

Mindtree Limited

CIN: LTZ200KA1999PLC025564

Registered Office: Global Village, RVCE Post, Mysore Road, Bangalore - 560 059

Website: www.mindtree.com; email: investors@mindtree.com; Ph: +91 80 6708 4000; Fax: +91 80 6706 4100

AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015

Rs in million, except share and per share data Particulars Quarter ended Year ended March 31. March 31, March 31, March 31. December 31. 2015 2014 2014 2016 2014 8,237 35,474 Income from software services 9.038 9,117 30,316 Expenses Employee benefits expense 5,312 294 1,968 1,464 5,264 260 1,987 4,869 223 1,596 **1,549** 20,646 1,017 7,764 17,820 809 6,390 Depreciation Other expenses
Profit from operations before other income and interest
Other income 6,297 1.606 6.047 302 (132 1,634 140 70 1,816 654 177 **6,878** 376 118 **5,791** 128 (426 1,251 Foreign exchange gain/(loss) Profit before interest 6,877 1,534 5,343 1,634 367 1,267 1,815 407 1,408 1,251 267 984 417 5.787 Profit before tax 1,275 4,**512** 417 15,992 Tax expense
Net profit for the period Paid up equity share capital (face value Rs. 10/- each) 837 837 837 19.271 18,999 15,992 19,271 16.81 16.74 11.83 11.74 63.90 63.62 54.25 53.90 Diluted EPS (Rs.) Aggregate non-promoter shareholding Number of shares Percentage of shareholding 34,783,777 34.783.777 72.248.343 72,202,619 72,246,343 86.26% 83.43% 86.28% 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) on-encumbered 11,501,029 6,905,954 11,486,029 6,905,954 Number of shares 11,486,029 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) 100% 100% 13.72% 13.74% 18.57% 13.72% 16,57%

Particulars		Quarter ended			Year ended	
	March 31, 2015	December 31, 2014	March 31, 2014	March 31, 2015	March 31, 2014	
Segment revenue						
Retail, CPG and Manufacturing	1,992	2,020	1,817	7,720	6,526	
BFSI	2,148	2,141	1,918	8,233	6,986	
Hitech and Media Services	2,995	2,985	2,599	11,641	9,806	
Travel and Hospitality	1,469	1,479	1,287	5,843	4,735	
Others	432	492	618	2,037	2,261	
Total	9,036	9,117	8,237	35,474	30,316	
Segment operating income						
Retail, CPG and Manufacturing	420	398	471	1,503	1,594	
BFSI	225	327	205	912	450	
Hitech and Media Services	724	675	622	2,738	2,47	
Travel and Hospitality	254	288	204	1,136	69	
Others	141	187	270	793	888	
Total	1,784	1,871	1,772	7,082	6,106	
Unallocable						
Expenses	432	265	649	1,035	80	
Interest		1	8 1	1		
Other income	302	210	128	831	49	
Profit before tax	1,634	1,815	1,251	6,877	5,78	

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 (FI), 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.



Particulars	As at		
	March 31, 2015	March 31, 2014	
Shareholders' funds			
Share capital	837	417	
Reserves and surplus	19,271	15,992	
	20,108	16,409	
Share application money pending allotment	4		
Non-current liabilities			
Long-term borrowings	23	2	
Other long-term flabilities	334	12	
Long-term provisions		3	
	357	19	
Current liabilities			
Trade payables	503	8	
Other current liabilities	3,443	2,73	
Short-term provisions	2,046	1,57	
	5,992	4,39	
Total	26,461	20,99	
Non-current assets			
Fixed assets			
Tangible assets	4,507	3,26	
Intangible assets	119	17	
Capital work-in-progress	354	49	
Non-current investments	1,113	16	
Deferred lax assets (net)	449	40	
Long-term loans and advances	653	75	
Other non-current assets	1,003	1,03	
	8,198	6,32	
Current assets			
Current investments	5,343	5,16	
Trade receivables	6,798	8,00	
Cash and bank balances	3,669	1,11	
Short-term loans and advances	836	6	
Other current assets	1,617	1,72	
	18,283	14,6	
Total	26,461	20,9	

Notes to financial results for the quarter and year ended March 31, 2015

- 1 The above results were reviewed by the Audit Committee and thereafter have been adopted by the Board at its meeting held on April 18, 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 filled with the stock exchanges and is also available on the Company's website.

