1. **Details of the Buyback Price and Basis of Determining the Price of the Buyback**

   **4.1.** The Equity Shares of the Company are proposed to be bought back at a price of Rs. 320/- (Rupees Three Hundred and Twenty only) each.

2. **Shareholders Eligible for the Buyback**

   **3.1.** The Company proposes to buyback up to 34,37,50,000 (Thirty Four Crores Thirty Seven Lakhs and Fifty Thousand) Equity Shares of the face value of Rs. 2/- (Rupees Two only) each.

3. **Maximum Amount Required for the Buyback**

   **5.1.** The maximum amount required for the Buyback will not exceed Rs. 1,10,00,00,00,000/- (Rupees Eleven Thousand Crores only).

4. **Intention of Promoter and Promoter Group to Participate in the Buyback**

   **7.3.** In order to augment more funds for advancing their philanthropic objectives, APPI and APT wish to reduce the equity base of the Company; and

   **7.4.** The Buyback will not result in any benefit to Promoter and Promoter Group, or any Directors of the Company, other than those who will tender their Equity Shares in the Buyback.

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**Table**

<table>
<thead>
<tr>
<th>No.</th>
<th>Name</th>
<th>Shares Acquired</th>
<th>Face Value per Share</th>
<th>Consideration per Share (Rs.)</th>
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</thead>
<tbody>
<tr>
<td>1.</td>
<td>Mr. Azim H Premji</td>
<td>1,500</td>
<td>2</td>
<td>489.76</td>
</tr>
<tr>
<td>2.</td>
<td>Yasmeen A Premji</td>
<td>21,25,332</td>
<td>2</td>
<td>440.05</td>
</tr>
<tr>
<td>3.</td>
<td>Rishad Azim Premji</td>
<td>6,86,666</td>
<td>2</td>
<td>440.05</td>
</tr>
<tr>
<td>4.</td>
<td>Tariq Azim Premji</td>
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<td>2</td>
<td>440.05</td>
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<tr>
<td>5.</td>
<td>Azim Premji Philanthropic Initiatives (APPI)</td>
<td>8,53,754</td>
<td>2</td>
<td>440.05</td>
</tr>
<tr>
<td>6.</td>
<td>Mr. Azim Hasham Premji</td>
<td>1,06,000</td>
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<tr>
<td>7.</td>
<td>Hasham Investment &amp; Trading Co.</td>
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<td>8.</td>
<td>Patrick Dupuis</td>
<td>0</td>
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<td>0.00</td>
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<td>9.</td>
<td>Azim Premji Philanthropic Initiatives Private Limited</td>
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<td>2</td>
<td>440.05</td>
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</tbody>
</table>

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**Notes**

- Since the Equity Shares were acquired pursuant to a bonus issue, there was no price paid for their acquisition.
- Since the Equity Shares were acquired pursuant to a bonus issue, there was no price paid for their acquisition.
10. **REGRESS TO SHAREHOLDERS’ ASSESSMENT**

10.1. The Equity Shares tendered in the Buyback will be considered for acceptance in proportion to the number of Equity Shares held by the Eligible Shareholders as on the Record Date. The Company proposes to purchase at least 20% and in no event more than 50% of the total number of Equity Shares tendered by the Eligible Shareholders.

10.2. The Board of Directors of the Company, having regard to the requirements of the SEBI Buyback Regulations, has fixed the price at which the Equity Shares will be bought back, which is determined in accordance with the requirements of the SEBI Buyback Regulations.

10.3. The Equity Shares tendered in the Buyback will be returned to the Eligible Shareholders on successful conclusion of the Buyback, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in other categories.

10.4. The Company shall, within 15 working days of the conclusion of the Buyback, announce the results of the Buyback and the acceptance of the Equity Shares for purchase and the amount so accepted.

11. **TENDERING DETAILS**

11.1. The Buyback is open to all Eligible Shareholders (including holders of ADSs who submit the desired number of these shares) on a voluntary basis.

11.2. Eligible Shareholders who tender Equity Shares for purchase by the Company are required to submit their bids in accordance with the requirements of the SEBI Buyback Regulations and the circular issued by the Company.

11.3. The Eligible Shareholders are required to ensure that they read these instructions carefully before tendering their Equity Shares in the Buyback.

12. **Eligible Shareholders**

12.1. An Eligible Shareholder shall be a person holding Equity Shares in the name of a Demat Account.

12.2. An Eligible Shareholder shall be entitled to tender only Equity Shares held in a Demat Account in the Buyback.

13. **PROCEDURE FOR TENDERING**

13.1. The Buyback offer will be open for submission of bids by Eligible Shareholders from the opening date of the Buyback to the closing date specified in the circular.

13.2. The bidding period for Equity Shares in the Buyback shall be 15 working days from the opening date of the Buyback.

13.3. The details of the Shareholders who tendered their Equity Shares in the Buyback, will be published on the websites of the Company.

13.4. The results of the Buyback will be announced within 15 working days of the closing date of the Buyback.

13.5. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Pool in accordance with the provisions of the SEBI Buyback Regulations.

13.6. The Company shall, within 15 working days of the conclusion of the Buyback, announce the results of the Buyback and the acceptance of the Equity Shares for purchase and the amount so accepted.

13.7. The Company shall, within 15 working days of the conclusion of the Buyback, return the Equity Shares to the Eligible Shareholders on successful conclusion of the Buyback, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in other categories.

13.8. The Company shall, within 15 working days of the conclusion of the Buyback, announce the results of the Buyback and the acceptance of the Equity Shares for purchase and the amount so accepted.

13.9. The results of the Shareholders who tendered their Equity Shares in the Buyback, will be published on the websites of the Company.

13.10. The results of the Shareholders who tendered their Equity Shares in the Buyback, will be published on the websites of the Company.

13.11. The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back in the Buyback shall be transferred to the Company’s Demat Account on the basis of the instructions received from the Eligible Shareholders.

14. **Eligible Shareholders’ Right to Tender**

14.1. An Eligible Shareholder shall be entitled to tender any number of Equity Shares held in a Demat Account in the Buyback.

14.2. The number of Equity Shares tendered by an Eligible Shareholder shall be as determined in accordance with the provisions of the SEBI Buyback Regulations.

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14.4. The number of Equity Shares tendered by an Eligible Shareholder shall be as determined in accordance with the provisions of the SEBI Buyback Regulations.

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14.16. The number of Equity Shares tendered by an Eligible Shareholder shall be as determined in accordance with the provisions of the SEBI Buyback Regulations.

14.17. The number of Equity Shares tendered by an Eligible Shareholder shall be as determined in accordance with the provisions of the SEBI Buyback Regulations.

14.18. The number of Equity Shares tendered by an Eligible Shareholder shall be as determined in accordance with the provisions of the SEBI Buyback Regulations.

14.19. The number of Equity Shares tendered by an Eligible Shareholder shall be as determined in accordance with the provisions of the SEBI Buyback Regulations.

14.20. The number of Equity Shares tendered by an Eligible Shareholder shall be as determined in accordance with the provisions of the SEBI Buyback Regulations.