

July 20, 2022

The Manager – Listing BSE Limited (BSE: 507685)

The Manager – Listing
National Stock Exchange of India Limited
(NSE: WIPRO)

The Market Operations, NYSE, New York (NYSE: WIT)

Dear Sir/Madam,

Sub: 76th Annual General Meeting - Voting Results

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results and Scrutinizer's Report on the resolutions passed at the 76th Annual General Meeting of the Company held on Tuesday, July 19, 2022 for your information and records. The said resolutions have been approved by Members with requisite majority.

Thanking You

For WIPRO LIMITED

M Sanaulla Khan Company Secretary

ENCL: As above

Postal Ballot Voting Results

| | Disclosure | as per Regulation 44(3) of | SEBI (Listing Obligation | s and Disclosure Rec | quirements) Regulation: | s, 2015 | | | |
|--|---|--|---------------------------------------|---|------------------------------|----------------------|--|--|--|
| Company Name | | | WIPRO LIMITED | | | | | | |
| Date of the AGM | | | 19-Jul-22 | | | | | | |
| Voting- | | | | | | | | | |
| Start Date | | | 15-Jul-22 | | | | | | |
| End Date | | | 18-Jul-22 | | | | | | |
| Total number of shareholders on record date (cut-off date- July 12, 2022) | | | 2,499,379 | | | | | | |
| No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: | | Not Applicable | | | | | | | |
| | | E 10 10 10 10 10 10 10 10 10 10 10 10 10 | - | | | | | | |
| Public: | | | 2 | | | | | | |
| No. of Shareholders attended the meeting | through Video Confe | rencing | 127 | | | | | | |
| Promoters and Promoter Group: | | | 8 | | | | | | |
| Public: | | | 119 | | | | | | |
| | | | 1557 | | | | | | |
| Resolution No. | 1 | | | | | | | | |
| | OPDINARY To se | ceive, consider and adopt t | he Audited Cinemais! Ste | towante of the Com- | | | | | |
| Resolution required: (Ordinary/ Special) | | r with the Reports of the Bo | | | pany (including consolida | ated financial state | ments) for the financ | iai year ended iviarch | |
| Whether promoter/ promoter group are | 31, 2022, togethe | with the Reports of the Bo | ard of Directors and Au | altors thereon. | | | | | |
| interested in the agenda/resolution? | No | | | | | | | | |
| interested in the agenda/resolution? | NO | | | | | | The Control of the Co | The state of the s | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – In favour (4) | No. of Votes – | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | |
| | E-Voting | | 4,001,950,248 | 100.0000 | | | 100.0000 | | |
| | Poll | The state of the s | | - | 1,002,000,210 | | 100.000 | | |
| | Postal Ballot (if | 4,001,950,248 | 3 | | | | | | |
| | applicable) | | | | | | | | |
| Promoter and Promoter Group | Total | 4,001,950,248 | 4,001,950,248 | 100.0000 | 4,001,950,248 | | 100.0000 | Part I Donners | |
| | E-Voting | | 490,672,585 | 86.3849 | 490,672,585 | | 100,0000 | 4 | |
| | | 4 | | | | | 200.000 | | |
| | Poll | | | | _ | | .1 | | |
| | Poll Postal Ballot (if | 568,007,287 | , | | - | - | | | |
| | Postal Ballot (if | 568,007,287 | - | | | | | | |
| Public- Institutions | Postal Ballot (if applicable) | | | 86.3849 | 490.672.595 | | | | |
| Public- Institutions | Postal Ballot (if applicable) Total | 568,007,287 568,007,287 | 490,672,585 | 86.3849 35.1447 | 490,672,585 319,997,232 | | 99.7944 | 0.205 | |
| Public- Institutions | Postal Ballot (if applicable) Yotal E-Voting | 568,007,287 | 7 490,672,585 320,656,471 | 35.1447 | 319,997,232 | 659,239 | | | |
| Public- Institutions | Postal Ballot (if applicable) Total E-Voting Poll | | 7 490,672,585 320,656,471 | | | | 99.7944 99.9651 | | |
| Public- Institutions | Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if | 568,007,287 | 7 490,672,585 320,656,471 | 35.1447 | 319,997,232 | | | | |
| Public- Institutions Public- Non Institutions | Postal Ballot (if applicable) Total E-Voting Poll | 568,007,287 | 7 450,672,585 320,656,471 2,866 | 35.1447 | 319,997,232 | | 99.9651 | 0.034 | |



