



FORM No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to section 109 of the Companies Act, 2013 and Rule 21(2) of the
Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Seventieth Annual General Meeting of the Equity Shareholders
of "Wipro Limited" held on July 18, 2016 at Wipro's Campus, Cafeteria Hall EC-3,
Ground Floor, Opposite Tower 8, No. 72, Keonics, Electronics City, Hosur Road,
Bengaluru - 561 229 at 4 p.m.

Sir,

I, V. Sreedharan, partner of V. Sreedharan and Associates, Company Secretaries,
Bengaluru, was appointed as Scrutinizer pursuant to Section 108 of the Companies
Act, 2013 read with Rule 20 of the Companies (Management and Administration)
Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the
remote e-voting process and voting by poll taken at the Seventieth Annual General
Meeting of the Equity Shareholders of "WIPRO LIMITED" held on July 18, 2016 at
Wipro's Campus, Cafeteria Hall EC-3, Ground Floor, Opposite Tower 8, No. 72,
Keonics, Electronics City, Hosur Road, Bengaluru - 561 229 at 4 p.m.



We submit our report as under:

A. Relating to E-Voting:

1. The remote E-Voting period remained open from 9.00 a.m. Thursday, July 14, 2016 up to 5.00 p.m. Sunday, July 17, 2016.
2. The Annual Report and the Notice of Annual General Meeting was sent by electronic mode to those members whose email ids were registered with the Depository Participants and for other members, hard copy of Annual Report was sent by book post and the Notice along with the e-voting instructions slip were sent by registered post.

B. Relating to voting by Poll:

1. After the time fixed for closing of the poll by the Chairman, the ballot boxes were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
2. There was no polling paper which was incomplete or found defective.

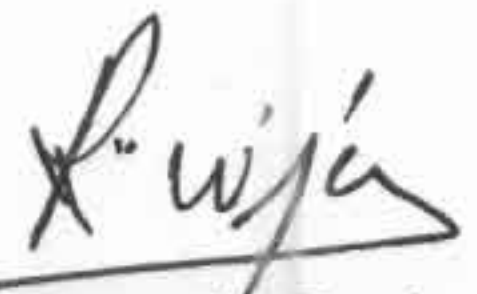
C. Result of E-Voting and Poll is as under:


1. The voting rights were reckoned as on Monday, July 11, 2016, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the meeting.



2. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on July 18, 2016 at 6.04 P.M. in presence of two witnesses, namely Mr. Vijayesh Rajendran, residing at No. 56/5-1, G-7, Silverline Tulip Apartments, 9th Cross, Sarrakki Main Road, J. P. Nagar 1st Phase, Bengaluru 560078 and Mr. Pradeep B. Kulkarni residing at 53/1-A, SPL Sree Theertha Apartment, 4th Main, 17th Cross, Malleshwaram, Bengaluru 560055 who are not in the employment of the Company.

They have signed below in confirmation of the event being unblocked in their presence:


(Vijayesh Rajendran)


(Pradeep B. Kulkarni)

and the ballot boxes were opened and polling papers were removed and examined.

3. Thereafter, the details of equity shareholders, who voted "For or Against" was extracted from the polling papers and the list of equity shareholders who voted "For" or "Against" were, downloaded from the E-Voting website of Karvy Computershare Private Limited (<https://evoting.karvy.com>).

4. The combined result of remote e-voting and poll is as under:



a) **RESOLUTION 1**

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2016, together with the Reports of the Directors and Auditors thereon.

(i) **Voted in favour of Resolution**

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	743	155	898
Number of votes cast by them	208,29,62,147	2,83,04,736	211,12,66,883
% of Total Number of valid votes cast	100	99.99	100

(ii) **Voted against the resolution**

	Remote E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	4	1	5
Number of votes cast by them	234	2,317	2,551
% of Total Number of valid votes cast	Negligible	0.01	Negligible



(iii) Invalid Votes

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	23	23
Number of votes cast by them	NIL	7,165	7,165

b) RESOLUTION 2

To confirm the payment of Interim Dividend of Rs.5/- per equity share and declare a Final Dividend of Rs.1 per equity share for the financial year 2015-16.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	748	151	899
Number of votes cast by them	208,34,80,993	2,83,00,830	211,17,81,823
% of Total Number of valid votes cast	100	99.97	100



(ii) Voted against the resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	4	4	8
Number of votes cast by them	237	8,195	8,432
% of Total Number of valid votes cast	Negligible	0.03	Negligible

(iii) Invalid Votes

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	24	24
Number of votes cast by them	NIL	7,210	7,210

c) RESOLUTION 3

To consider appointment of a Director in place of Mr Rishad A Premji (DIN 02983899) who retires by rotation and being eligible, offers himself for re-appointment.



