



**June 21, 2025**

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: Notice of Annual General Meeting (“AGM”) and Integrated Annual Report for the Financial Year 2024-25**

This is to inform that the 79<sup>th</sup> AGM of the Company is scheduled to be held on Wednesday, July 16, 2025 at 9 AM IST through video conferencing.

Pursuant to Section 108 of the Companies Act, 2013 and Regulations 30 and 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the following:

1. Notice of the 79<sup>th</sup> AGM (including e-voting instructions)
2. Integrated Annual Report for the financial year 2024-25

The aforesaid documents are available on the website of the Company at <https://www.wipro.com/investors/annual-reports/> and are being dispatched to all eligible shareholders of the Company whose email addresses are registered with the Company/Depositories.

This is for your information and records.

Thanking you.

**For Wipro Limited**

**M Sanaula Khan**  
**Company Secretary**

ENCL : As above

Registered Office:

**Wipro Limited** T : +91 (80) 2844 0011  
Doddakannelli F : +91 (80) 2844 0054  
Sarjapur Road E : info@wipro.com  
Bengaluru 560 035 W : wipro.com  
India C : L32102KA1945PLC020800



**WIPRO LIMITED**

Registered Office: Doddakannelli, Sarjapur Road, Bengaluru - 560 035, Telephone: +91-80-28440011,  
 Website: [www.wipro.com](http://www.wipro.com), E-mail: [corp-secretarial@wipro.com](mailto:corp-secretarial@wipro.com),  
 CIN: L32102KA1945PLC020800

**Dear Members,**

**Invitation to attend the 79<sup>th</sup> Annual General Meeting (“AGM”) on Wednesday, July 16, 2025**

You are cordially invited to attend the Seventy Ninth Annual General Meeting of Wipro Limited (the “Company”) to be held on Wednesday, July 16, 2025 at 9 AM IST through Video Conferencing (“VC”). The Notice convening the AGM is enclosed herewith.

For ease of participation of the Members, we are providing below the key details regarding the meeting:

Sl. No.	Particulars	Details
1.	Link for live webcast of the AGM	<a href="https://www.wipro.com/investors/AGM-2025/">https://www.wipro.com/investors/AGM-2025/</a>
2.	Helpline number for VC participation	For any assistance or support before or during the AGM, Members may contact the Company at +91-80-28440011 or at <a href="mailto:corp-secretarial@wipro.com">corp-secretarial@wipro.com</a> .
3.	Cut-off date for e-voting	Wednesday, July 9, 2025
4.	Time period for remote e-voting	Commences at 9 AM IST on Saturday, July 12, 2025 and ends at 5 PM IST on Tuesday, July 15, 2025
5.	Last date for publishing results of the e-voting	Friday, July 18, 2025
6.	Registrar and Share Transfer Agent contact details	Ms. Rajitha Cholleti, Vice-President - Corporate Registry and Ms. Swati Reddy, Manager (Unit: Wipro Limited), KFin Technologies Limited (“KFinTech”) E-mail: <a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a> ; <a href="mailto:evoting@kfintech.com">evoting@kfintech.com</a> Contact No.: +91-40-6716 2222

Yours truly,

**Rishad A. Premji**  
**Chairman**  
 (DIN: 02983899)

Bengaluru  
 May 22, 2025



## WIPRO LIMITED

Registered Office: Doddakannelli, Sarjapur Road, Bengaluru - 560 035, Telephone: +91-80-28440011,  
Website: [www.wipro.com](http://www.wipro.com), E-mail: [corp-secretarial@wipro.com](mailto:corp-secretarial@wipro.com),  
CIN: L32102KA1945PLC020800

### NOTICE TO MEMBERS

Notice is hereby given that the Seventy Ninth Annual General Meeting (“AGM”) of Wipro Limited will be held on **Wednesday, July 16, 2025 at 9 AM IST through Video Conferencing (“VC”)**, to transact the following businesses:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements of the Company (including consolidated financial statements) for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
2. To confirm the interim dividend of ₹ 6 per equity share declared by the Board of Directors on January 17, 2025, as the final dividend for the financial year 2024-25.
3. To consider appointment of a Director in place of Mr. Srinivas Pallia (DIN: 10574442) who retires by rotation and being eligible, offers himself for re-appointment.

