

July 31, 2019

To,

Bombay Stock Exchange Limited National Stock Exchange of India Ltd.
Phiroze Jeejeebhoy Towers, Exchange Plaza, 5th floor,
Dalal Street, Plot No. – C/1, G Block,
Mumbai – 400001. Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051.
Scrip Code : 532755 **NSE Symbol : TECHM**

Subject: Outcome of 32nd Annual General Meeting
Ref.: Regulation 30 & 44(3) of SEBI (LODR) Regulations, 2015.

Dear Sir,

Pursuant to the provisions of Regulation 30 & Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate the following details with regard to the voting results for the resolutions passed by the members at the 32nd Annual General Meeting of the Company.

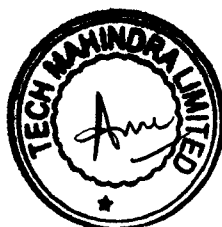
Date of the AGM : July 31, 2019
Book Closure Date : July 27, 2019 to July 31, 2019 (Both days inclusive)
Total number of shareholders on record date / cut-off date: 4,92,153

No. of Shareholders present in the meeting either in person or through proxy

| Shareholders | Present in Person | Present through Proxy/Representative | Total |
|------------------------------|-------------------|--------------------------------------|------------|
| Promoters and Promoter Group | - | 4 | 4 |
| Public | 97 | - | 97 |
| Total | 97 | 4 | 101 |

No. of Shareholders attended the meeting through video conferencing: Not Applicable

Detail of the Agenda: Agenda wise details of voting result as approved by the shareholders through remote E-voting and voting through electronic system in the meeting is attached along with this letter.



Tech Mahindra

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We are also enclosing the report of the Scrutinizer on remote e-voting and voting through electronic system at the AGM venue. The above are also being uploaded on the Company's website and on the website of National Securities Depository Limited.

This is for your information and record.

Thanking you,

For **Tech Mahindra Limited**


Anil Khatri
Company Secretary

Encl.: As above

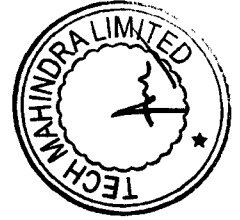


Tech Mahindra Limited

1 - Adoption of Financial Statements and Reports of the Board of Directors and Auditors thereon for the year ended 31st March, 2019

| Resolution Required : (Ordinary) | | No | | | | | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|---------------|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled | % of Votes against on votes polled | | | |
| | | [1] | [2] | [3]= $\frac{[2]}{[1]} \times 100$ | [4] | [5] | [6]= $\frac{[4]}{[2]} \times 100$ | [7]= $\frac{[5]}{[2]} \times 100$ | | | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | | | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | | | |
| | Postal Ballot | 346225425 | | | | | | | | | |
| | Total | | | | | | 0 | 0.0000 | 0.0000 | | |
| Public Institutions | E-Voting | | 426693582 | 86.3198 | 426480978 | 212604 | 99.9502 | 0.0498 | | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Postal Ballot | 494316933 | | | | | | | | | |
| | Total | | | 86.3198 | 426480978 | 212604 | 99.9502 | 0.0498 | | | |
| * Public Non Institutions | E-Voting | | 11486133 | 9.2575 | 11485216 | 917 | 99.9920 | 0.0080 | | | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | | | |
| | Postal Ballot | 124073916 | | | | | | | | | |
| | Total | | | 11.4788 | 14241328 | 917 | 99.9936 | 0.0064 | | | |
| Total | | 964616274 | 787161252 | 81.6036 | 786947731 | 213521 | 99.9729 | 0.0271 | | | |