| | 2 | | | | | | | |
|---|---|---|---|--|--|--|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - To confirm the interim dividend of Re. 1/- per equity share declared by the Board on January 12, 2022, and Rs. 5/- per equity share declared by the Board on March 25, 2022, as the final dividend for the financial year 2021-22. | | | | | | | |
| Whether promoter/ promoter group are | IVIATCH 23, 2022, a | is the illiar dividend for the i | inancial year 2021-22. | | | | | |
| interested in the agenda/resolution? | No | | | | | | | |
| interested in the agenda/resolution? | No | | | 2 1 10 10 | | Karanga sang | The same of the sa | |
| | | | | % of Votes Polled on outstanding | | | % of Votes in favour on votes | % of Votes against |
| Category | Blade of Voting | No. of shares held (1) | No. of votes polled (2) | shares (3)=[(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes – against (5) | polled (6)=[(4)/(2)]*100 | on votes polled (7)=[(5)/(2)]*100 |
| Category | E-Voting | 110. Of Sildings ficial (x) | 4,001,950,248 | | | | 100.0000 | 1.1.10111211 200 |
| | Poll | 1 | 1,002,530,210 | 100.0000 | 1,002,000,210 | | 200.0000 | |
| | Postal Ballot (if | 4,001,950,248 | | | 92 | | | |
| | applicable) | | | | | | | |
| Promoter and Promoter Group | Total | 4,001,950,248 | 4,001,950,248 | 100.0000 | 4,001,950,248 | No. Contract | 100.0000 | |
| Promoter and Promoter Group | | 4,601,530,240 | 492,859,713 | 86.7700 | 492,859,713 | | 100.0000 | |
| | E-Voting | + | 492,039,713 | 80.7700 | 492,039,713 | | 100.0000 | |
| | Poll | 568,007,287 | | | | - | - | |
| | Postal Ballot (if | | | | | | | |
| | applicable) | | | | - | | - | |
| Public- Institutions | Total | 568,007,287 | | | The second secon | | 100.0000 | |
| | E-Voting | | 333,212,371 | 36.5209 | 333,196,404 | | | 0.0048 |
| | Poll | 912,389,245 | 2,866 | 0.0003 | 2,715 | 151 | 94.7313 | 5.2687 |
| | Postal Ballot (if | | | | | | | |
| NEW TOTAL CONTROL OF THE CONTROL OF | applicable) | | | | | | | |
| | Total | 912,389,245 | 333,215,237 | 36.5212 | 333,199,119 | 16,118 | 99.9952 | 0.0048 |
| Public- Non Institutions | | | · | manuscript of the second of th | | | | |
| Public- Non Institutions | Total | 5,482,346,780 | · | 88.0649 | 4,828,009,080 | 16,118 | 99.9997 | 0.0003 |
| Resolution No. | Total 3 | 5,482,346,780 | 4,828,025,198 | | | | | |
| Resolution No. Resolution required: (Ordinary/ Special) | Total 3 | | 4,828,025,198 | | | | | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | 3 ORDINARY - To co | 5,482,346,780 | 4,828,025,198 | | | | | |
| Resolution No. Resolution required: (Ordinary/ Special) | Total 3 | 5,482,346,780 | 4,828,025,198 | | | | | |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | Total 3 ORDINARY - To co | 5,482,346,780 | 4,828,025,198 ector in place of Mr. Az No. of votes polled | im H. Premji (DIN 00 % of Votes Polled on outstanding shares | 234280) who retires by | rotation and being . No. of Votes — | eligible, offers himsel % of Votes in favour on votes polled | f for re-appointment. % of Votes against on votes polled |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are | Total 3 ORDINARY - To co Yes Mode of Voting | 5,482,346,780 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) | im H. Premji (DIN 00 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by the No. of Votes – In favour (4) | rotation and being . No. of Votes — against (5) | % of Votes in favour on votes polled [6]=[(4]/(2)]*100 | f for re-appointment. |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting | 5,482,346,780 | 4,828,025,198 ector in place of Mr. Az No. of votes polled | im H. Premji (DIN 00 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by the No. of Votes – In favour (4) | rotation and being . No. of Votes — against (5) | eligible, offers himsel % of Votes in favour on votes polled | f for re-appointment. % of Votes against on votes polled |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll | 5,482,346,780 onsider appointment of a dir | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 | im H. Premji (DIN 00 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by the No. of Votes – In favour (4) | rotation and being . No. of Votes — against (5) | % of Votes in favour on votes polled [6]=[(4]/(2)]*100 | f for re-appointment. % of Votes against on votes polled |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting | 5,482,346,780 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 | im H. Premji (DIN 00 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by the No. of Votes – In favour (4) | rotation and being . No. of Votes — against (5) | % of Votes in favour on votes polled [6]=[(4]/(2)]*100 | f for re-appointment. % of Votes against on votes polled |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll | 5,482,346,780 onsider appointment of a dir | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 | im H. Premji (DIN 00 % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by the No. of Votes – In favour (4) | rotation and being . No. of Votes — against (5) | % of Votes in favour on votes polled [6]=[(4]/(2)]*100 | f for re-appointment. % of Votes against on votes polled |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if | 5,482,346,780 onsider appointment of a dir | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by the No. of Votes – In favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled [6]=[(4]/(2)]*100 | f for re-appointment. % of Votes against on votes polled |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by 1 No. of Votes – In favour (4) 4,001,950,248 | No. of Votes — against (5) | % of Votes in favour on votes polled (6)=[{4}/(2)]*100 | f for re-appointment. % of Votes against on votes polled |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 4,001,950,248 492,120,702 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by 1 No. of Votes – In favour (4) 4,001,950,248 | No. of Votes — against (5) | % of Votes in favour on votes polled (6)=[{4}/(2)]*100 | f for re-appointment. % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 4,001,950,248 492,120,702 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by 1 No. of Votes – In favour (4) 4,001,950,248 | No. of Votes — against (5) | % of Votes in favour on votes polled (6)=[{4}/(2)]*100 | f for re-appointment. % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 4,001,950,248 492,120,702 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | 234280) who retires by 1 No. of Votes – In favour (4) 4,001,950,248 | No. of Votes — against (5) | % of Votes in favour on votes polled (6)=[{4}/(2)]*100 | f for re-appointment. % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 568,007,287 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 492,120,702 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000 86.6399 | No. of Votes – in favour (4) 4,001,950,248 4,77,307,816 | No. of Votes— against (5) 14,812,886 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 96.9900 | f for re-appointment. % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 492,120,702 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000 86.6399 | No. of Votes – In favour (4) 4,001,950,248 477,307,816 | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 96.9900 | % of Votes against on votes polled (7)=((5)/(2))*100 |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Foll Fortal E-Voting Foll Fortal E-Voting | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 568,007,283 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 492,120,702 123,777,420 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000 86.6395 | 234280) who retires by 1 No. of Votes – in favour (4) 4,001,950,248 477,307,816 120,665,747 | No. of Votes — against (5) 14,812,886 14,812,886 | % of Votes in favour on votes polled (6)=[{4}/(2)]*100 100.0000 96.9900 97.4861 | % of Votes against on votes polled (7)=(5)/(2))*100 |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 568,007,287 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 492,120,702 123,777,420 | % of Votes Polled on outstanding shares (3)=(2)/(1)]* 100 100.0000 86.6399 | 234280) who retires by 1 No. of Votes – in favour (4) 4,001,950,248 477,307,816 120,665,747 | No. of Votes — against (5) 14,812,886 14,812,886 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 96.9900 | % of Votes against on votes polled (7)=((5)/(2))*100 |
| Resolution No. Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group | Total 3 ORDINARY - To co Yes Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll | 5,482,346,780 onsider appointment of a dir No. of shares held (1) 4,001,950,248 568,007,283 | 4,828,025,198 ector in place of Mr. Az No. of votes polled (2) 4,001,950,248 492,120,702 123,777,420 2,866 | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – In favour (4) 4,001,950,248 477,307,816 120,665,747 2,864 | No. of Votes — against (5) 14,812,886 3,111,673 | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 96.9900 97.4861 99.9302 | % of Votes against on votes polled (7)=(5)/(2))*100 |



