



## **SUMMARY OF PROCEEDINGS OF THE 70<sup>th</sup> ANNUAL GENERAL MEETING**

The 70<sup>th</sup> Annual General Meeting of the members of Wipro Limited ('the Company') was held on Monday, July 18, 2016 at 4.00 PM at Wipro's Campus, Cafeteria Hall EC-3, Ground Floor, Opp. Tower 8, No. 72, Keonics Electronics City, Hosur Road, Bangalore- 561229, India. The following Directors were present-

### **Directors Present:**

- |                               |  |
|-------------------------------|--|
| 1) Mr. Azim H Premji          | Chairman and Managing Director   |
| 2) Mr. Narayanan Vaghul       | Director & Chairman of Audit Committee   |
| 3) Dr. Ashok S Ganguly        | Director & Chairman of Board Governance, Nomination and Compensation Committee     |
| 4) Mr. William A Owens        | Director & Chairman of Strategy Committee  |
| 5) Mr. M.K Sharma             | Director & Chairman of Administrative and Shareholder/Investor Grievance Committee |
| 6) Mr. Vyomesh Joshi          | Director   |
| 7) Ms. Ireena Vittal          | Director   |
| 8) Mr. T.K Kurien             | Executive Vice Chairman  |
| 9) Mr. Rishad A Premji        | Chief Strategy Officer and Executive Director                                      |
| 10) Dr. Patrick J Ennis       | Independent Director   |
| 11) Mr. Patrick Dupuis        | Independent Director   |
| 12) Mr. Abidali Z Neemuchwala | Chief Executive Officer  |

### **In attendance**

- |                     |   |
|---------------------|---|
| Mr. Jatin P Dalal   | Chief Financial Officer                   |
| Mr. M Sanaulla Khan | Company Secretary                         |
| Mr. Vijay Mathur    | Partner, BSR & Co. LLP, Statutory Auditor |
| Mr. V. Sreedharan   | Scrutinizer, V Sreedharan & Associates    |

### **Members Present:**

- 1) In Person - 280
- 2) By Proxy – 5, representing 48,677,273 shares

Pursuant to Article 106 of Articles of Association of the Company, Mr. Azim H Premji being the Chairman of the Board took the chair and conducted the proceedings of the Meeting, the requisite quorum being present. The Chairman addressed the shareholders and spoke about Financial Performance of the Company, current economic situations and its impact.

The Chairman thereafter declared that the copies of audited financial statements for the year ended March 31, 2016, Director's and Auditor's report had been posted/mailed as the case may be, to all the Members and that the original documents along with the statutory registers and Secretarial Auditors' Report were available for inspection. The Chairman further informed the shareholders that e-voting facility has been provided to all Members to vote electronically and that there will be no voting by show of hands at the meeting.



Clarifications were provided to the queries raised by the members.

The following items of business, as per the Notice of the AGM were transacted –

1. Adoption of audited Financial Statements (including Consolidated Financial Statements) for the financial year ended March 31, 2016 and reports of the Board of Directors and the Auditors thereon (Ordinary Resolution)
2. Declaration of Dividend
3. Appointment of Director in place of Mr. Rishad A Premji, who retires by rotation and being eligible, offers himself for re-appointment
4. Appointment of Auditors
5. Appointment of Dr. Patrick J Ennis as an Independent Director
6. Appointment of Mr. Patrick Dupuis as an Independent Director
7. Re-appointment of Mr. N Vaghul as an Independent Director
8. Dr. Ashok S Ganguly as an Independent Director
9. Mr. M K Sharma as an Independent Director
10. Re-appointment of Mr. T K Kurien as an Executive Director
11. Re-appointment of Mr. Abidali Z Neemuchwala as an Executive Director
12. Revision in the payment of remuneration to Mr. Rishad A Premji

The Chairman informed the shareholders that Mr. V Sreedharan, Member, Institute of Company Secretaries of India had been appointed as the Scrutinizer for the Poll at this meeting and to report on the combined voting results of e-voting and the Poll for each of the items as per the notice of the AGM. The scrutinizers' report was received and accordingly all the resolutions as set out in the notice of the AGM were declared as passed.

For Wipro Limited

M Sanaula Khan  
Company Secretary