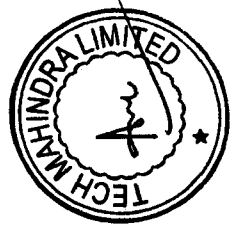
* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 2 - Adoption of Consolidated Financial Statements and Reports of the Auditors thereon for the year ended 31st March, 2019 | | | | | | | | | | |
|---|----------------|------------------------|-------------------------|--|------------------------------|---------------------------|---|---|---------------|--|
| No | | | | | | | | | | |
| Resolution Required : (Ordinary) | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]}*100$ | No. of Votes – in favour [4] | No. of Votes –Against [5] | % of Votes in favour on votes polled [6]= $\frac{[4]}{[2]}*100$ | % of Votes against on votes polled [7]= $\frac{[5]}{[2]}*100$ | | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | 0.0000 | |
| Public Institutions | E-Voting | | 426693582 | 86.3198 | 426480978 | 212604 | 99.9502 | 0.0498 | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 426693582 | 86.3198 | 426480978 | 212604 | 99.9502 | 0.0498 | 0.0000 | |
| * Public Non Institutions | E-Voting | | 11485827 | 9.2572 | 11484819 | 1008 | 99.9912 | 0.0088 | | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 14241939 | 11.4785 | 14240931 | 1008 | 99.9929 | 0.0071 | 0.0000 | |
| Total | | 964616274 | 787160946 | 81.6035 | 786947334 | 213612 | 99.9729 | 0.0271 | | |

* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

3 - Declaration of dividend for the financial year ended 31st March, 2019

| Resolution Required : (Ordinary) | | No | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|-----------------------------|---------------------------|--|--|--|--|--|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$ | No. of Votes -in favour [4] | No. of Votes -Against [5] | % of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$ | % of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$ | | | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | | | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | | | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | | | |
| Public Institutions | E-Voting | | 428086316 | 86.6016 | 428086316 | 0 | 100.0000 | 0.0000 | | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Total | | 428086316 | 86.6016 | 428086316 | 0 | 100.0000 | 0.0000 | | | |
| *Public Non Institutions | E-Voting | | 11569252 | 9.3245 | 11568694 | 558 | 99.9952 | 0.0048 | | | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | | | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | | |
| | Total | | 14325364 | 11.5458 | 14324806 | 558 | 99.9961 | 0.0039 | | | |
| Total | | 964616274 | 788637105 | 81.7566 | 788636547 | 558 | 99.9999 | 0.0001 | | | |

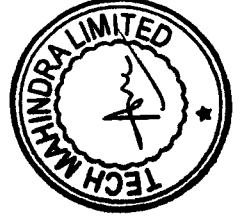
* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 4 - Re-appointment of Mr. V. S. Parthasarathy (DIN: 00125299) as Director, who retires by rotation | | | | | | | | | |
|--|----------------|------------------------|-------------------------|---|------------------------------|---------------------------|--|--|--|
| No | | | | | | | | | |
| Resolution Required : (Ordinary) | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$ | No. of Votes - in favour [4] | No. of Votes -Against [5] | % of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$ | % of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$ | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | |
| Public Institutions | E-Voting | | 418358435 | 84.6336 | 407687935 | 10670500 | 97.4494 | 2.5506 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 418358435 | 84.6336 | 407687935 | 10670500 | 97.4494 | 2.5506 | |
| *Public Non Institutions | E-Voting | | 11562338 | 9.3189 | 11488018 | 74320 | 99.3572 | 0.6428 | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 14318450 | 11.5402 | 14244130 | 74320 | 99.4809 | 0.5191 | |
| Total | | 778902310 | 80.7474 | 768157490 | 10744820 | 98.6205 | 1.3795 | | |

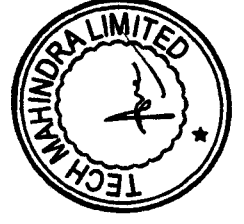
* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 5 - Appointment of Ms. Mukti Khaire (DIN: 08356551) as an Independent Director | | | | | | | | | | |
|--|----------------|------------------------|-------------------------|---|----------------------------|----------------------------|--|--|---------------|--|
| No | | | | | | | | | | |
| Resolution Required : (Ordinary) | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$ | No. of Votes in favour [4] | No. of Votes --Against [5] | % of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$ | % of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$ | | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | 0.0000 | |
| Public Institutions | E-Voting | | 417961489 | 84.5533 | 413839749 | 4121740 | 99.0138 | 0.9862 | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 417961489 | 84.5533 | 413839749 | 4121740 | 99.0138 | 0.9862 | 0.9862 | |
| * Public Non Institutions | E-Voting | | 11563225 | 9.3196 | 11495671 | 67554 | 99.4158 | 0.5842 | | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 14319337 | 11.5409 | 14251783 | 67554 | 99.5282 | 0.4718 | 0.4718 | |
| Total | | 964616274 | 778506251 | 80.7063 | 774316957 | 4189294 | 99.4619 | 0.5381 | | |