#### SPECIAL BUSINESS

4. To appoint M/s. V. Sreedharan & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and Regulation 24A and other applicable provisions of the Securities and Exchange

Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and pursuant to the recommendation of the Audit, Risk and Compliance Committee and the Board of Directors of the Company, M/s. V. Sreedharan & Associates, Practicing Company Secretaries, Bengaluru (Firm Registration Number P1985KR14800), be and are hereby appointed as Secretarial Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the 84<sup>th</sup> AGM to be held in the year 2030, at such remuneration and on such terms and conditions as may be determined by the Board of Directors of the Company (including its Committee(s) thereof) in consultation with the Secretarial Auditors.

**RESOLVED FURTHER THAT** any Director or Company Secretary be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and other statutory authorities as may be required.”

**By Order of the Board of Directors**  
For **Wipro Limited**

Bengaluru  
May 22, 2025

Sd/-  
**M. Sanaula Khan**  
Company Secretary



## NOTES:

- 1) The Ministry of Corporate Affairs (“MCA”), vide its General circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and 09/2024 dated September 19, 2024 (collectively “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively “SEBI Circulars”), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA and SEBI Circulars, applicable provisions of the Companies Act, 2013 and Rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Listing Regulations”), the 79<sup>th</sup> AGM of the Company is being convened and conducted through VC. The Registered Office of the Company shall be deemed to be the venue for the AGM.
- 2) A statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the AGM, is annexed hereto. Further, additional information as required under the Listing Regulations and Circulars issued thereunder are also annexed.
- 3) The Company has enabled the Members to participate at the 79<sup>th</sup> AGM through VC facility. The instructions for participation by Members are given in the subsequent pages. Participation at the AGM through VC shall be allowed on a first-come-first-served basis.
- 4) In addition to the above, the proceedings of the 79<sup>th</sup> AGM will be web-casted live for all the Members as on the cut-off date i.e., Wednesday, July 9, 2025. The Members can visit <https://www.wipro.com/investors/AGM-2025/> to watch the live proceedings of the 79<sup>th</sup> AGM on Wednesday, July 16, 2025 from 9 AM IST onwards.
- 5) As per the provisions under the MCA Circulars, Members attending the 79<sup>th</sup> AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- 6) The Company has provided the facility for Members to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means both through remote e-voting and e-voting during the AGM. The process and instructions for remote e-voting are provided in the subsequent paragraphs. Such remote e-voting facility is in addition to e-voting that will take place at the 79<sup>th</sup> AGM being held through VC.
- 7) Members joining the meeting through VC, who have not already cast their vote by means of remote e-voting, will be able to exercise their right to vote through e-voting at the AGM. The Members who have cast their vote by remote e-voting prior to the AGM may also join the AGM through VC but shall not be entitled to cast their vote again.
- 8) The Board of Directors has appointed Mr. V. Sreedharan, Senior Partner, in his absence Mr. Pradeep B. Kulkarni, Partner of V. Sreedharan & Associates, Practicing Company Secretaries, as the Scrutinizers to scrutinize the e-voting process in a fair and transparent manner.
- 9) As per Section 105 of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf. Since the 79<sup>th</sup> AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 79<sup>th</sup> AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
- 10) Corporate Members are required to access the link <https://evoting.kfintech.com> and upload a certified copy of the Board resolution authorizing their representative to vote on their behalf. Institutional investors are encouraged to attend and vote at the meeting through VC.
- 11) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- 12) In line with the MCA and SEBI Circulars, the Notice of the 79<sup>th</sup> AGM along with the Annual Report 2024-25 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. Members may please note that this Notice and Annual Report 2024-25 is also available on the Company’s website at <https://www.wipro.com/investors/annual-reports/>, websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and

[www.nseindia.com](http://www.nseindia.com) respectively, and on the website of KFinTech at <https://evoting.kfintech.com>. A letter providing the web-link for accessing the Integrated Annual Report, including the exact path, will be sent to those Members who have not registered their email address with the Company.

- 13) **Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s).**

**In respect of shares held in physical form, Members may register their email address by writing to the Company's Registrar and Share Transfer Agent, KFin Technologies Limited at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India – 500 032, along with the duly filled in Form ISR-1 and related proofs, available at <https://www.wipro.com/investors/faqs/>.**

- 14) The following documents will be available for inspection by the Members electronically during the 79<sup>th</sup> AGM. Members seeking to inspect such documents can send an email to [corp-secretarial@wipro.com](mailto:corp-secretarial@wipro.com).

