

#### January 23, 2018

To The Manager-Listing The Stock Exchange, Mumbai.

The Manager-Listing The National Stock Exchange of India Limited.

Dear Sir,

### Sub: <u>Reconciliation of Share Capital Audit Report under Regulation 55A of SEBI</u> (Depositories and Participants) Regulation, 1996

We are enclosing herewith Reconciliation of Share Capital audit report submitted by Mr. Pradeep B. Kulkarni, FCS under Regulation 55A of SEBI (Depositories and participants) Regulations, 1996 for the quarter ended December 31, 2017.

The report was noted and taken on record by the Board of Directors of the Company at their meeting held on January 18-19, 2018.

#### For Wipro Limited

Sd/-G Kothandaraman Head-Secretarial and Compliance Encl: As above



Wipro Limited Doddakannelli Sarjapur Road Bengaluru 560 035 India T : +91 (80) 2844 0011 F : +91 (80) 2844 0054

- E : info@wipro.com
- W: wipro.com
- C : L32102KA1945PLC020800



### January 23, 2018

To The Manager-Listing The Stock Exchange, Mumbai.

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Dear Sir,

### Sub: <u>Reconciliation of Share Capital Audit Report under Regulation 55A of SEBI</u> (Depositories and Participants) Regulation, 1996

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The report was noted and taken on record by the Board of Directors of the Company at their meeting held on January 18-19, 2018.

For Wipro Limited

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**Registered Office:** 

Whyge Linited ffice: Doddak Innellid Sariadul Andlii Bengaluru 560 035 Sarjadur 660 035 Bengaluru 560 035 India T: +91 (80) 2844 0011 F: +91 (80) 2844 0054 F: +91 (80) 2844 0054 F: +91 (80) 2844 0054 F: +01 (80) 2844 0054 E: info@wipro.com E: info@wipro.com W: wipro.com C: L32102KA1945PLC020800

# V. SREEDHARAN AND ASSOCIATES

**Company Secretaries** 

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No. 32/33, 1<sup>st</sup> and 2<sup>nd</sup> Floor, GNR Complex, 8<sup>th</sup> Cross, Wilson Garden, Bengaluru 560 027 \$+91 80 222 90 394 Straight compliance@sreedharancs.com



## RECONCILIATION OF SHARE CAPITAL AUDIT REPORT UNDER REGULATION 55A OFSEBI (DEPOSITORIES AND PARTICIPANTS) REGULATIONS, 1996

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28440011 28440054
han@wipro.com
imited (BSE) al Stock Exchange of India Ltd., Mumbai

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		Number of Shares	% of Total Issued Capital
10	Issued Capital	452,33,50,937	100
11	Listed Capital (Exchange- wise)	The issued capital o under:	f the Company is listed as
		•	No. of shares of Rs. 2/- each
		National Stock Exchar of India Ltd	nge <b>452,29,40,77</b> 1
		BSE Limited	452,29,40,771
		No. of Shar	es % of Total Issued Capital
12	Held in dematerialized form in <b>CDSL</b>	7,53,62,2	30 1.67
13	Held in dematerialized form in NSDL	441,46,92,6	97.60
14	Physical	3,32,96,0	0.73
15	Total No. of shares (12+13+14)	452,33,50,9	937 100
16	Reasons for difference, if any, between 10 & 11 and 11 & 15	4,10,166 Shares are stock exchanges (BSE	yet to be listed in both the E & NSE)
			20.2

