listing Department
P.J. Towers, 1st Floor,
Dalal Street, Fort,
Mumbai – 400 001
Scrip Code: 532819

Dear Sir/ Madam,

Sub: Outcome of Board meeting held on June 28, 2017

Further to our intimation dated June 22, 2017 and in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held on June 28, 2017, which concluded at 3.45PM, has *inter-alia*:

1. Approved Buyback proposal for purchase by the Company of its own fully paid equity shares of Rs.10/- each ("**Equity Share**") not exceeding 43,20,000 (Forty Three Lakhs and Twenty Thousand only) Equity Shares, being 2.57% of the total paid up Equity Share capital, at a price not exceeding Rs. 625/- (Rupees Six Hundred and twenty five only) per Equity Share ("**Buyback Offer Price**") for an aggregate amount of Rs. 270 crores/- (Rupees Two Hundred and Seventy Crores only) (hereinafter referred to as the "**Buyback Offer Size**"), (being 9.83% of the total paid-up equity capital and free reserves of the Company as on March 31, 2017) (hereinafter referred to as the "**Buyback**") from the shareholders of the Company on a proportionate basis through the tender offer route in accordance and consonance with the provisions contained in the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 ("**Buy-back Regulations**") (including any statutory modification(s) or re-enactment of the Act or Buy-back Regulations, for the time being in force) and the Companies Act, 2013 ("**Act**") and rules made thereunder. The Buyback Offer Size does not include any expenses incurred or to be incurred for the buyback like filing fees, advisory fees, publication expenses, printing & dispatch expenses, transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax/GST, stamp duty, etc. and other incidental and related expenses.

The Buyback would be carried out via the tender offer route under the Board Approval route.

The public announcement setting out the process, timelines and other statutory details will be released in due course in accordance with the Buy-back Regulations.

The Board has delegated its powers to the Administrative Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.



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2. In terms of the SEBI Buyback Regulations, under the tender offer route, the Promoters and Promoter Group have the option to participate in the Buyback. We would like to inform that some of the members of the Promoters and Promoter Group of the Company have communicated their intention to participate in the proposed Buyback.
3. The Board has also approved July 11, 2017, to be the Record Date for determining the entitlement and the names of the Equity Shareholders, to whom the Letter of Offer will be sent and will be eligible to participate in the Buyback.
4. The pre Buyback shareholding pattern of the Company is attached hereto as **Annexure A**

Please note that the Company will provide relevant updates in relation to the Buyback in due course.

Thanking you.

Yours sincerely,

For Mindtree Limited

Vedavalli S

Company Secretary

Encl. as above





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Annexure A

Pre Buy-back Shareholding Pattern - as of June 23, 2017

Shareholders	No. of Shareholders	No. of Shares	% of Shares
Clearing Members	371	274,088	0.16
Other Bodies Corporate	690	33,403,474	19.87
Directors	4	5,509,750	3.28
Financial Institutions	3	682,085	0.41
Foreign Institutional Investor (FII's)	7	922,031	0.55
Foreign Promoter Company	1	2,416,984	1.44
Hindu Undivided Family (HUF)	1,713	357,392	0.21
Mutual Funds	46	10,837,836	6.45
Nationalised Banks	1	45,000	0.03
Non Nationalised Banks	4	13,305	0.008
Foreign Nationals	19	786,746	0.47
Non Resident Indians (Repatriable)	1,468	853,988	0.51
Non Resident (Non-Repatriable)	567	492,354	0.29
Persons Acting In Concert (PAC)	5	3,695,372	2.20
Public	79,888	23,789,414	14.15
Promoters	4	16,822,870	10.01
Trusts	4	420	0.00
Foreign Portfolio Investors (Corporate)	132	66,354,777	39.47
Alternate Investment Funds	1	865,000	0.51
Total	84,928	168,122,886	100

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