- a) Certificate from the Practicing Company Secretary relating to the Company's Stock Options/Restricted Stock Units Plans under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
- b) Register of Directors and Key Managerial Personnel and their shareholding, and the Register of Contracts or Arrangements in which the Directors are interested, maintained under the Companies Act, 2013.
- c) All such documents referred to in this Notice and the Explanatory Statement.

- 15) **Members who are holding shares in physical form are advised to submit particulars of their bank account, viz. name and address of the branch of the bank, MICR code of the branch, type of account and account number to our Registrar and Share Transfer Agent, KFin Technologies Limited (Unit: Wipro Limited) at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana,**

**India – 500 032 along with the duly filled in Form ISR-1 and related proofs.**

- 16) SEBI circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, read with relevant SEBI circulars issued from time-to-time, has mandated Members holding shares in physical form to submit PAN, nomination, contact details, bank account details and specimen signature in specified forms. Members may access <https://www.wipro.com/investors/faqs/> for Form ISR-1 to register PAN/email address/bank details/other KYC details, Form ISR-2 to update signature and Form ISR-3 for declaration to opt out. Members may make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, the format of which is available on the Company's website and on the website of the Company's Registrar and Share Transfer Agent.

Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details. While making payment of dividend, the Registrar and Share Transfer Agent is obliged to use only the data provided by the Depositories, in case of such dematerialized shares.

- 17) Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH-13, prescribed by the Government can be obtained from the Registrar and Share Transfer Agent or the Corporate Secretarial Department of the Company at its registered office.
- 18) Members may please note that the Listing Regulations mandate transfer, transmission and transposition of securities of listed companies held in physical form only in demat mode. Further, SEBI vide its SEBI circular no. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, read with relevant SEBI circulars issued from time-to-time, has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed



suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Accordingly, Members are requested to make service requests for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate etc., by submitting a duly filled and signed Form ISR-4 along with requisite supporting documents to KFinTech as per the requirement of the aforesaid circular.

- 19) Dispute Resolution Mechanism at Stock Exchanges: SEBI, vide its master circular no. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated August 11, 2023, provided an option for arbitration as a Dispute Resolution Mechanism for investors. As per this circular, investors can opt for arbitration with Stock Exchanges in case of any dispute against the Company or its Registrar and Share Transfer Agent on delay or default in processing any investor services related requests.
- 20) Members are requested to note that our Registrar and Share Transfer Agent, KFinTech has a mobile app named 'KPRISM' and a website <https://kprism.kfintech.com/> for the Members holding shares in physical form. Members can download this android/iOS mobile application from play/app store and view their portfolio services by KFinTech. In addition, Members may also visit the Investor Service Center (ISC) webpage <https://ris.kfintech.com/clientservices/isc/isrforms.aspx> and access various services such as post or track a query, upload tax exemption forms, view the demat request, check the dividend status, download the required ISR forms and check KYC status for physical folios, among others.
- 21) Non-resident Indian shareholders are requested to inform about the following immediately to the Company or its Registrar and Share Transfer Agent or the concerned Depository Participant, as the case may be:
  - a) the change in the residential status on return to India for permanent settlement, and
  - b) the particulars of the NRE account with a bank in India, if not furnished earlier.
- 22) **Members who wish to claim dividends, which remain unclaimed, are requested to either correspond with the Corporate Secretarial Department at the Company's registered office or the Company's Registrar and Share Transfer Agent for revalidation and encashment before the due dates. The details of such unclaimed dividends are available on the Company's website at [www.wipro.com](http://www.wipro.com). Members are requested to note that the dividend remaining unclaimed for a continuous period of seven years from the date of transfer to the Company's Unpaid Dividend Account shall be transferred to the Investor Education and Protection Fund ("IEPF"). In addition, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred by the Company to demat account of the IEPF Authority within a period of thirty days of such shares becoming due to be transferred to the IEPF.**
- 23) In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available at <http://www.iepf.gov.in/> and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5.
- 24) Pursuant to the Rule 5(8) of the Investor Education and Protection Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has uploaded details of unpaid and unclaimed amounts lying with the Company as on July 18, 2024 (date of last AGM) on its website at <https://www.wipro.com/investors/> and also on the website of the MCA.
- 25) In case of any queries regarding the Annual Report or for requesting hard copy of the Annual Report, the Members may write to [corp-secretarial@wipro.com](mailto:corp-secretarial@wipro.com).
- 26) As the 79<sup>th</sup> AGM is being held through VC, the route map is not annexed to this Notice.