Information on investor complaints pursuant to clause 41 of the Listing Agreement for the quarter ended March 31, 2015:

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

- 4 During the quarter, 28,724 shares have been issued upon exercise of stock options and restricted shares by employees,
- 5 EPS for the quarter is not annualized.
- 8 During the quarter, the Board of Directors have accepted the resignation of David B, Yoffie, effective March 30, 2015
- 7 The Board of Directors at its meeting held on April 16, 2015 have recommended a final dividend of 100% (Rs 10 per equity share of par value Rs 10 each) for the year ended March 31, 2015. Accordingly, the cumulative dividend declared by the Board of Directors for the year ended March 31, 2015 aggregates to 170% (Rs 17 per equity share of par value Rs 10 each).
- 8 Earnings per share for the quarter and year ended March 31, 2014 have been edjusted for bonus shares issued during the quarter ended June 30, 2014 in accordance with Accounting Standard 20 on Earnings Per Share.
- 9 The Company has acquired 100% equity interest in Discoverture Solutions L.L.C (Discoverture), a US based IT solution provider to the insurance industry, for a consideration of Rs 1,091 million. The consideration includes future payments which are based on achievement of certain specific milestones which have currently been provided for based on best estimate of the Company. The transfer of membership interests and control of Discoverture is effective February 13, 2015 and consequently, Discoverture has become a 100% subsidiary of the Company effective that date,
- 10 Previous period figures have been reclassified/ regrouped wherever necessary.

For and on behalf of the Board For Mindtree Limited

Krishnakumar Natarajan CEO & Managing Director







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CiN: L72200KA1999PLC025564
Registered Office: Global Village, RVCE Post, Mysore Road, Bangalore - 560 059
Website: www.mindtree.com , email: investors@mindtree.com ; Ph: +91 80 8706 4000 , Fax: +91 80 6706 4100

AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2015

Rs in million, except share and per share data Quarter ended Particulars March 31, March 31, March 31, March 31, December 31, 2015 2014 2014 2015 2014 35,619 30,316 come from software services 9,181 9,117 8,237 Exponses Employee benefits expense 5,407 295 1,988 1,491 304 (130) 1,665 5,267 260 1,984 1,806 140 70 1,816 4,869 223 1,598 1,547 128 (426) 1,249 20.747 17.820 1,018 7,780 **6,074** 656 179 **6,909** 809 6,396 5,291 376 120 5,787 Other expenses
Profit from operations before other income and interest Other income Foreign exchange gain/(loss) Profit before interest 6,908 1,545 **5,363** 5,783 1,275 4,508 1,665 378 1,287 837 1,815 1,249 Profit before tax 407 1,408 837 18,996 16,81 16,74 Tax expense
Net profit for the period
Paid up equity share capital (face value Rs. 10/- each) 267 982 417 417 15,988 837 19,287 15.38 15.32 15,988 11 80 11 71 Reserves
Basic EPS (Rs.)
Diluted EPS (Rs.)
Aggregate non-promoter shareholding
Number of shares
Percentage of shareholding 19,287 64 14 63 85 54 20 53 85 34,763,777 83.43% 72,246,343 86.26% 72,202,619 86,26% 34.783.777 72,246,343 83 43% Promoters and promoter group shareholding riedged/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)
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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) 11,486,029 100% 13.74% 100% 16.57% 100% 16.57% 13 729

