



April 11, 2018

The Manager – Listing  
BSE Limited  
(BSE: 507685)

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


Dear Sir,

**Sub: Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In compliance with the requirement under the Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Quarterly Compliance Report in the prescribed format, for the quarter January 1, 2018 to March 31, 2018. This report will be placed before the Board at their next meeting on April 24-25, 2018.

This is for your information and records.

**For Wipro Limited**

  
**M Sanaula Khan**  
**Company Secretary**  
Encl: As above

Registered Office:

**Wipro Limited**  
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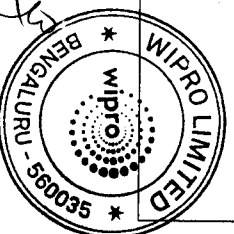
**Compliance Report on Corporate Governance under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

1. Name of Listed Entity - WIPRO LIMITED

2. Quarter ending – March 31, 2018

**1. COMPOSITION OF THE BOARD**

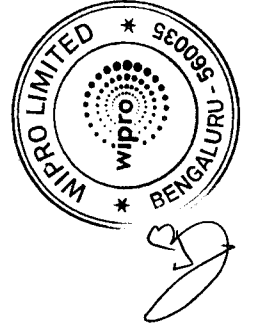
Title (Mr./ Ms)	Name of the Director	PAN* & DIN	Category (Chairperson /Executive/Non-Executive/independent/Nominee)**	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Azim H Premji	PAN- AIRPP9181G DIN- 00234280	Chairman and Managing Director – Executive Director	July 31, 2017	-	1	-	-
Mr.	Abidali Neermuchwala	PAN- ADZPA0207F DIN- 02478060	Executive Director	February 01, 2016	-	1	-	-
Mr.	Rishad A Premji	PAN- AAFPR0436G DIN- 02983899	Executive Director	May 01, 2015	-	1	-	-
Mr.	N Vaghul	PAN- AADPV0297K DIN- 00002014	Independent Director	August 1, 2016	August 1, 2016 to July 31, 2019	3	-	2



Title (Mr./Ms)	Name of the Director	PAN* & DIN	Category (Chairperson/Executive/Non-Executive/Nominee)**	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Dr	Ashok S Ganguly	PAN-AAFPG1927M DIN - 00010812	Independent Director	August 1, 2016	August 1, 2016 to July 31, 2019	1	-	-
Mr.	M K Sharma	PAN-AAPPS4589K DIN - 00327684	Independent Director	July 01, 2016	July 01, 2016 to June 30, 2021	4	1	2
Mr.	William A Owens	PAN-NA* DIN - 00422976	Independent Director	July 31, 2017	July 31, 2017 to July 31, 2022	1	-	-
Ms.	Ireena Vittal	PAN-AADPV1333J DIN - 05195656	Independent Director	July 23, 2014	July 23, 2014 to Sept 30, 2018	6	7	-
Dr.	Patrick J Ennis	PAN-NA* DIN - 07463299	Independent Director	April 1, 2016	April 1, 2016 to March 31, 2021	1	-	-
Mr.	Patrick Dupuis	PAN-NA* DIN - 07480046	Independent Director	April 1, 2016	April 1, 2016 to March 31, 2021	1	-	-

Notes-

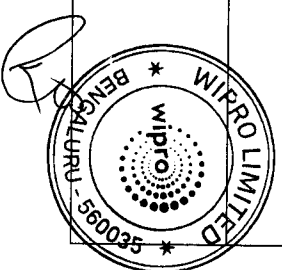
\* PAN is not applicable for the director being a foreign national.



II. COMPOSITION OF COMMITTEES		
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit, Risk and Compliance Committee	1. Mr. N Vaghul 2. Mr. MK Sharma 3. Ms. Ireena Vittal	Independent Director Independent Director Independent Director
2. Board Governance, Nomination and Compensation Committee-	1. Dr. Ashok S Ganguly 2. Mr. N Vaghul 3. Mr. William A Owens	Independent Director Independent Director Independent Director
- Corporate Social Responsibility (CSR) Committee	The Board Governance, Nomination and Compensation Committee also acts as the CSR Committee.	
3. Risk Management Committee (if applicable)	The Audit, Risk and Compliance Committee also acts as the Risk Management Committee	As mentioned in Point No. 1 above
4. Administrative and Shareholder/Investor grievance Committee /Stakeholders Relationship Committee	1. Mr. MK Sharma 2. Ms. Ireena Vittal 3. Mr. Rishad A Premji	Independent Director Independent Director Executive Director

III. MEETING OF BOARD OF DIRECTORS			
Date(s) of Meeting (if any) in the previous Quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive days)	Maximum gap between any two consecutive meetings in number of days
October 16, 2017-October 17, 2017	January 18, 2018- January 19, 2018		93 days

IV. MEETING OF COMMITTEES			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit, Risk and Compliance Committee – January 18, 2018	Requisite quorum was present. (Three out of three members were present)	October 16, 2017	93 days
Audit, Risk and Compliance Committee – March 2, 2018	Requisite quorum was present. (Two out of three members were present)	January 18, 2018	43 days



V. RELATED PARTY TRANSACTIONS		Compliance Status (Yes/No/NA) <sup>refer note below</sup>
Subject		
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes
<p><b>Note:</b></p> <p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>		

VI. AFFIRMATIONS	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; remuneration committee</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</p>	
<p><b>This report will be placed before the Board of Directors of the Company at their meeting scheduled to be held on April 24-25, 2018</b></p>	
Name	:: M Sanaulla Khan
Designation::	Company Secretary
Date	:: April 11, 2018