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to certain ordinary business and the special business mentioned in the accompanying Notice of AGM:

### ITEM NO. 3 - RE-APPOINTMENT OF MR. SRINIVAS PALLIA (DIN: 10574442)

Though not statutorily required, the following is being provided as additional information to the Members.

Pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and the Company's Articles of Association, not less than two-thirds of the total number of Directors of the Company shall be liable to retire by rotation. One-third of these Directors must retire from office at each AGM, but each retiring Director is eligible for re-election at such meeting. Independent Directors and the Executive Chairman are not subject to retirement by rotation.

In July 2024, Mr. Azim H. Premji was subject to retirement by rotation and was re-appointed by Members at the 78<sup>th</sup> AGM. Accordingly, Mr. Srinivas Pallia is now required to retire by rotation at this AGM and being eligible, has offered himself for re-appointment.

Keeping in view Mr. Srinivas Pallia's incredible richness of experience, a proven track record, growth-oriented mindset and unwavering commitment to ensuring client satisfaction, the Board of Directors is of the opinion that it would be in the interest of the Company to re-appoint him as a Director of the Company.

Additional information in respect of Mr. Srinivas Pallia, pursuant to Regulation 36 of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2), is given as part of Annexure A to this Notice. Brief profile of Mr. Srinivas Pallia is given as Annexure B to this Notice.

Except Mr. Srinivas Pallia and/or his relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

Based on performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board of Directors recommend the resolution in relation to the re-appointment of Mr. Srinivas Pallia as set out in Item No. 3, for approval of the Members by way of an Ordinary Resolution.

### ITEM NO. 4 - TO APPOINT M/S. V. SREEDHARAN & ASSOCIATES, PRACTICING COMPANY SECRETARIES, AS THE SECRETARIAL AUDITORS OF THE COMPANY

Pursuant to Section 204 of the Companies Act, 2013 read with Rules made thereunder and Regulation 24A of the Listing Regulations, a listed entity shall appoint or re-appoint an individual as Secretarial Auditor, on the basis of the recommendation of the Board of Directors, for not more than one term of five consecutive years or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in the Annual General Meeting.

M/s. V. Sreedharan & Associates are currently the Secretarial Auditors of the Company and as per Regulation 24A (1C) of the Listing Regulations, any association of the individual or the firm as the Secretarial Auditor of the listed entity before March 31, 2025 shall not be considered for the purpose of calculating the tenure.

Accordingly, pursuant to the recommendation of the Audit, Risk and Compliance Committee, the Board of Directors of the Company at its meeting held on May 22, 2025, approved the appointment of M/s. V. Sreedharan & Associates, Practicing Company Secretaries (Firm Registration Number: P1985KR14800), as the Secretarial Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this AGM till the conclusion of the 84<sup>th</sup> AGM to be held in the year 2030.

M/s. V. Sreedharan & Associates, are a reputed firm of Company Secretaries in Practice, specialized in Secretarial Audit and other corporate law matters. The firm is registered with the Institute of Company Secretaries of India and has an experience of more than 30 years in providing various corporate law services such as incorporation of companies and Limited Liability Partnerships, secretarial audit for various listed companies, voluntary winding up of companies, acting as scrutinizer and appearances before the National Company Law Tribunal on various matters on behalf of clients, etc. The firm also holds a valid Peer Review Certificate.



M/s. V. Sreedharan & Associates has given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the limits specified by the Institute of Company Secretaries of India. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors and are in compliance with independence requirements as prescribed under the Auditing Standards issued by the Institute of Company Secretaries of India, and other applicable rules and regulations.