| Resolution No. | 4 | | | | | | | |
|---|-------------------------------|----------------------------|-------------------------|---|------------------------------|-------------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - To co | nsider and approve re-appo | intment of Deloitte Has | kins Sells LLP, Chart | ered Accountants, as sta | atutory auditors of | the Company and to | fix their remuneration |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled | % of Votes Polled on outstanding shares [3]=[(2)/(1)]* 100 | No. of Votes – In favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polied (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| | E-Voting | | 4,001,950,248 | 100.0000 | 4,001,950,248 | | 100.0000 | |
| | Poll | 4,001,950,248 | | | | | 12 | |
| | Postal Ballot (if applicable) | 4,001,330,240 | | | | | | |
| Promoter and Promoter Group | Total | 4,001,950,248 | 4,001,950,248 | 100.0000 | 4,001,950,248 | | 100.0000 | |
| | E-Voting | | 492,859,713 | 86.7700 | 475,522,570 | 17,337,143 | 96.4823 | 3.5177 |
| | Poll | 568,007,287 | | | | | | |
| | Postal Ballot (if applicable) | 368,007,287 | | | | | | |
| Public- Institutions | Total | 568,007,287 | 492,859,713 | 85.7700 | 475,522,570 | 17,337,143 | 96,4823 | 3.5177 |
| | E-Voting | | 333,205,808 | 36,5201 | 329,035,437 | 4,170,371 | 98.7484 | 1.2516 |
| | Poll | 912,389,245 | 2,866 | 0.0003 | 2,866 | C | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 912,389,245 | | | | | | |
| Public- Non Institutions | Total | 912,389,245 | 333,208,674 | 36.5205 | 329,038,303 | 4,170,371 | 98.7484 | 1.2516 |
| SOURCE CONTROL SECTION OF THE PROPERTY OF THE | Total | 5,482,346,780 | 4,828,018,635 | 88.0648 | 4,806,511,121 | 21,507,514 | 99,5545 | 0.4455 |