17	Certifying th consideration	e details of change n as per Table belo	s in share capita w: ** see foot no	al during th ote below	ne quarte	r under
* Particulars	No. of Shares	Applied/ Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin. appr. pending from SE (Specify Names)
RSU Plan 2004	NIL	Applied: NIL Not Yet Listed: NIL NSE: NIL BSE: NIL	NSE: NIL BSE: NIL	NA	NA	NSE:NIL BSE:NIL
ADS RSU Plan 2004	4,10,166	Applied: 4,10,166 Not Yet Listed: NSE: 4,10,166 BSE: 4,10,166	NSE: NIL BSE: NIL	Yes	Yes	NSE: NIL BSE: NIL
RSU Plan 2005	NIL	Applied: NIL Not Yet Listed: NIL NSE: NIL BSE: NIL	NSE: NIL BSE: NIL	NA	NA	NSE:NIL BSE: NIL
RSU Plan 2007	NIL	Applied: NIL Not Yet Listed: NIL NSE:NIL BSE:NIL	NSE: NIL BSE: NIL	NA.	NA	NSE:NIL BSE: NIL
VESOP 000 PLAN	NIL	Applied: NIL Not Yet Listed: NIL NSE:NIL BSE:NIL	NSE: NIL BSE: NIL	NA		NSE:NIL BSE: NIL
onus hare	NIL	Applied: NIL Not Yet Listed: NIL NSE:NIL BSE:NIL	NSE: NIL BSE: NIL	NA		NSE:NIL BSE: NIL

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Register of Members is u (Yes/No)	pdated		Yes
If not, updated up to wh	ich date		NA
Reference of previous quarter with regards to excess dematerialized shares, if any			NA
Has the Company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?			NA
No. of requests, if any, pending beyond 21 days	confirmed a with the rea	fter 21 days and asons for delay:	the total no. of request
Total No. of Demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	NIL	NIL	NA
Pending for more than 21 days	NIL	NIL	NA
Name, Telephone & Fax No. of the Compliance Officer of the Company		Mr. Sanaulla K Company Secr Tel : 080 2844 Fax : 080 2844	10011
	<ul> <li>(Yes/No)</li> <li>If not, updated up to where a construction of the company of the company rest of the compliance of the complicance of the compliance of the com</li></ul>	If not, updated up to which dateIf not, updated up to which dateReference of previous quarter with regards to excess dematerialized shares, if anyHas the Company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?No. of requests, if any, confirmed a pending beyond 21 days with the reTotal No. of Demat requestsNo. of requestsTotal No. of Demat requestsNo. of requestsConfirmed after 21 daysNILPending for more than 21 daysNILName, Telephone & Fax No. of the Compliance Officer of the	(Yes/No)       If not, updated up to which date         If not, updated up to which date         Reference of previous quarter with regards to excess dematerialized shares, if any         Has the Company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?         No. of requests, if any, confirmed after 21 days and pending beyond 21 days with the reasons for delay:         Total No. of Demat requests       No. of requests         Confirmed after 21 days and requests       No. of shares         Confirmed after 21 days       NIL       NIL         Pending for more than 21 days       NIL       NIL         Name, Telephone & Fax No. of the Compliance Officer of the Compliance Officer of the Company       Mr. Sanaulla K Company Secr

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23	Name, Address, Tel. & Fax No., C. P. No. of the Practising Company Secretary.	Pradeep B Kulkarni Partner FCS 7260; CP No. 7835 V Sreedharan & Associates, Company Secretaries G. N. R. Complex, 1 <sup>st</sup> Floor No. 32/33, 8 <sup>th</sup> Cross, Wilson Garden, Bengaluru560 027 Tel : 080 22290394
24	Appointment of common agency for share registry work (if yes, name & address)	Karvy Computershare Private Limited "Karvy Selenium Tower B" Plot No.31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad - 500032, Telangana. Phone : 040- 6716 2222 Fax : 040- 23420814
25	Any other details that the Practising Company Secretary may like to provide. (E.g. BIFR Company, delisting from SE, Company changed its name etc.)	were bought back by the company during the

January 19, 2018 Bengaluru

For V. Sreedharan & Associates

Pradeep B. Kulkarni Partner F.C.S.-7260 ; C.P. No. 7835

### RECONCILIATION OF SHARE CAPITAL AUDIT REPORT UNDER REGULATION 55A OFSEBI (DEPOSITORIES AND PARTICIPANTS) REGULATIONS, 1996

1	For the quarter ended	December 31, 2017
2	ISIN	INE075A01022
3	Face Value	Rs. 2/- per share
4	Name of the Company	WIPRO LIMITED
5	Registered Office Address	Doddakannelli, Sarjapur Road, Bengaluru- 560 035
6	Correspondence Address	Same as above
7	Telephone & Fax Nos.	Tel : 080 28440011 Fax : 080 28440054
8	Email Address	sanaulla.khan@wipro.com
9	Names of the Stock Exchanges where the Company's securities are listed	a. BSE Limited (BSE) b. National Stock Exchange of India Ltd., Mumbai