The proposed remuneration payable to M/s.V.Sreedharan & Associates for secretarial audit services will be in the range of ₹ 4 lakhs to ₹ 6 lakhs, per financial year plus out of pocket expenses. Revision, if any, to the fees for subsequent year(s) of their term, shall be approved by the Board of Directors of

the Company (including its Committee(s) thereof), as may be required from time to time.

Further, the Company may obtain certifications and avail other permissible services under statutory regulations from M/s V. Sreedharan & Associates, as may be required from time to time. The remuneration for certifications and other permissible services will be paid on mutually agreed terms.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The Board of Directors recommends the resolution as set out in Item No. 4, for approval of the Members of the Company by way of an Ordinary Resolution.

## ANNEXURE-A

### Details of Director seeking re-appointment at the 79<sup>th</sup> Annual General Meeting to be held on July 16, 2025 (Pursuant to Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings)

Name of the Director	Mr. Srinivas Pallia
Director Identification Number	10574442
Date of Birth	March 1, 1967
Age	58 years
Date of appointment	April 7, 2024
Relationship with Directors and Key Managerial Personnel	None
Expertise in specific functional area	Technology, Sales, Operations and Consulting, and wide management experience
Qualification(s)	Bachelor's degree in Engineering and Master's degree in Management Studies from Indian Institute of Science, Bangalore, Global Businesses Executive Program from Harvard Business School and Advanced Leadership Program from McGill Executive Institute.
Terms and conditions of appointment	Mr. Srinivas Pallia is appointed as Chief Executive Officer & Managing Director for a period of 5 years from April 7, 2024 to April 6, 2029, liable to retire by rotation.
Remuneration last drawn as Director (including sitting fees)	Refer Note 2
Number of meetings of the Board attended during the financial year 2024-25	Refer Note 2
Board Membership in other Indian listed companies as on March 31, 2025	None
Membership/Chairmanship of Committees in other Indian listed companies as on March 31, 2025	None
Number of shares held in the Company as on March 31, 2025	Equity Shares: 2,00,000 American Depository Shares (ADS): NIL
Listed companies from which the Director has resigned in the past three years	None

#### Notes:

- The Directorship, Committee Memberships and Chairmanships do not include positions in foreign companies, unlisted companies and private companies, position as an advisory board member and position in companies under Section 8 of the Companies Act, 2013.
- Information pertaining to remuneration, terms and conditions of appointment and the number of Board Meetings attended during the financial year 2024-25, wherever applicable, have been provided in the Corporate Governance Report forming part of the Annual Report.



## ANNEXURE-B

### **Brief profile of Director seeking re-appointment at the 79<sup>th</sup> Annual General Meeting to be held on July 16, 2025**

Mr. Srinivas Pallia is Chief Executive Officer and Managing Director of Wipro Limited, a \$10.5 billion global information technology, consulting, and business process services Company, with over 230,000 employees in six continents.

With a career spanning over three decades and a deep and broad background across Wipro's various geographies, functions, service lines, and business units, Mr. Pallia brings a wealth of knowledge and insight to his role. His unwavering commitment to client satisfaction, his relentless focus on delivering results, and his extensive first-hand experience of significant technological changes and industry transformations further enhance Wipro's position.

Having joined Wipro in 1992, Mr. Pallia has held numerous leadership roles, including President of Wipro's Consumer Business Unit and Global Head of Business Application Services. Most recently, he served as the CEO for Americas 1, Wipro's largest and fastest-growing market. In this role, he led a wide range of industry sectors and was responsible for establishing their vision, as well as shaping and implementing growth strategies.



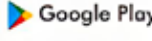

Mr. Pallia holds a bachelor's degree in engineering, and a master's in management studies from Indian Institute of Science, Bangalore. He graduated from Harvard Business School's Leading Global Businesses Executive Program, and the Advanced Leadership Program at McGill Executive Institute. An avid hiker, Mr. Pallia lives in New Jersey with his family.

