



December 20, 2017

The Manager – Listing  
BSE Limited  
(BSE: 507685)

The Manager – Listing  
National Stock Exchange of India Limited.  
(NSE: WIPRO)

The Market Operations,  
NYSE, New York  
(NYSE: WIT)

Dear Sirs,

**Sub: Submission of Post-Buyback Public Announcement for buyback of equity shares of Wipro Limited (the “Company”)**

Pursuant to regulation 19(7) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 as amended, the Company has published Post-Buyback Public Announcement for the buyback of 34,37,50,000 (Thirty Four Crores Thirty Seven Lakhs and Fifty Thousand) fully paid up Equity Shares of the Company of face value of Rs. 2/- (Rupees Two only) each at a price of Rs. 320/- (Rupees Three Hundred and Twenty only) per equity share on a proportionate basis from the equity shareholders of the Company as on the Record date September 15, 2017 through the tender offer process.

We are enclosing herewith copy of the Post-Buyback Public Announcement published on December 20, 2017 for your information and record.

Thanking you,

**For Wipro Limited**

*G Kothandaraman*

**G Kothandaraman**  
**Head-Secretarial & Compliance**



**Registered Office:**

**Wipro Limited**  
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# WIPRO LIMITED

Registered Office: Doddakannelli, Sarjapur Road, Bengaluru - 560 035, India. Corporate Identification Number (CIN): L32102KA1945PLC020800  
Tel. No.: +91 80 2844 0011; Fax: +91 80 2844 0054; Email: corp-secretarial@wipro.com; Website: www.wipro.com; Company Secretary: Mr. M Sanaula Khan

## POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF WIPRO LIMITED

This public announcement (the "Post Buyback Public Announcement") is being made in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 and subsequent amendments thereof (the "Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the public announcement dated August 31, 2017 (the "Public Announcement") and the letter of offer dated November 17, 2017 (the "Letter of Offer"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

### 1. THE BUYBACK

- Wipro Limited (the "Company") had announced the Buyback of up to 34,37,50,000 (Thirty Four Crores Thirty Seven Lakhs and Fifty Thousand) fully paid-up equity shares of face value of Rs. 2/- (Rupees Two Only) each ("Equity Shares") from all the existing shareholders/beneficial owners of Equity Shares holding Equity Shares as on September 15, 2017 (the "Record Date"), on a proportionate basis, through the "tender offer" route at a price of Rs. 320/- (Rupees Three Hundred and Twenty Only) per equity share payable in cash, for an aggregate amount of Rs. 1,10,00,00,00,000/- (Rupees Eleven Thousand Crores Only) (the "Buyback Size", and such buyback of shares, the "Buyback"). The Buyback Size is 23.15% and 21.36% of the aggregate of the fully paid-up equity share capital and free reserves as per the audited standalone and consolidated balance sheets of the Company, respectively, on June 30, 2017.
- The Company adopted the tender offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India ("SEBI") vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, issued by SEBI.
- The tendering period for the Buyback Offer opened on November 29, 2017 and closed on December 13, 2017.

### 2. DETAILS OF BUYBACK

- 34,37,50,000 (Thirty Four Crores Thirty Seven Lakhs and Fifty Thousand) Equity Shares were bought back under the Buyback, at a price of Rs. 320/- (Rupees Three Hundred and Twenty Only) per Equity Share.
- The total amount utilized in the Buyback is Rs. 1,10,00,00,00,000/- (Rupees Eleven Thousand Crores only).
- The registrar to the Buyback i.e. Karvy Computershare Private Limited ("Registrar"), considered 1,45,310 valid applications for 1,17,36,90,350 (One Hundred and Seventeen Crores Thirty Six Lakhs Ninety Thousand Three Hundred and Fifty) Equity Shares in response to the Buyback resulting in the subscription of approximately 3.41 times the maximum number of Equity Shares proposed to be bought back. The details of the valid applications considered by the Registrar are as follows:

Category	No. of Equity Shares Reserved in the Buyback	No. of Valid applications	Total Equity Shares Vaidly Tendered	% Response
Reserved category for Small Shareholders	5,15,62,500	1,38,390	5,19,37,544	101%
General Category for all other Equity Shareholders	29,21,87,500	6,920	1,12,17,52,806	384%
<b>Total</b>	<b>34,37,50,000</b>	<b>1,45,310</b>	<b>1,17,36,90,350</b>	<b>341%</b>

- All valid applications were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of Acceptance/rejection will be dispatched by the Registrar to the eligible Equity Shareholders on or before December 22, 2017.
  - The settlement of all valid bids was completed by Clearing Corporation, as applicable on December 19, 2017. The Clearing Corporation has made direct funds payout to Eligible Shareholders whose shares have been accepted under the Buyback. If Eligible Shareholders' bank account details were not available or if the funds transfer instruction was rejected by RBI/Bank, due to any reason, such funds were transferred to the concerned Stock Brokers settlement bank account for onward transfer to such Eligible Shareholders.
  - Equity Shares held in dematerialized form accepted under the Buyback were transferred to the Company Demat Account on December 19, 2017.
  - The extinguishment of 34,37,50,000 (Thirty Four Crores Thirty Seven Lakhs Fifty Thousand) Equity Shares accepted under the Buyback, comprising:
    - 34,15,27,869 (Thirty Four Crores Fifteen Lakhs Twenty Seven Thousand Eight Hundred and Sixty Nine) Equity Shares in dematerialized form are currently under process and shall be completed by December 22, 2017.
    - 22,22,131 (Twenty Two Lakhs Twenty Two Thousand One Hundred and Thirty One) Equity Shares in physical form are currently under process and shall be completed by December 22, 2017.
- The Company, and its respective directors, accept full responsibility for the information contained in this Post Buyback Public Announcement and also accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