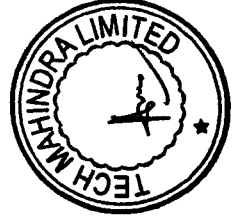
* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 6 - Re-appointment of Mr. M. Damodaran (DIN: 02106990) as an Independent Director | | | | | | | | | |
|---|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|---------------|
| Resolution Required : (Special) | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | |
| No | | | | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes –Against | % of Votes in favour on votes polled | % of Votes against on votes polled | |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | 0.0000 |
| Public Institutions | E-Voting | | 409427698 | 82.8270 | 344900000 | 64527698 | 84.2395 | 15.7605 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 409427698 | 82.8270 | 344900000 | 64527698 | 84.2395 | 15.7605 | 8.9074 |
| *Public Non Institutions | E-Voting | | 11403500 | 9.1909 | 10387743 | 1015757 | 91.0926 | 8.9074 | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 14159612 | 11.4122 | 13143855 | 1015757 | 92.8264 | 7.1736 | 8.5142 |
| Total | | 964616274 | 769812735 | 79.8051 | 704269280 | 65543455 | 91.4858 | 8.5142 | |

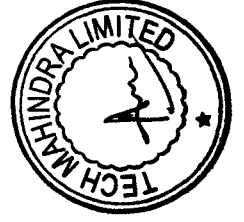
* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 7 - Re-appointment of Mr. T. N. Manoharan (DIN: 01186248) as an Independent Director | | | | | | | | | | |
|--|----------------|------------------------|-------------------------|---|------------------------------|---------------------------|--|--|---------------|--|
| No | | | | | | | | | | |
| Resolution Required : (Special) | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % 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 polled [6]=([4]/[2])*100 | % of Votes against on votes polled [7]=([5]/[2])*100 | | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | 0.0000 | |
| Public Institutions | E-Voting | | 418072812 | 84.5759 | 412657828 | 5414984 | 98.7048 | 1.2952 | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 418072812 | 84.5759 | 412657828 | 5414984 | 98.7048 | 1.2952 | 0.0000 | |
| *Public Non Institutions | E-Voting | | 11563149 | 9.3196 | 11477397 | 85752 | 99.2584 | 0.7416 | | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 14319261 | 11.5409 | 14233509 | 85752 | 99.4011 | 0.5989 | 0.0000 | |
| Total | | 964616274 | 778617498 | 80.7178 | 773116762 | 5500736 | 99.2935 | 0.7065 | | |

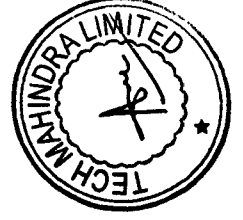
* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 8 - Re-appointment of Ms. M. Rajyalakshmi Rao (DIN: 00009420) as an Independent Director | | | | | | | | | |
|--|----------------|------------------------|-------------------------|---|------------------------------|---------------------------|--|--|---------------|
| No | | | | | | | | | |
| Resolution Required : (Special) | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % 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 polled [6]=([4]/[2])*100 | % of Votes against on votes polled [7]=([5]/[2])*100 | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | 0.0000 |
| Public Institutions | E-Voting | | 418072812 | 84.5759 | 412861356 | 5211456 | 98.7535 | 1.2465 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 418072812 | 84.5759 | 412861356 | 5211456 | 98.7535 | 1.2465 | 0.0000 |
| *Public Non Institutions | E-Voting | | 11563277 | 9.3197 | 11476689 | 86588 | 99.2512 | 0.7488 | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 14319389 | 11.5410 | 14232801 | 86588 | 99.3953 | 0.6047 | 0.6047 |
| Total | | 964616274 | 778617626 | 80.7179 | 773319582 | 5298044 | 99.3196 | 0.6804 | |

* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 9 - Appointment of Mr. Haigreave Khaitan (DIN: 00005290) as an Independent Director | | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|------------------------------|---------------------------|--|--|---------------|--|
| No | | | | | | | | | | |
| Resolution Required : (Ordinary) | | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % 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 polled [6]=([4]/[2])*100 | % of Votes against on votes polled [7]=([5]/[2])*100 | | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | 0.0000 | |
| Public Institutions | E-Voting | | 418036212 | 84.5685 | 391528219 | 26507993 | 93.6589 | 6.3411 | | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 418036212 | 84.5685 | 391528219 | 26507993 | 93.6589 | 6.3411 | 0.0896 | |
| *Public Non Institutions | E-Voting | | 11562851 | 9.3193 | 11552487 | 10364 | 99.9104 | 0.0896 | | |
| | Poll | | 2756076 | 2.2213 | 2756026 | 50 | 99.9982 | 0.0018 | | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | | |
| | Total | | 14318927 | 11.5406 | 14308513 | 10414 | 99.9273 | 0.0727 | 3.4060 | |
| Total | | 964616274 | 778580564 | 80.7140 | 752062157 | 26518407 | 96.5940 | | | |

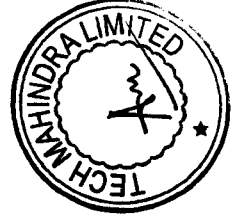
* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 10 - Appointment of Ms. Shikha Sharma (DIN: 00043265) as an Independent Director | | | | | | | | | |
|--|----------------|--------------------|---------------------|---|--------------------------|-----------------------|--------------------------------------|------------------------------------|---------------|
| No | | | | | | | | | |
| Resolution Required : (Ordinary) | | | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - in favour | No. of Votes -Against | % of Votes in favour on votes polled | % of Votes against on votes polled | |
| | | [1] | [2] | [3]=([2]/[1])*100 | [4] | [5] | [6]=([4]/[2])*100 | [7]=([5]/[2])*100 | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | 0.0000 |
| Public Institutions | E-Voting | | 350622381 | 70.9307 | 345590415 | 5031966 | 98.5648 | 1.4352 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 350622381 | 70.9307 | 345590415 | 5031966 | 98.5648 | 1.4352 | 0.6228 |
| *Public Non Institutions | E-Voting | | 11563492 | 9.3198 | 11491479 | 72013 | 99.3772 | 0.6228 | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 14319604 | 11.5411 | 14247591 | 72013 | 99.4971 | 0.5029 | 0.7177 |
| Total | | 964616274 | 73.7254 | 706063431 | 5103979 | 99.2823 | | | |

* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Tech Mahindra Limited

| 11 - Payment of Commission to the Directors who are neither in the Whole-time Employment nor the Managing Director of the Company | | | | | | | | | |
|---|----------------|------------------------|-------------------------|---|------------------------------|---------------------------|--|--|--|
| Resolution Required : (Ordinary) | | No | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held [1] | No. of votes polled [2] | % 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 polled [6]=([4]/[2])*100 | % of Votes against on votes polled [7]=([5]/[2])*100 | |
| Promoter and Promoter Group | E-Voting | | 345982521 | 99.9298 | 345982521 | 0 | 100.0000 | 0.0000 | |
| | Poll | | 242904 | 0.0702 | 242904 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 346225425 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 346225425 | 100.0000 | 346225425 | 0 | 100.0000 | 0.0000 | |
| Public Institutions | E-Voting | | 418358435 | 84.6336 | 416077666 | 2280769 | 99.4548 | 0.5452 | |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Postal Ballot | 494316933 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 418358435 | 84.6336 | 416077666 | 2280769 | 99.4548 | 0.5452 | |
| *Public Non Institutions | E-Voting | | 11563611 | 9.3199 | 11484731 | 78880 | 99.3179 | 0.6821 | |
| | Poll | | 2756112 | 2.2213 | 2756112 | 0 | 100.0000 | 0.0000 | |
| | Postal Ballot | 124073916 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 | |
| | Total | | 14319723 | 11.5412 | 14240843 | 78880 | 99.4492 | 0.5508 | |
| Total | | 964616274 | 778903583 | 80.7475 | 776543934 | 2359649 | 99.6971 | 0.3029 | |