Primary segment information Particulars	Quarter ended			Year ended	
	March 31, 2015	December 31, 2014	March 31, 2014	March 31, 2015	March 31, 2014
Segment revenue				7 700	0.500
Retail, CPG and Manufacturing	1,992	2,020	1,817	7,720	6,520 6,980
BFSI	2,293	2,141	1,916 2,599	8,378	9,80
litech and Media Services	2,995	2,985		11,641 5,843	4,73
Fravel and Hospitality	1,469 432	1,479 492	1,267 618	2,037	2,26
Others			8,237	35,619	30,31
Total	9,181	9,117	0,237	35,019	30,31
Segment operating Income		1 1			
Retail, CPG and Manufacturing	420	396	471	1,503	1,59
BFSI	252	327	205	939	45
Hitech and Media Services	719	670	619	2,721	2,47
Travel and Hospitality	254	286	205	1,136	69
Others	141	187	270	793	88
Total	1,788	1,868	1,770	7,092	6,10
Unallocable	1		1	1	
Expenses	425	260	649	1,018	80
nterest		1		1	
Other income	304	210	128	835	49
Profit before tax	1,665	1,815	1,249	8,908	5,78

Principal segments
The Group 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 Group has presented its segment results under these business segments. Effective April 1, 2014, the Group 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.

Segmental 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



AUDITED CONSOLIDATED STATEMENT OF ASSETS AND LIABILITIES	Ass	it
	March 31, 2015	March 31, 2014
Shareholders' funds		
Share capital	837	417
Reserves and surplus	19,287	15,988
	20,124	16,405
Share application money pending allotment	4	12
Non-current liabilities		
Long-term borrowings	23	27
Other long-term liabilities	334	129
Long-term provisions	-	39
	357	195
Current liabilities	1 1	
Trade payables	536	82
Other current liabilities	3,465	2,738
Short-term provisions	2,063	1,574
	8,084	4,394
Total	26,549	20,994
Non-current sesets		
Fixed assets	11/	
Tangible assets	4,513	3,266
Inlangible assets	1,042	170
Capital work-in-progress	354	17
Non-current investments	8	
Deferred tax assets (net)	449	40: 75
Long-term loans and advances	654	1.03
Other non-current assets	1,003	6,30
	8,023	9,30
Current assets	5.343	5,16
Current investments	6.963	6,00
Trade receivables	3,763	1,18
Cash and bank balances	636	61
Short-term loans and advances	1,621	1.72
Other current assets	18,526	
Total	26,549	-

Notes to consolidated financial results for the quarter and year ended March 31, 2015

1 The above results were reviewed by the Audit Committee and thereafter have been adopted by the Board at its meeting held on April 16, 2015,

2	Information on investor complaints pursuant to clause 41 of the Listing Agreement for the quarter	ended March 31, 2	015		
-	The first of the state of the s	Opening			Closing
	Nature of Investor complaints	balance	Additions	Disposal	balance
	Alignment/refund/ annual report related/ others	- 1	27	28	-

- 3 During the quarter, 28,724 shares have been issued upon exercise of stock options and restricted shares by employees
- 4 EPS for the quarter is not annualized.

Bangalore, India April 16, 2015

- 5 During the quarter, the Board of Directors have accepted the resignation of David B Yoffie, effective March 30, 2015.
- 6 The Board of Directors at its meeting held on April 16, 2015 have recommended a final dividend of 100% (Rs 10 per equity share of par value Rs 10 each) for the year ended March 31, 2015. Accordingly, the cumulative dividend declared by the Board of Directors for the year ended March 31, 2015 aggregates to 170% (Rs 17 per equity share of par value Rs 10 each).
- 7 The statement of consolidated financial results have been audited by the Company's auditors. The Company's auditors have issued an unqualified audit opinion on the consolidated financial results. The audit report has been filed with the stock exchanges and is also available on the Company's website.
- 8 Earnings per share for the quarter 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
- 9 The Group has acquired 100% equity interest in Discoverture Solutions LLC (Discoverture), a US based IT solution provider to the insurance industry, for a consideration of Rs 1,091 million. The consideration includes future payments which are based on achievement of certain specific milestones which have currently been provided for based on best estimate of the Group. The transfer of membership interests and control of Discoverture is effective February 13, 2015 and consequently, Discoverture has become a 100% subsidiary of the Group effective that date From the date of acquiring control, assets, liabilities, income and expenses are consolidated on a line by line basis. The consolidation has resulted in a goodwill of Rs 922 million. Results from this acquisition are grouped under BFSI in the segmental reporting given above.

