1.1 The board of directors of Wipro Limited (the “COMPANY”) has decided to effect a Buyback of its Equity Shares through a TENDER OFFER under the provisions of Regulation 8(1) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended.

3.1 The shareholding of the promoter and promoter group of the Company (the “Promoter Group”) is as follows:

<table>
<thead>
<tr>
<th>Promoter Name</th>
<th>Shareholding</th>
</tr>
</thead>
<tbody>
<tr>
<td>Azim H Premji</td>
<td>9,34,05,100</td>
</tr>
<tr>
<td>Rishad Azim Premji</td>
<td>6,86,666</td>
</tr>
<tr>
<td>Mr. Azim Hasham Premji</td>
<td>9,666</td>
</tr>
<tr>
<td>Lakshminarayana Ramanathan Kollengode</td>
<td>9,666</td>
</tr>
<tr>
<td>Azim Premji Philanthropic Initiatives Private Limited</td>
<td>1,01,32,904</td>
</tr>
</tbody>
</table>

The Buyback Price has been determined at ₹625/- (Rupees Six Hundred and Twenty Five only) per Equity Share, as evidenced by American Depositary Receipts. This is higher than the closing price of the ADSs on the NYSE on date of intimation of Board Meeting, i.e. April 20, 2016.

4.1 Details of the date and price of acquisition of the Equity Shares that the Promoters intend to tender are as follows:

<table>
<thead>
<tr>
<th>Date of Transaction</th>
<th>Nature of Transaction</th>
<th>Number of Shares</th>
<th>Consideration (per Share)</th>
</tr>
</thead>
<tbody>
<tr>
<td>11.04.2016</td>
<td>Buyback Price</td>
<td>1,08,43,333</td>
<td>₹625/-</td>
</tr>
<tr>
<td>11.04.2016</td>
<td>Buyback Price</td>
<td>5,62,998</td>
<td>₹625/-</td>
</tr>
<tr>
<td>11.04.2016</td>
<td>Buyback Price</td>
<td>6,86,666</td>
<td>₹625/-</td>
</tr>
<tr>
<td>11.04.2016</td>
<td>Buyback Price</td>
<td>9,666</td>
<td>₹625/-</td>
</tr>
<tr>
<td>11.04.2016</td>
<td>Buyback Price</td>
<td>9,666</td>
<td>₹625/-</td>
</tr>
</tbody>
</table>

5.5 The equity capital and free reserves of the Company do not amount to less than the minimum required to carry on the business of the Company, has been certified by Mr. Sanjay Bhatia, Chief Financial Officer of the Company.

6.1 The board of directors of the Company, hereby, appoint Mr. Azim H Premji, Mr. Rishad Azim Premji and Mr. Sathish Premji, as such directors for the purpose of the Buyback, unless the Board of Directors has prespecified a new date for the same.

7.1 The Company has fixed 31st March 2016 as the Record Date for determining the Eligible Sellers for participation in the Buyback.

8.1 The Buyback Price will be payable in cash and other cash equivalents in Rupees.

9.1 The Company shall apply to the Stock Exchanges for the de-listing of its Equity Shares from the Stock Exchanges immediately after the completion of the Buyback.

10.1 The board of directors of the Company, hereby, appoint Mr. Azim H Premji, Mr. Rishad Azim Premji and Mr. Sathish Premji, as such directors for the purpose of the Buyback, unless the Board of Directors has prespecified a new date for the same.

11.1 The Board of Directors hereby, resolves that the said certificate of approval, as aforesaid, may be the subject of the resolution to be put to the shareholders of the Company at the General Meeting to be held on the 30th day of June, 2014, or such other day as the Board may determine.

12.1 The Board of Directors hereby, resolves that the said certificate of approval, as aforesaid, may be the subject of the resolution to be put to the shareholders of the Company at the General Meeting to be held on the 30th day of June, 2014, or such other day as the Board may determine.

13.1 The Board of Directors hereby, resolves that the said certificate of approval, as aforesaid, may be the subject of the resolution to be put to the shareholders of the Company at the General Meeting to be held on the 30th day of June, 2014, or such other day as the Board may determine.
9. METHOD OF SETTLEMENT
8.7.4 Eligible Sellers holding physical Equity Shares should note that physical Equity Shares will not be accepted.
8.8 Modification/cancellation of orders will be allowed during the tendering period of the Buyback.