* 34,986 shares held by IEPF authority are reduced from the category Public (Non Institutions) and the Total Paid up Capital



Jayavant B. Bhawe

B.Com. LL.B. Dip.IRPM,FCS

J. B. Bhawe & Co
Company Secretaries

Office : Flat No. 9, Karan Aniket, Plot No. 37, Shri Varanasi Co-op Soc. Ltd
Off Banglore-Mumbai Bye Pass, Behind Atul Nagar, Warje, Pune 411 058.
Ph. : +91 020 - 25204357/59, E-mail : jbbhave@gmail.com

July 31, 2019

To

Tech Mahindra Limited

Gateway Building, Apollo Bunder,
Mumbai 400 001

Kind Attn: Mr. Anil Khatri- Company Secretary

Sub: Remote E-voting and Voting through Electronic Voting System at the AGM Venue

Dear Mr. Anil Khatri

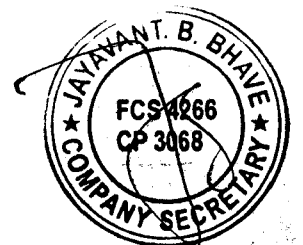
I refer to my appointment as Scrutinizer to scrutinize the Voting Process (including Remote E-voting and Electronic Voting System at AGM venue) in respect of the following resolutions contained in the Notice of Thirty Second Annual General Meeting of your company held on 31st July, 2019:

A. Ordinary Business

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon
2. To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31st March 2019 and the Report of the Auditors thereon
3. To declare dividend for the financial year ended 31st March 2019
4. To appoint a director in place of Mr. V. S. Parthasarathy (DIN: 00125299) who retires by rotation and being eligible, offers himself for reappointment.

B. Special Business

5. To appoint Ms. Mukti Khaire (DIN: 08356551) as an Independent Director
6. To approve re-appointment of Mr. M. Damodaran (DIN: 02106990) as an Independent Director of the Company
7. To approve re-appointment of Mr. T. N. Manoharan (DIN: 01186248) as an Independent Director of the Company
8. To approve re-appointment of Ms. M. Rajyalakshmi Rao (DIN: 00009420) as an Independent Director of the Company
9. To appoint Mr. Haigreve Khaitan (DIN: 00005290) as an Independent Director
10. To appoint Ms. Shikha Sharma (DIN: 00043265) as an Independent Director
11. To approve payment of commission to Directors who are neither in the whole time employment nor the Managing Director



J. B. Bhave & Co
Company Secretaries

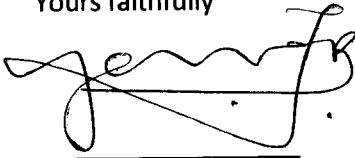
I now enclose the following:

- a. My report to the Chairman of the Company on the result of the Voting Process (including Remote E-voting and electronic voting system at the AGM Venue)
- b. The register showing the particulars of the Votes cast through electronic voting system at the AGM Venue and the e-votes registered on the National Securities Depository Limited (NSDL) e-voting system in respect of the said resolutions.

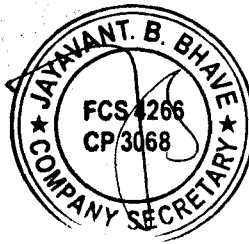
You are requested to take the same on record and acknowledge.