		Number of Shares	% of Total Issued Capital
10	Issued Capital	452,33,50,937	100
11	Listed Capital (Exchange- wise)	The issued capital of under:	f the Company is listed as
			No. of shares of Rs. 2/- each
		National Stock Exchan of India Ltd	ge 452,29,40,771
		BSE Limited	452,29,40,771
		No. of Share	es % of Total Issued Capital
12	Held in dematerialized form in CDSL	7,53,62,23	30 1.67
13	Held in dematerialized form in NSDL	441,46,92,68	97.60
14	Physical	3,32,96,01	0.73
15	Total No. of shares (12+13+14)	452,33,50,93	37 100
16	Reasons for difference, if any, between 10 & 11 and 11 & 15	4,10,166 Shares are y stock exchanges (BSE	yet to be listed in both the & NSE)

17	Certifying the details of changes in share capital during the quarter under consideration as per Table below: ** see foot note below					
* Particulars	No. of Shares	Applied/ Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin. appr. pending from SE (Specify Names)
RSU Plan 2004	NIL	Applied: NIL Not Yet Listed: NIL NSE: NIL BSE: NIL	NSE: NIL BSE: NIL	NA	NA	NSE:NIL BSE:NIL
ADS RSU Plan 2004	4,10,166	Applied: 4,10,166 Not Yet Listed: NSE: 4,10,166 BSE: 4,10,166	NSE: NIL BSE: NIL	Yes	Yes	NSE: NIL BSE: NIL
RSU Plan 2005	NIL	Applied: NIL Not Yet Listed: NIL NSE: NIL BSE: NIL	NSE: NIL BSE: NIL	NA	NA	NSE:NIL BSE: NIL
RSU Plan 2007	NIL	Applied: NIL Not Yet Listed: NIL NSE:NIL BSE:NIL	NSE: NIL BSE: NIL	NA	NA	NSE:NIL BSE: NIL
WESOP 2000 PLAN	NIL	Applied: NIL Not Yet Listed: NIL NSE:NIL BSE:NIL	NSE: NIL BSE: NIL	NA	NA	NSE:NIL BSE: NIL
Bonus Share	NIL	Applied: NIL Not Yet Listed: NIL NSE:NIL BSE:NIL	NSE: NIL BSE: NIL	NA	NA	NSE:NIL BSE: NIL

18	Register of Members is ( (Yes/No)	updated		Yes
	If not, updated up to w	hich date		NA
19	Reference of previous q regards to excess dema shares, if any			NA
20	Has the Company re matter mentioned in p above in the current qua reason why?	oint no. 19		NA
21	No. of requests, if any, pending beyond 21 days			the total no. of request
	Total No. of Demat No. of requests		No. of shares	Reasons for delay
	Confirmed after 21 days	NIL	NIL	NA
	Pending for more than 21 days	NIL	NIL	NA
22	the Compliance Officer of the Company		Mr. Sanaulla Kr Company Secre Tel : 080 28440 Fax : 080 28440	0011

23	Name, Address, Tel. & Fax No., C. P. No. of the Practising Company Secretary.	Pradeep B Kulkarni Partner FCS 7260; CP No. 7835 V Sreedharan & Associates, Company Secretaries G. N. R. Complex, 1 <sup>st</sup> Floor No. 32/33, 8 <sup>th</sup> Cross, Wilson Garden, Bengaluru560 027 Tel : 080 22290394
24	Appointment of common agency for share registry work (if yes, name & address)	Karvy Computershare Private Limited "Karvy Selenium Tower B" Plot No.31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad - 500032, Telangana. Phone : 040- 6716 2222 Fax : 040- 23420814
25	Any other details that the Practising Company Secretary may like to provide. (E.g. BIFR Company, delisting from SE, Company changed its name etc.)	34,37,50,000 Equity Shares of Rs. 2/- each were bought back by the company during the quarter ended December 31, 2017.

January 19, 2018 Bengaluru