8.7.3 The Seller Member/Eligible Seller has to deliver the original share certificate(s) and documents (as mentioned in paragraph 12 below or the collection centres of the Registrar) along with the completed set of documents for verification procedures to be carried out by the Registrar. (i) valid share transfer form(s) duly filled and signed by the transferors (i.e. by all registered shareholders in one order and as per the specimen signatures registered with the Company) and duly vouched by the Authorized Person (as per the specimen signatures registered with the Company) (ii) valid Adhar Card, Voter Identity Card or Passport, in favor of the Company, (iii) self-attested copy of the shareholder’s PAN Card, and (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signatures), related copy of death certificate and succession certificates or probate. If the original share certificates are not available, the Company will accept valid certified copies of share certificates. The Seller Member/Eligible Seller may also send by courier the original share certificates along with the completed set of documents for verification procedures to be carried out by the Registrar. The original share certificates would be returned only after the verification. In case of any queries, shareholders may contact also contact the Registrar to the Buyback or the Investor Relations team of the Company, during office hours i.e. 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and public holidays, at the following address:

9.1 Upon finalization of the basis of acceptance as per Buyback Regulations:

9.1.1 The Equity Shares bought back in demat form would be transferred directly to the demat account of the shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., valid Aadhar Card, Voter Identity Card or Passport.

9.1.2 In case of any queries, shareholders may contact the Company Secretary, Wipro Limited, Doddakannelli, Sarjapur Road, Bangalore - 560 035, India.

9.1.3 The Equity Shares bought back in demat form would be transferred directly to the demat account of the shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., valid Aadhar Card, Voter Identity Card or Passport.

9.1.4 The equity Shares pursuant to proportionate acceptance rejection will be returned to the shareholders directly by the RTA.

9.1.5 The Seller Member would issue cancellation note to the Eligible Seller by clearing Corporation in respect of the Equity Shares accepted under the Buyback. During the clearing and settlement period of the Buyback, the Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

9.1.6 Eligible Sellers who intend to participate in the Buyback should consult their respective Seller Member for payment of any costs, applicable fees, charges and expenses (including brokerage) that may be levied by the Seller Member upon the selling shareholders for the Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling shareholders shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The RTA will verify such bids based on the documents submitted on a daily basis and till such information is validated by the Registrar of Shares.

9.2 For all confirmed Custodian Participant orders, order modification shall be revoked and the revised order shall be sent to the custodian again for confirmation. The RTA shall display such bids as ‘unconfirmed physical bids’. Once the RTA confirms the bids, it will provide acknowledgement of the same to the Seller Member/Eligible Seller.

9.3.3 The certificate of transfer would be issued by the Registrar of Shares, NSE. For all confirmed Custodian Participant orders, order modification shall be revoked and the revised order shall be sent to the custodian again for confirmation.

9.4.2 Upon the day of the Buyback, the Seller Member will receive funds payout from the Company’s Broker in respect of the Equity Shares accepted under the Buyback. Any excess physical Equity Shares pursuant to proportionate acceptance rejection will be returned to the shareholders directly by the RTA.

9.5 The equity Shares bought back in physical form will be endorsed in the manner following the procedures prescribed in the Buyback Regulations.

9.6.1 Upon finalization of the basis of acceptance as per Buyback Regulations:

9.6.2 The Seller Member, Wipro Limited, Doddakannelli, Sarjapur Road, Bangalore - 560 035, India.

9.7 The equity Shares bought back in physical form will be endorsed in the manner following the procedures prescribed in the Buyback Regulations.

9.8 If any excess physical Equity Shares are not accepted during the tendering period of the Buyback:

9.9 The cumulative quantity tendered shall be made available on the website of the NSE (www.nseindia.com) throughout the trading session and will be updated in specific intervals during the tendering period.

6. METHOD OF SETTLEMENT:

6.1 Upon finalization of the basis of acceptance as per Buyback Regulations:

6.1.1 The settlement of physical equity shares shall be carried out in the manner similar to settlement of bonds in the secondary market.

6.2 The Company will pay the consideration to the Company’s Broker on or before the pay-in day for settlement. For Equity Shares accepted under the Buyback, the Seller Member will inform brokers paid in their settlement bank account.