Thanking you

Yours faithfully



Jayavant B Bhave
FCS 4266 CP 3068
Scrutinizer appointed for the
Voting process by the Board of Directors



Place: Mumbai

Jayavant B. Bhave

B.Com. LL.B. Dip.IRPM,FCS

J. B. Bhave & Co
Company Secretaries

Office : Flat No. 9, Karan Aniket, Plot No. 37, Shri Varanasi Co-op Soc. Ltd
Off Banglore-Mumbai Bye Pass, Behind Atul Nagar, Warje, Pune 411 058.
Ph. : +91 020 - 25204357/59, E-mail : jbbhave@gmail.com

Report of Scrutinizer on Remote E-Voting and Electronic Voting System at AGM Venue
[Pursuant to Section 108 of the Companies Act, 2013 read with Companies
(Management and Administration) Rules, 2014]

July 31, 2019

To
Mr. Anand Mahindra
Chairman
Tech Mahindra Limited
Gateway Building, Apollo Bunder,
Mumbai 400001

Dear Sir,

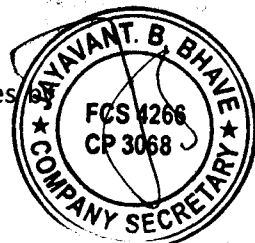
Sub: Report of Scrutinizer on Voting Process [including Remote E-voting and Electronic Voting System at AGM Venue] conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014

The Board of Directors of Tech Mahindra Limited ('the Company') have vide resolution passed on May 21, 2019, decided to provide to the members of the Company, facility to exercise their voting right on the resolutions as set out in the notice of Thirty Second Annual General Meeting ('AGM') held on July 31, 2019, by way of Voting by electronic means (Remote E-voting) and voting through Electronic Voting System at AGM Venue, as required under the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

I, Jayavant B. Bhave, Company Secretary in Whole time Practice having Membership No. FCS 4266 and Certificate of Practice Number 3068 have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on May 21, 2019 as required under Section 108 of the Companies Act, 2013 and Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Remote E-Voting and Voting through Electronic Voting System at AGM Venue, in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the Thirty Second Annual General Meeting of the Company held on July 31, 2019 and reproduced herein below:

A. Ordinary Business

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon
2. To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31st March 2019 and the Report of the Auditors thereon
3. To declare dividend for the financial year ended 31st March 2019
4. To appoint a director in place of Mr. V. S. Parthasarathy (DIN: 00125299) who retires on rotation and being eligible, offers himself for reappointment.



B. Special Business

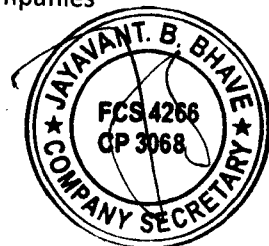
5. To appoint Ms. Mukti Khaire (DIN: 08356551) as an Independent Director
6. To approve re-appointment of Mr. M. Damodaran (DIN: 02106990) as an Independent Director of the Company
7. To approve re-appointment of Mr. T. N. Manoharan (DIN: 01186248) as an Independent Director of the Company
8. To approve re-appointment of Ms. M. Rajyalakshmi Rao (DIN: 00009420) as an Independent Director of the Company
9. To appoint Mr. Haigreve Khaitan (DIN: 00005290) as an Independent Director
10. To appoint Ms. Shikha Sharma (DIN: 00043265) as an Independent Director
11. To approve payment of commission to Directors who are neither in the whole time employment nor the Managing Director

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereunder relating to Remote E-voting/ voting through Electronic Voting System at the AGM Venue. My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make the Scrutinizers' Report of the votes cast "in favour" or "against" the above resolutions, based on the reports generated from the E-Voting System provided by the National Securities Depository Limited (NSDL), the authorized agency to provide Remote E-voting facilities and engaged by the company for that purpose and Voting through Electronic Voting System provided at the AGM Venue.

The Notice of AGM dated June 13, 2019 convening the Thirty Second Annual General Meeting of the Company to be held at Y.B. Chavan Auditorium, General Jagannath Bhosle Marg, Nariman Point, Mumbai- 400021, India on July 31, 2019 was sent to the members of the Company and the members of the Company holding shares on the cut-off date i.e. July 24, 2019 were entitled to vote on the above-mentioned resolutions proposed as set out in the Notice of Thirty Second Annual General Meeting.