V SREEDHARAN AND ASSOCIATES

Company Secretaries

No. 291, 1st Floor, 10th Main Road, 3rd Block, Jayanagar, Bengaluru - 560 011 **C** + 91 80 49594533 ■ compliance@sreedharancs.com



Form No. MGT-13

REPORT OF SCRUTINIZER

[Pursuant to section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman of the Seventy Sixth Annual General Meeting (AGM) of the Equity Shareholders of "Wipro Limited" held on Tuesday, July 19, 2022, at 9.00 AM IST through Video Conferencing (VC).

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, in compliance with the General Circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') for the purpose of:
 - (i) Scrutinizing the remote e-voting process and
 - (ii) Scrutinizing the voting done through electronic voting system ("Instapoll") at the AGM.



Both the above-mentioned voting is done under the provisions of 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.

The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Seventy Sixth Annual General Meeting of the Equity Shareholders dated June 08, 2022. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolutions stated in the notice of the AGM, based on the report generated from the e-voting system provided by KFin Technologies Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("Instapoll").

I submit my report as under:

- 1. The remote E-Voting period remained open from 9.00 AM IST on Friday, July 15, 2022, up to 5.00 PM IST on Monday, July 18, 2022.
- 2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circular No. 02/2022 read with General Circular Nos. 02/2021, 19/2021, 21/2021, 14/2020, 17/2020, 20/2020 issued by Ministry of Corporate Affairs read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued



by the Securities and Exchange Board of India (Collectively referred to as "Circulars").