## GENERAL INFORMATION AND INSTRUCTIONS RELATING TO PROCEDURE FOR E-VOTING

**Remote e-voting:** In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India ("**ICSI**") and Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Members are provided with the facility to cast their vote electronically, through any of the modes listed below, on the resolutions set forth in this Notice, by way of remote e-voting:

MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
<b>Individual shareholders holding securities in demat mode</b>	<ol style="list-style-type: none"> <li>Shareholders already registered for IDeAS facility may follow the below steps:               <ol style="list-style-type: none"> <li>Visit the following URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>On the home page, click on the "Beneficial Owner" icon under the 'IDeAS' section.</li> <li>On the new screen, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" under e-voting services.</li> <li>Click on Company name or e-voting service provider name, i.e., KFintech and you will be re-directed to KFintech website for casting your vote.</li> </ol> </li> <li>Shareholders who have not registered for IDeAS facility may follow the below steps:               <ol style="list-style-type: none"> <li>To register for this facility, visit the URL: <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>.</li> <li>On the home page, select "Register Online for IDeAS".</li> <li>On completion of the registration formality, follow the steps provided above.</li> </ol> </li> <li>Shareholders may alternatively vote through the e-voting website of NSDL in the manner specified below:               <ol style="list-style-type: none"> <li>Visit the URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a>.</li> <li>Click on the "Login" icon available under the 'Shareholder/Member' section.</li> <li>Enter User ID (i.e., 16-digit demat account number held with NSDL), Password / OTP, as applicable, and the verification code shown on the screen.</li> </ol> </li> </ol>	<ol style="list-style-type: none"> <li>Shareholders already registered for Easi / Easiest facility may follow the below steps:               <ol style="list-style-type: none"> <li>Visit the following URL: <a href="https://web.cdslindia.com/myeasitoken/home/login/">https://web.cdslindia.com/myeasitoken/home/login/</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>Click on the "Login" icon and opt for "My Easi New (Token)" (only applicable when using the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>).</li> <li>On the new screen, enter User ID and Password. Without any further authentication, the e-voting page will be made available.</li> <li>Click on Company name or e-voting service provider name, i.e., KFintech to cast your vote.</li> </ol> </li> <li>Shareholders who have not registered for Easi/ Easiest facility may follow the below steps:               <ol style="list-style-type: none"> <li>To register for this facility, visit the URL: <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a>.</li> <li>On completion of the registration formality, follow the steps provided above.</li> </ol> </li> <li>Shareholders may alternatively vote through the e-voting website of CDSL in the manner specified below:               <ol style="list-style-type: none"> <li>Visit the URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a>.</li> <li>Enter the demat account number and PAN.</li> <li>Enter OTP received on mobile number &amp; email registered with the demat account for authentication.</li> </ol> </li> </ol>	<p>Shareholders may alternatively log - in using credentials of the demat account through their Depository Participants registered with NSDL / CDSL for the e-voting facility. On clicking the e-voting icon, shareholders will be re- directed to the NSDL / CDSL site, as applicable, on successful authentication.</p> <p>Shareholders may then click on Company name or e-voting service provider name, i.e., KFintech and will be redirected to KFintech website for casting their vote.</p>



MODES OF E-VOTING	THROUGH DEPOSITORIES		THROUGH DEPOSITORY PARTICIPANTS
	NSDL	CDSL	
	<p>d) Post successful authentication, you will be redirected to the NSDL Depository site wherein you can see the e-voting page.</p> <p>e) Click on Company name or e-Voting service provider name, i.e., KFintech and you will be redirected to KFintech website for casting your vote. Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">     </div> <div style="text-align: center;">     </div> </div>	<p>d) Post successful authentication, the shareholder will receive links for the respective e-voting service provider, i.e., KFintech where the e-voting is in progress.</p>	
	<p>4. For any technical assistance, Shareholders may contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 48867000.</p>	<p>4. For any technical assistance, Shareholders may contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911.</p>	

MODE OF E-VOTING	THROUGH KFINTECH
<p><b>Non-individual shareholders holding securities in demat mode and Shareholders holding securities in physical mode</b></p>	<ol style="list-style-type: none"> <li>1. In case a Shareholder receives an email from KFintech [for Shareholders whose email IDs are registered with the Company/Depository Participants(s)], please follow the below instructions: <ol style="list-style-type: none"> <li>a) Visit the following URL: <a href="https://evoting.kfintech.com/">https://evoting.kfintech.com/</a>.</li> <li>b) Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e- voting, you can use your existing User ID and password for casting your vote.</li> <li>c) After entering these details appropriately, click on “LOGIN”.</li> <li>d) You will now reach password change menu, wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc., on your first login. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.</li> <li>e) You need to login again with the new credentials.</li> <li>f) On successful login, the system will prompt you to select the “EVENT” and click on ‘Wipro Limited’.</li> </ol> </li> <li>2. Shareholders who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the Company's Registrar and Share Transfer Agent, KFin Technologies Limited at Selenium Building, Tower-B, Plot No. 31 &amp; 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032 along with the duly filled in Form ISR-1 and related proofs.</li> </ol>



