

June 04, 2010

SCRUTINIZER'S REPORT

The Chairman
WIPRO LIMITED
Doddakannelli, Sarjapur Road,
Bangalore- 560035

Sir,

1. The Board of Directors of the company passed a resolution by circulation on April 27, 2010 appointing me as a Scrutinizer for conducting the postal ballot voting process.
2. I submit my report as under:
 - 2.1 The Company (through Karvy Computershare Private Limited) has completed on May 3, 2010 the despatch of postal ballot forms along with postage prepaid business reply envelope to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on April 23, 2010.
 - 2.2 Particulars of all the postal ballot forms received from the Members have been entered in a register separately maintained for the purpose.
 - 2.3 The postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.
 - 2.4 The ballot boxes were opened on June 3, 2010 in my presence.
 - 2.5 The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the company/list of beneficiaries as on April 23, 2010.



2.6 All postal ballot forms received upto the close of working hours on June 2, 2010 being the last date and time fixed by the company for receipt of the forms were considered for my scrutiny.

2.7 Envelopes containing postal ballot forms received after June 2, 2010 were not considered for my scrutiny. Such envelopes aggregated to 220 Nos. (Two Hundred and Twenty) vide serial nos. from 01 to 220. These envelopes were not opened and are separately kept.

2.8 Envelopes containing postal ballot forms returned undelivered aggregated to 2261 (Two Thousand Two Hundred and Sixty One) vide serial nos. 01 to 2261. These envelopes were also not opened and they are separately kept.

2.9 I found 1(One) defaced/mutilated ballot paper, which is included in the number of invalid postal ballots.

3. A summary of the postal ballot forms received for **Resolution No.1** is given below:

Particulars	No. of Postal ballot forms	No. of Shares (of Rs 2/- each)	% of total paid-up equity capital
(a) Total postal ballot forms received	8508	123,16,66,310	83.88
(b) Less: Invalid postal ballot forms (as per register)	379	78,71,706	0.54
(c) Net valid postal ballot forms (as per register)	8129	122,37,94,604	83.34
(d) Postal ballot forms with assent for Resolution No. 1 as a percentage of net valid shares polled	8056	120,91.85,734	98.81
(e) Postal ballot forms with dissent for Resolution No.1 as a percentage of net valid shares polled (includes three cases where votes were cast both for and against)	76	30,76,918	0.25



4. A summary of the postal ballot forms received for **Resolution No.2** is given below:

Particulars	No. of Postal ballot forms	No. of Shares (of Rs 2/- each)	% of total paid-up equity capital
(a) Total postal ballot forms received	8508	123,16,66,310	83.88
(b) Less: Invalid postal ballot forms (as per register)	635	78,88,936	0.54
(c) Net valid postal ballot forms (as per register)	7873	122,37,77,374	83.34
(d) Postal ballot forms with assent for Resolution No. 2 as a percentage of net valid shares polled	7779	120,91.61,857	98.81
(e) Postal ballot forms with dissent for Resolution No.2 as a percentage of net valid shares polled (includes three cases where votes were cast both for and against)	96	30,79,497	0.25

5. A summary of the postal ballot forms received for **Resolution No.3** is given below:

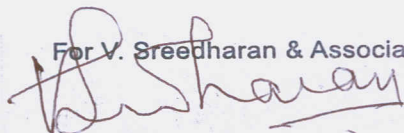
Particulars	No. of Postal ballot forms	No. of Shares (of Rs 2/- each)	% of total paid-up equity capital
(a) Total postal ballot forms received	8508	123,16,66,310	83.88
(b) Less: Invalid postal ballot forms (as per register)	545	78,63,627	0.54
(c) Net valid postal ballot forms (as per register)	7963	122,38,02,683	83.34
(d) Postal ballot forms with assent for Resolution No. 3 as a percentage of net valid shares polled	7904	120,91.87,013	98.81
(e) Postal ballot forms with dissent for Resolution No.3 as a percentage of net valid shares polled (includes three cases where votes were cast both for and against)	60	30,67,016	0.25

6. I have handed over the postal ballot forms and other related papers/registers and records for safe custody to the Company Secretary authorised by the Board to supervise the postal ballot process.
7. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you

Yours truly,

For V. Sreedharan & Associates



V. Sreedharan
Partner

F.C.S - 2347 : C.P. No. 833

Place : Hyderabad

Date : June 4, 2010