(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	741	153	894
Number of votes cast by them	208,20,42,202	2,81,86,607	211,02,28,809
% of Total Number of valid votes cast	99.93	99.57	99.93

(ii) Voted against the resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	12	2	14
Number of votes cast by them	14,38,992	1,21,353	15,60,345
% of Total Number of valid votes cast	0.07	0.43	0.07



(iii) Invalid Votes

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	24	24
Number of votes cast by them	NIL	7,205	7,205

d) RESOLUTION 4

To consider and approve appointment of Auditors.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	730	151	881
Number of votes cast by them	208,14,57,462	2,82,23,671	210,96,81,133
% of Total Number of valid votes cast	99.91	99.70	99.91



(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	17	5	22
Number of votes cast by them	18,66,849	85,053	19,51,902
% of Total Number of valid votes cast	0.09	0.30	0.09

(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	23	23
Number of votes cast by them	NIL	7,165	7,165



e) RESOLUTION 5

Appointment of Dr. Patrick J Ennis (DIN 07463299) as an Independent Director of the Company.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	728	154	882
Number of votes cast by them	208,18,75,906	2,82,83,476	211,01,59,382
% of Total Number of valid votes cast	99.94	99.91	99.94

(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	13	2	15
Number of votes cast by them	12,74,931	24,016	12,98,947
% of Total Number of valid votes cast	0.06	0.09	0.06



(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	23	23
Number of votes cast by them	NIL	7,165	7,165

f) RESOLUTION 6

Appointment of Mr. Patrick Dupuis (DIN 07480046) as an Independent Director of the Company.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	728	151	879
Number of votes cast by them	208,18,73,702	2,82,81,149	211,01,54,851
% of Total Number of valid votes cast	99.94	99.91	99.94



(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	13	4	17
Number of votes cast by them	12,77,143	26,321	13,03,464
% of Total Number of valid votes cast	0.06	0.09	0.06

(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	24	24
Number of votes cast by them	NIL	7,187	7,187



g) RESOLUTION 7

Re-appointment of Mr. N Vaghul (DIN 00002014) as an Independent Director of the Company.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	658	152	810
Number of votes cast by them	206,11,41,881	2,45,17,004	208,56,58,885
% of Total Number of valid votes cast	98.95	86.61	98.79

(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	80	2	82
Number of votes cast by them	2,18,56,241	37,90,380	2,56,46,621
% of Total Number of valid votes cast	1.05	13.39	1.21



(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	25	25
Number of votes cast by them	NIL	7,287	7,287

h) RESOLUTION 8

Re-appointment of Dr. Ashok S Ganguly (DIN 00010812) as an Independent Director of the Company.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	655	154	809
Number of votes cast by them	206,02,93,415	2,59,77,542	208,62,70,957
% of Total Number of valid votes cast	98.91	91.79	98.81



(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	83	2	85
Number of votes cast by them	2,27,04,707	23,24,776	2,50,29,483
% of Total Number of valid votes cast	1.09	8.21	1.19

(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	23	23
Number of votes cast by them	NIL	7,165	7,165



i) **RESOLUTION 9**

Re-appointment of Mr. M K Sharma (DIN 00327684), as an Independent Director of the Company.

(i) **Voted in favour of Resolution**

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	681	153	834
Number of votes cast by them	206,69,68,320	2,33,23,204	209,02,91,524
% of Total Number of valid votes cast	99.22	82.41	99.00

(ii) **Voted against the resolution -**

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	61	3	64
Number of votes cast by them	1,61,82,969	49,76,510	2,11,59,479
% of Total Number of valid votes cast	0.78	17.59	1.00



(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	23	23
Number of votes cast by them	NIL	7,165	7,165

j) RESOLUTION 10

Re-appointment of Mr. T K Kurien (DIN 03009368) as an Executive Director of the Company.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	726	151	877
Number of votes cast by them	208,26,34,419	2,81,54,408	211,07,88,827
% of Total Number of valid votes cast	99.98	99.48	99.97



(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	16	5	21
Number of votes cast by them	5,16,870	1,47,467	6,64,337
% of Total Number of valid votes cast	0.02	0.52	0.03

(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	23	23
Number of votes cast by them	NIL	7,165	7,165



k) RESOLUTION 11

Appointment of Mr. Abidali Z Neemuchwala (DIN 02478060) as an Executive Director of the Company.

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	721	152	873
Number of votes cast by them	208,00,98,252	2,81,28,865	210,82,27,117
% of Total Number of valid votes cast	99.85	99.40	99.85

(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	22	3	25
Number of votes cast by them	30,56,759	1,71,885	32,28,644
% of Total Number of valid votes cast	0.15	0.60	0.15



(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	24	24
Number of votes cast by them	NIL	7,205	7,205

I) RESOLUTION 12

Revision in the payment of remuneration to Mr. Rishad A Premji (DIN 02983899) as an Executive Director and Chief Strategy Officer of the Company

(i) Voted in favour of Resolution

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	720	148	868
Number of votes cast by them	208,31,48,259	2,81,51,875	211,13,00,134
% of Total Number of valid votes cast	100	99.49	100



(ii) Voted against the resolution -

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	23	5	28
Number of votes cast by them	2,993	1,45,314	1,48,307
% of Total Number of valid votes cast	Negligible	0.51	Negligible

(iii) Invalid Votes:

	E-voting	Voting by Poll	Total
Number of Members present and voting (in person or by proxy)	NIL	26	26
Number of votes cast by them	NIL	7,821	7,821



5. A Compact Disc (CD) containing a list of Equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking You,

Yours faithfully,

For V. Sreedharan & Associates



(V. Sreedharan)

Partner

FCS 2347; CP No. 833



Bengaluru
July 19, 2016