### 3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company, pre and post Buyback, is as under:

Sr. No.	Particulars	Pre Buyback (As on the date of LOF)		Post Buyback <sup>(1)</sup>	
		No. of Shares	Amount (Rs. lakhs)	No. of Shares	Amount (Rs. lakhs)
1	Authorized Share Capital	5,50,00,00,000	1,10,000	5,50,00,00,000	1,10,000
		Equity Shares of Rs. 2 each		Equity Shares of Rs. 2 each	
		2,50,00,000 10.25% Redeemable Cumulative Preference Shares of Rs. 10 each	2,500	2,50,00,000 10.25% Redeemable Cumulative Preference Shares of Rs. 10 each	2,500
		1,50,000 10% Optionally Convertible Cumulative Preference Shares of Rs. 100 each	150	1,50,000 10% Optionally Convertible Cumulative Preference Shares of Rs. 100 each	150
	<b>Total</b>	<b>1,12,650</b>	<b>Total</b>	<b>1,12,650</b>	
2	Issued, Subscribed and Fully Paid-up Share Capital	4,86,66,90,771 Equity Shares of Rs. 2 each	97,334	4,52,29,40,771 Equity Shares of Rs. 2 each	90,459
		<b>Total</b>	<b>97,334</b>	<b>Total</b>	<b>90,459</b>

(1) Subject to extinguishment of 34,37,50,000 (Thirty Four Crores Thirty Seven Lakhs Fifty Thousand) Equity Shares

- Details of shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back are as under:

Sr. No.	Name	Number of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity Shares bought Back (%)	Equity Shares accepted as a % of total Post Buyback Equity Shares (%)
1	Azim Premji Trust	17,96,69,656	52.27%	3.97%
2	Mr. Azim Hasham Premji Partner Representing Prazim Traders	1,50,00,000	4.36%	0.33%
3	ICICI Prudential Value Discovery Fund	1,01,40,827	2.95%	0.22%
4	Life Insurance Corporation Of India	91,95,682	2.68%	0.20%
5	Pinebridge Investments GF Mauritius Limited	50,71,619	1.48%	0.11%
6	Azim Premji Philanthropic Initiatives Private Limited	45,33,753	1.32%	0.10%
7	First State Investments ICVC- Stewart Investors AS	37,55,933	1.09%	0.08%
8	T. Rowe Price International Stock Fund	35,14,235	1.02%	0.08%
	<b>Total</b>	<b>23,08,81,705</b>	<b>67.17%</b>	<b>5.10%</b>

- The shareholding pattern of the Company, pre and post Buyback, is as under:

Category of Shareholder	Pre Buyback		Post Buyback <sup>(1)</sup>	
	Number of Shares	% to pre Buyback Equity Share capital	Number of Shares	% to post Buyback Equity Share capital
Promoter and Promoter Group	3,56,12,01,214	73.18%	3,36,19,97,805	74.33%
Foreign Investors (Including ADRs, Non-Resident Indians, FII's, FPIs, Foreign Nationals, and Overseas Corporate Bodies)	62,78,09,976	12.90%		
Financial Institutions/Banks, NBFCs & Mutual Funds	27,95,27,330	5.74%	1,16,09,42,966	25.67%
Others (Public, Bodies Corporate, Clearing Members, Trusts and HUF)	39,81,52,251	8.18%		
<b>Total</b>	<b>4,86,66,90,771</b>	<b>100.00%</b>	<b>4,52,29,40,771</b>	<b>100.00%</b>

(1) Subject to extinguishment of 34,37,50,000 (Thirty Four Crores Thirty Seven Lakhs Fifty Thousand) Equity Shares

### 4. MANAGER TO THE BUYBACK



JM Financial Institutional Securities Limited,

7th Floor, Energy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025, India. Tel: +91 22 6630 3030; Fax: +91 22 6630 3330

Contact Person: Ms. Prachee Dhuri; Email: wipro.buyback2017@jmfi.com; Website: www.jmfi.com; SEBI Registration Number: INM000010361

Corporate Identity Number: U65192MH1995PLC092522

### 5. DIRECTOR'S RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Wipro Limited

Sd/- <b>Azim H Premji</b> Chairman and Managing Director (Director Identification Number (DIN): 00234280)	Sd/- <b>Rishad A Premji</b> Executive Director and Chief Strategy Officer (Director Identification Number (DIN): 02983899)	Sd/- <b>Jatin P Dalal</b> Chief Financial Officer	Sd/- <b>M Sanaula Khan</b> Company Secretary (Membership Number: F4129)
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Place: Bengaluru

Date: December 19, 2017

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