10 Previous period figures have been reclassified/ regrouped wherever necessary

For and on behalf of the Board For Mindlree Limited

Krishnakumar Natarajan CEO & Managing Director



BSR&Co.LLP

Chartered Accountants

Maruthi Info-Tech Centre 11-12/1 Inner Ring Road Koramangala Bangalore 560 071 India Telephone: + 91 80 3980 6000 Fax: + 91 80 3980 6999

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 March 2015 and year to date financial results for the period from 1 April 2014 to 31 March 2015, 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;
- (ii) give a true and fair view of the net profit and other financial information for the quarter ended 31 March 2015 as well as the year to date results for the period from 1 April 2014 to 31 March 2015.

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B S R & Co. (a partnership film will)
Repistration No. BA61223) convarted into
B S R & Co. LLP (a Limited Liability Partnership
with LEP Registration No. AAB-8181)
with offect from October 14, 2013

Ragistered Office: 1st Floor, Lodhe Excelus Apollo Mills Compound N.M. Joshil Marg, Mahalakuhini Mumbai - 400 011 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 shareholding 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 BSR & Co. LLP

Chartered Accountants

Pirm's registration number: 101248W/W-100022

Supreet Sachdev

Partner

Membership number: 205385

Bangalore

16 April 2015

CERTIFIED TRUE CODY

For Mindtree Limited

Jagannathan Chakravarthi
Chief Financial Officer



BSR&Co.LLP

Chartered Accountants

Maruthi Info-Tech Centre 11-12/1 Inner Ring Road Koramangala Bangalore 560 071 India Telephone: + 91 80 3980 6000 Fax: + 91 80 3980 6999

Auditors' Report on Consolidated Quarterly Financial Results and Consolidated 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 consolidated quarterly financial results of Mindtree Limited ('Mindtree' or the "Company") and its subsidiaries (collectively called 'the Mindtree Group') for the quarter ended 31 March 2015 and the consolidated year to date financial results for the period from 1 April 2014 to 31 March 2015, 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 consolidated quarterly financial results as well as the consolidated year to date financial results have been prepared from consolidated interim financial statements, which are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated 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.

We did not audit the financial statements of one subsidiary included in the consolidated quarterly financial results and consolidated year to date results, whose consolidated interim financial statements reflect total assets of Rs 286 million as at 31 March 2015; as well as the total revenue of Rs. 166 million for the quarter and year ended on that date. These interim financial statements have been audited by another auditor whose report has been furnished to us, and our opinion on the consolidated quarterly financial results and the consolidated year to date results, to the extent they have been derived from such consolidated interim financial statements is based solely on the report of such other auditor.



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

- (i) include the quarterly financial results and year to date financial results of the following entities:
 - (a) Mindtree Limited;
 - (b) Mindtree Software (Shanghai) Co., Limited; and
 - (c) Discoverture Solutions LLC
- (ii) have been presented in accordance with the requirements of Clause 41 of the Listing Agreement in this regard; and
- (iii) give a true and fair view of the consolidated net profit and other financial information for the quarter ended 31 March 2015 as well as the consolidated year to date results for the period from 1 April 2014 to 31 March 2015.