In this regard, I submit my report as under:

1. The remote E-voting period commenced from Friday July 26, 2019 (9.00 A.M IST) and ended on Tuesday, July 30, 2019 (5.00 P.M IST).
2. After the conclusion of AGM on July 31, 2019, I have downloaded, scrutinized and counted the Votes cast through Electronic Voting System at the venue of AGM, for the purpose of this report.
3. Thereafter I have unblocked the electronic votes cast through remote e-voting in the presence of the witnesses not in the employment of the Company from the e-voting website of NSDL (<https://www.evoting.nsdl.com>). I have also downloaded, scrutinized and counted the Votes cast through remote E-voting for the purpose of this report.
4. The particulars of votes cast through Remote E-voting and Votes cast through Electronic Voting System at the venue of AGM have been recorded in accordance with the Companies (Management and Administration) Rules, 2014.



5. The results of the Voting Process are as follows:

Resolution No. 1- To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2019 and the Reports of the Board of Directors and Auditors thereon

Votes In Favour of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1750 | 783948715 | 99.97 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1809 | 786947731 | 99.97 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 25 | 213521 | 0.03 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 25 | 213521 | 0.03 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

Resolution No. 2- To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31st March 2019 and the Report of the Auditors thereon

Votes In Favour of the resolution:-

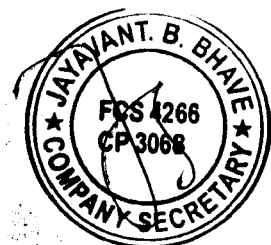
| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1742 | 783948318 | 99.97 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1801 | 786947334 | 99.97 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 28 | 213612 | 0.03 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 28 | 213612 | 0.03 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution No. 3- To declare dividend for the financial year ended 31st March 2019

Votes In Favour of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1767 | 785637531 | 99.99 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1826 | 788636547 | 99.99 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 21 | 558 | 0.01 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 21 | 558 | 0.01 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

Resolution No. 4- To appoint a director in place of Mr. V. S. Parthasarathy (DIN: 00125299) who retires by rotation and being eligible, offers himself for reappointment

Votes In Favour of the resolution:-

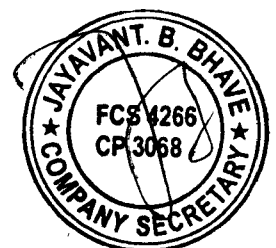
| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1637 | 765158474 | 98.62 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1696 | 768157490 | 98.62 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 121 | 10744820 | 1.38 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 121 | 10744820 | 1.38 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution No. 5- To appoint Ms. Mukti Khaire (DIN: 08356551) as an Independent Director

Votes In Favour of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1684 | 771317941 | 99.46 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1743 | 774316957 | 99.46 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 74 | 4189294 | 0.54 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 74 | 4189294 | 0.54 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

Resolution No. 6- To approve re-appointment of Mr. M. Damodaran (DIN: 02106990) as an Independent Director of the Company

Votes In Favour of the resolution:-

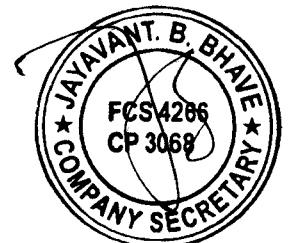
| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1448 | 701270264 | 91.45 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1507 | 704269280 | 91.49 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 315 | 65543455 | 8.55 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 315 | 65543455 | 8.51 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution No 7- To approve re-appointment of Mr. T. N. Manoharan (DIN: 01186248) as an Independent Director of the Company

Votes In Favour of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1673 | 770117746 | 99.29 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1732 | 773116762 | 99.29 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 84 | 5500736 | 0.71 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 84 | 5500736 | 0.71 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

Resolution No. 8- To approve re-appointment of Ms. M. Rajyalakshmi Rao (DIN: 00009420) as an Independent Director of the Company

