



## SUMMARY OF PROCEEDINGS OF THE 71st ANNUAL GENERAL MEETING

The 71st Annual General Meeting ("the AGM") of the members of Wipro Limited ("the Company") was held on Wednesday, July 19, 2017 at 4.00 PM at Wipro's Campus, Cafeteria Hall EC-3, Ground Floor, Opp. Tower 8, No. 72, Keonics Electronics City, Hosur Road, Bangalore- 561229, India.

The following Directors were present:

1	Mr. Azim H Premji	Chairman and Managing Director
2	Mr. Narayanan Vaghul	Independent Director & Chairman of Audit, Risk and Compliance Committee
3	Dr. Ashok S Ganguly	Independent Director & Chairman of Board Governance, Nomination and Compensation Committee
4	Mr. William A Owens	Independent Director & Chairman of Strategy Committee
5	Mr. M.K Sharma	Independent Director & Chairman of Administrative and Shareholder/Investor Grievance Committee
6	Ms. Ireena Vittal	Independent Director
7	Mr. Rishad A Premji	Chief Strategy Officer and Executive Director
8	Dr. Patrick J Ennis	Independent Director
9	Mr. Patrick Dupuis	Independent Director
10	Mr. Abidali Z Neemuchwala	Chief Executive Officer and Executive Director

In attendance:

1	Mr. Jatin P Dalal	Chief Financial Officer
2	Mr. M Sanaula Khan	Company Secretary
3	Mr. Jamil Khatri	Partner, BSR & Co. LLP, Statutory Auditor (FY 2016-17)
4	Mr. V. Sreedharan	Scrutinizer, V Sreedharan & Associates
5	Mr. Venkat Ram	Partner, Deloitte Haskins and Sells, proposed Statutory Auditor (FY 2017 onwards)

Members Present:

- 1) In Person - 357
- 2) By Proxy – 9

Pursuant to Article 106 of Articles of Association of the Company, Mr. Azim H Premji being the Chairman of the Board took the chair and conducted the proceedings of the Meeting, the requisite quorum being present. The Chairman addressed the shareholders and spoke about

### Business Unit:

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Transformation of the Company, New Brand Launch, Stakeholder Value, Financial Performance of the Company and the Social Impact made towards sustainability.

The Chairman thereafter declared that the copies of audited financial statements for the year ended March 31, 2017, Director's and Auditor's report had been posted/emailed as the case may be, to all the Members and that the original documents including the Register of Director's Shareholding, Minutes of Annual General Meeting, copies of Audited Financial Statements etc were available for inspection. The Chairman further informed the shareholders that e-voting facility has been provided to all Members to vote electronically and that there will be no voting by show of hands at the meeting. The members who could not avail e-voting facility could use the Insta-Poll facility provided at the venue of the meeting.

Clarifications were provided to the queries raised by the members.

The following items of business, as per the Notice of the AGM were transacted –

1. Adoption of audited Financial Statements (including Consolidated Financial Statements) for the financial year ended March 31, 2017 and reports of the Board of Directors and the Auditors thereon (Ordinary Resolution)
2. Confirmation of the payment of Interim Dividend of Rs. 2 per equity share already paid during the year as the Final Dividend for the financial year ended March 31, 2017
3. Appointment of Director in place of Mr. Abidali Z Neemuchwala, who retires by rotation and being eligible, offers himself for re-appointment
4. Appointment of Deloitte Haskins and Sells LLP as Statutory Auditors in place BSR and Co. LLP, the retiring auditors for a period of 5 years from the conclusion of this AGM
5. Re-appointment of Mr. Azim Premji as an Executive Chairman and Managing Director of the Company for a further period of 2 years with effect from July 31, 2017
6. Re-appointment of Mr. William Arthur Owens as Independent Director of the Company for a further period of 5 years

Mr. V Sreedharan, Member, Institute of Company Secretaries of India had been appointed as the Scrutinizer for the Poll at this meeting and to report on the combined voting results of e-voting and the Insta-Poll for each of the items as per the notice of the AGM. The scrutinizers' report was received and accordingly all the resolutions as set out in the notice of the AGM were declared as passed.

For Wipro Limited

M Sanaula Khan  
Company Secretary

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