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 BSR & Co. LLP

Chartered Accountants

Firm's registration number: 101248W/W-100022

Supreet Sachdev

Partner

Membership number: 205385

Bangalore 16 April 2015 CERTIFIED TRUE COPY

For Mindtree Limited

Jagannathan Chakravarthi
Chief Financial Officer



Mindtree's full year revenue grows 16.4% in dollar terms; declares final dividend

Bangalore (India) and Warren (NJ), April 16, 2015: Mindtree, a global technology services company, announced its consolidated results today for the fourth quarter and year ended March 31, 2015, as approved by its Board of Directors.

"We have delivered industry leading performance with a revenue growth of 16.4% for FY15. The results validate our decision to transform Mindtree to be a valued, digital partner for our clients. In this, our expertise in agile, analytics, cloud and Internet of Things (IoT) is making deep impact. What makes us additionally happy is that our customer satisfaction levels are at a record 3-year high" said Krishnakumar Natarajan, CEO & Managing Director, Mindtree.

Key financial highlights:

Quarter ended March 31, 2015

- In USD terms:
 - Revenue at \$147.8 million (growth of 0.1% q-o-q / 11.3% y-o-y). Constant currency revenue growth of 1.8% q-o-q
 - o Net profit at \$20.7 million (decline of 9.2% q-o-q / growth of 30.5% y-o-y)
- In Rupee terms:
 - o Revenue at ₹ 9,181million (growth of 0.7% q-o-q / 11.5% y-o-y)
 - o Net profit at ₹ 1,287 million (decline of 8.6% q-o-q / growth of 31.1% y-o-y)

Year ended March 31, 2015

- In USD terms:
 - o Revenue at \$583.8 million (growth of 16.4%)
 - Net profit at \$87.9 million (growth of 17.9%)
- In Rupee terms:
 - o Revenue at ₹ 35,619 million (growth of 17.5%)
 - Net profit at ₹ 5,363 million (growth of 19%)



Jacoppathan Chakravarthi

Jagannathan Chakravarthi
Chief Financial Officer

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Other highlights:

- Clients:
 - o 217 active clients as of March 31, 2015
 - o \$10 million clients grow to 14; \$5 million clients grow to 28
- Employees:
 - o 14,202 employees as of March 31, 2015
 - o Added 1,517 employees during the quarter on a gross basis
 - o Trailing 12 months attrition is at 18.2%
- Awards and recognition:
 - Mindtree featured as a 'Major Player' in IDC's Marketscape for Worldwide Mobile
 Application Development and Testing Services 2014 Vendor Assessment
 - Mindtree was named the winner of the Silver Shield by ICAI Awards for Excellence for Financial Reporting for the year 2013-14
- Dividend announcement:
 - o The Board of Directors, at its meeting held on April 16, 2015 recommended a final dividend of 100% (₹ 10 per equity share of par value ₹ 10 each) for the year ended March 31, 2015. Accordingly, the cumulative dividend declared by the Board of Directors for the year ended March 31, 2015 aggregates to 170% (₹ 17 per equity share of par value ₹ 10 each)

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.

Jagannathan Chakravarini Chief Financial Officer



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.

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

Priyanka Waghre

Mindtree

+91 98867 29295

Priyanka.Waghre@mindtree.com

Kiran Farooque

PPR Worldwide

+44 0 207 300 6181

Kiran.Farooque@pprww.com

Siddhartha Tanti

Genesis Burson-Marsteller

+91 99863 62435

Siddhartha.Tanti@bm.com

Sarah Elder

Max Borges Agency

+1 415.548.6850

sarahelder@maxborgesagency.com

CERTIFIED TRUE COPY

For Mindtree Limited

Jagannathan Chakravarthi
Chief Financial Officer



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Mindtree Limited, Global Village, RVCE Post, Mysore Road, Bangalore-560059;

CIN: L72200KA1999PLC025564; Phone: + 91 80 6706 4000; Fax: +91 80 6706 4100;

E-mail: info@mindtree.com/investors@mindtree.com; Website: www.mindtree.com