- 3. The voting rights were reckoned as on Tuesday, 12 July 2022, being the Cutoff date for the purpose of deciding the entitlements of members for e-voting (Remote e-voting and Instapoll).
- 4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on July 19, 2022, at 11:16 AM IST.
- After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by KFin Technologies Limited.
- 6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Limited had been blocked and only those members who were present at the AGM through VC and who had not voted on remote evoting were allowed to cast their votes through e-voting system during the AGM.
- 7. Based on the data provided by KFin Technologies Limited e-voting system, the total votes cast in favour or against for all the resolutions proposed in the Notice of the AGM are as under:

a) RESOLUTION No. 1

To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.



(i) Voted in favour of resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|---------------------|--|----------------|
| Number of Members voting | 3,043 | 16 | 3,059 |
| Number of votes cast by them | 4,81,26,20,065 | 2,865 | 4,81,26,22,930 |
| % of Total Number of valid votes cast | 99.9863 | 99.9651 | 99.9863 |

(ii) Voted against the resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoli) | Total |
|---------------------------------------|---------------------|--|----------|
| Number of Members voting | 70 | 1 | 71 |
| Number of votes cast by them | 6,59,239 | 1 | 6,59,240 |
| % of Total Number of valid votes cast | 0.0137 | 0.0349 | 0.0137 |

(iii) Invalid Votes - NIL



b) RESOLUTION No. 2

To confirm the interim dividend of Re. 1/- per equity share declared by the Board on January 12, 2022, and Rs. 5/- per equity share declared by the Board on March 25, 2022, as the final dividend for the financial year 2021-22.

(i) Voted in favour of resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|---------------------|--|----------------|
| Number of Members voting | 3,042 | 15 | 3,057 |
| Number of votes cast by them | 4,82,80,06,365 | 2,715 | 4,82,80,09,080 |
| % of Total Number of valid votes cast | 99.9997 | 94.7313 | 99.9997 |

(ii) Voted against the resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|---------------------|---------------------------------------|--------|
| Number of Members voting | 103 | 2 | 105 |
| Number of votes cast by them | 15,967 | 151 | 16,118 |
| % of Total Number of valid votes cast | 0.0003 | 5.2687 | 0.0003 |

(iii) Invalid Votes - NIL



c) RESOLUTION No. 3

To consider appointment of a Director in place of Mr. Azim H. Premji (DIN: 00234280) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|---------------------|--|----------------|
| Number of Members voting | 2,953 | 15 | 2,968 |
| Number of votes cast by them | 4,59,99,23,811 | 2,864 | 4,59,99,26,675 |
| % of Total Number of valid votes cast | 99.6118 | 99.9302 | 99.6118 |

(ii) Voted against the resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|---------------------|--|-------------|
| Number of Members voting | 148 | 1 | 149 |
| Number of votes cast by them | 1,79,24,559 | 2 | 1,79,24,561 |
| % of Total Number of valid votes cast | 0.3882 | 0.0698 | 0.3882 |



(iii) Invalid Votes - NIL

d) RESOLUTION No. 4

To consider and approve re-appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, as statutory auditors of the Company and to fix their remuneration.

(i) Voted in favour of resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|---------------------|--|----------------|
| Number of Members voting | 2,932 | 16 | 2,948 |
| Number of votes cast by them | 4,80,65,08,255 | 2,866 | 4,80,65,11,121 |
| % of Total Number of valid votes cast | 99.5545 | 100 | 99.5545 |



(ii) Voted against the resolution

| Particulars | Remote E- voting | E-Voting at the AGM (Instapoll) | Total |
|---------------------------------------|---------------------|--|-------------|
| Number of Members voting | 193 | 0 | 193 |
| Number of votes cast by them | 2,15,07,514 | 0 | 2,15,07,514 |
| % of Total Number of valid votes cast | 0.4455 | 0 | 0.4455 |

(iii) Invalid Votes - NIL

- 8. A list of Equity shareholders who voted "FOR", "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.
- 9. The electronic data and all other relevant records relating to the e-voting shall remain in my safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

an &

Company

Secretaries

Thanking You, Yours faithfully, For V. Sreedharan & Associates

(V. Sreedharan)

Partner

FCS: 2347; CP No. 833

Date: July 20, 2022 Place: Bengaluru

UDIN: F002347D000647299