MODE OF E-VOTING	THROUGH KFINTECH
	<p>3. For obtaining the User ID and Password for e-voting, Shareholders may refer the instructions below:</p> <p>a) If the mobile number of the Shareholder is registered against Folio No./DP ID Client ID, the Shareholder may send SMS: MYEPWD E- Voting Event Number+ Folio No. or DP ID Client ID to 921 2993399.</p> <p>Example for NSDL - MYEPWD IN12345612345678 Example for CDSL - MYEPWD 1402345612345678 Example for Physical - MYEPWD XXXX1234567890</p> <p>b) If e-mail address or mobile number of the Shareholder is registered against Folio No./DP ID Client ID, then on the home page of <a href="https://evoting.kfintech.com/">https://evoting.kfintech.com/</a>, the Shareholder may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.</p> <p>c) Shareholder may call KFinTech toll free number 1800-3094-001 for any assistance.</p> <p>d) Shareholder may send an e-mail request to <a href="mailto:inward.ris@kfintech.com">inward.ris@kfintech.com</a>. However, KFinTech shall endeavour to send User ID and Password to those new Shareholder whose e-mail IDs are available.</p>



## GENERAL INSTRUCTIONS ON E-VOTING

- 1) Members who are unable to retrieve User ID/Password are advised to use “Forgot User ID”/“Forgot Password” options available on the websites of Depositories/Depository Participants.
- 2) The remote e-voting period commences at 9 AM IST on Saturday, July 12, 2025 and ends at 5 PM IST on Tuesday, July 15, 2025. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, July 9, 2025, may cast their votes electronically as per the process detailed in this Notice. The remote e-voting module shall be disabled for voting thereafter. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- 3) The voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e., Wednesday, July 9, 2025.
- 4) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date of Wednesday, July 9, 2025, under “FOR/AGAINST” for each item of the Notice separately or alternatively, you may partially enter any number “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as on the cut-off date. You may also choose the option “ABSTAIN”. If the Member does not indicate either “FOR” or “AGAINST”, it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- 5) Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat accounts.
- 6) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- 7) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted all the resolution(s).
- 8) In case of any query and/or grievance, in respect of voting by electronic means through KFintech, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> or may contact Ms. Swati Reddy, Manager (Unit: Wipro Limited) of KFin Technologies Limited at Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India – 500 032 along with the duly filled in Form ISR-1 and related proofs or at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) and [evoting@kfintech.com](mailto:evoting@kfintech.com) or call KFintech’s toll free No. 1-800-3094-001 for any further clarifications.
- 9) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- 10) The Scrutinizer will submit their report to the Chairman of the Company after the completion of scrutiny, and the results of the voting will be announced on or before Friday, July 18, 2025 and will also be displayed on the website of the Company ([www.wipro.com](http://www.wipro.com)), besides being communicated to the Stock Exchanges, Depositories and Registrar and Share Transfer Agent.

## INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC

1. Members may access the platform to attend the AGM through VC at <https://www.wipro.com/investors/AGM-2025/> by providing their DP ID- Client ID/Folio No., as applicable, as the credentials.
2. The facility for joining the AGM shall open 30 minutes before the scheduled time for commencement of the AGM and shall be closed after the expiry of 30 minutes after such scheduled time.
3. Members are encouraged to join the Meeting using Google Chrome (preferred browser), Safari or Microsoft Edge.
4. Members are advised to use stable Wi-Fi or LAN connection to participate at the AGM through VC in a smooth manner. Participants may experience audio/video loss due to fluctuation in their respective networks.
5. Members who may want to express their views or ask questions at the AGM may visit <https://www.wipro.com/investors/AGM-2025/> to register, by mentioning their name, demat account number/folio number, email ID and mobile number. The window for registration shall remain open until 5 PM IST on Friday, July 11, 2025. The Company will subsequently communicate the link for participation at the AGM to all such registered Members.