Votes In Favour of the resolution:-

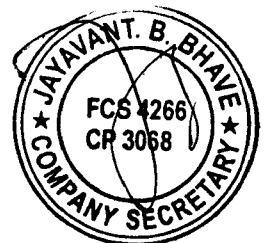
| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1673 | 770320566 | 99.32 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1732 | 773319582 | 99.32 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 86 | 5298044 | 0.68 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 86 | 5298044 | 0.68 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution No. 9- To appoint Mr. Haigreve Khaitan (DIN: 00005290) as an Independent Director

Votes In Favour of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1589 | 749063227 | 96.58 |
| E-voting at AGM | 58 | 2998930 | 99.99 |
| Total | 1647 | 752062157 | 96.59 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 166 | 26518357 | 3.42 |
| E-voting at AGM | 1 | 50 | 0.01 |
| Total | 167 | 26518407 | 3.41 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

Resolution No. 10- To appoint Ms. Shikha Sharma (DIN: 00043265) as an Independent Director

Votes In Favour of the resolution:-

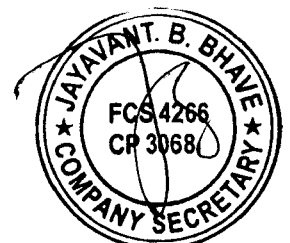
| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1642 | 703064415 | 99.28 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1701 | 706063431 | 99.28 |

Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 95 | 5103979 | 0.72 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 95 | 5103979 | 0.72 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |



Resolution No. 11- To approve payment of commission to Directors who are neither in the whole time employment nor the Managing Director

Votes In Favour of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 1572 | 773544918 | 99.69 |
| E-voting at AGM | 59 | 2999016 | 100.00 |
| Total | 1631 | 776543934 | 99.69 |

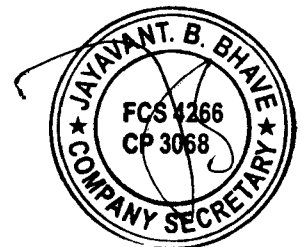
Votes Against of the resolution:-

| Mode of Voting | Number of Members who cast their votes | Number of votes cast | Percentage to total votes cast |
|-----------------|--|----------------------|--------------------------------|
| Remote E-voting | 188 | 2359649 | 0.31 |
| E-voting at AGM | 0 | 0 | 0 |
| Total | 188 | 2359649 | 0.31 |

Votes Invalid:-

| Number of Members whose votes were declared invalid | Number of invalid votes cast by them |
|---|--------------------------------------|
| NIL | NIL |

6. The Register, all other papers and relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of Thirty Second Annual General Meeting and the same will be handed over to the Company Secretary thereafter.



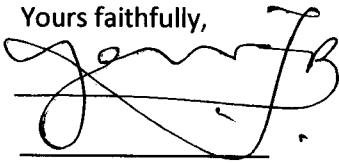
Result:

All the Eleven resolutions having secured requisite majority of votes-

- Resolutions number 1 to 5 may be considered to have been passed as Ordinary Resolutions.
- Resolutions number 6, 7 and 8 may be considered to have been passed as Special Resolutions.
- Resolutions number 9, 10 and 11 may be considered to have been passed as Ordinary Resolutions.

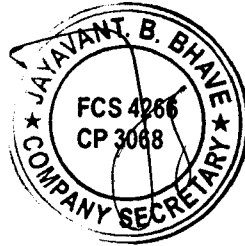
The Chairman of Annual General Meeting or Company Secretary of the Company may accordingly declare the result of voting.

Thanking You,
Yours faithfully,

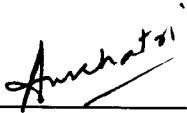


Jayavant B Bhave
FCS 4266 CP 3068

Scrutinizer appointed for the
Voting process by the Board of Directors



For Tech Mahindra Limited



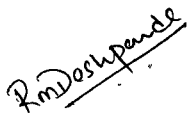
Anil Khatri
Company Secretary



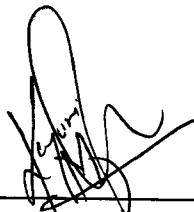
Date: July 31, 2019

Place: Mumbai

The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 5:40 P.M. on Wednesday, July 31, 2019



Ruchita Deshpande
Witness



Keyuri Meghani
Witness



Ruchi Bhave
Witness