

13th May, 2022

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Scrip Code : 532755

National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor,
Plot No. - C/1, G Block,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400051.
NSE Symbol : TECHM

Sub: Change in Directorate - Disclosure under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), this is to inform you that the Board of Directors of the Company at its meeting held today i.e. 13th May, 2022, based on the recommendations of the Nomination and Remuneration Committee and subject to approval of the shareholders of the Company, have approved the following appointments:

1. Appointment of Ms. Penelope Fowler (DIN: 09591815) as Additional Director

Appointment of Ms. Penelope Fowler (DIN: 09591815) as an Additional Director on the Board of Directors of the Company, to hold office till the ensuing Annual General Meeting.

Further the Board of Directors have approved the appointment of Ms. Penelope Fowler as an Independent Director of the company for a term of 5 (five) consecutive years commencing from the date of Annual General Meeting, i.e., 26th July, 2022 subject to the approval of shareholders.

2. Re-appointment of Mr. C. P. Gurnani (DIN: 00018234) as Managing Director & CEO

Mr. C. P. Gurnani (DIN: 00018234) is Re-appointed as Managing Director & Chief Executive Officer (MD & CEO) of the Company for another term from 10th August, 2022 up to 19th December, 2023.

Earlier in the day the Nomination & Remuneration Committee considering the performance of the Managing Director & CEO over the last 10 years & his contribution to the growth of the Company had recommend to the Board reappointment of Mr. C. P. Gurnani as Managing Director & CEO for another term, which will start on 10th August 2022 and end on 19th December, 2023, which is his date of retirement from the Company.



The Nomination and Remuneration Committee and the Board of the Company will ensure a structured and thoughtful succession plan. Mr. C.P. Gurnani will be a special invitee to the Selection committee and play an important role in ensuring a smooth transition.

The Company would be seeking approval of the Members for the aforesaid appointment and re-appointment at the ensuing 35th Annual General Meeting ("AGM") of the Company scheduled on Tuesday, 26th July, 2022.

3. Appointment of Chief Financial Officer

Further in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") consequent to the retirement of Mr. Milind Kulkarni as Chief Financial Officer on 31st May 2022 and based on the recommendations of the Nomination and Remuneration Committee & the Audit Committee, the Board of Directors of the Company has approved appointment of Mr. Rohit Anand as Chief Financial Officer of the Company with effect from June 01, 2022

The details as required under SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 are given in Annexures A and B to this letter.

This is for your information and record.

Thanking you,

Yours Faithfully

For Tech Mahindra Limited


Anil Khatri
Company Secretary



Encl: a/a

Appointment of Managing Director / Director

Sr. No.	Details of Events that need to be provided	Information of such events(s)	
a)	Reason for change viz. Appointment	Mr. C. P. Gurnani	Ms. Penelope Fowler
		Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved the re-appointment of Mr. C. P. Gurnani as Managing Director and Chief Executive Officer (MD & CEO) of the Company for a further term up to 19 th December, 2023 with effect from 10 th August, 2022.	Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved the appointment of Ms. Penelope Fowler as Additional Director on the Board of Directors of the Company.
b)	Date of appointment & term of appointment:	<p>Date of Re-appointment - With effect from 10th August, 2022.</p> <p>Term of Appointment – The appointment shall be for a Term up to December 19, 2023 subject to approval of the Members to be obtained at the ensuing Annual General Meeting.</p>	<p>Date of Appointment - With effect from 13th May 2022</p> <p>Term of Appointment – Up to the date of AGM. The Term as Independent Director shall be of 5 (five) consecutive years commencing from 26th July, 2022 subject to approval of the Members to be obtained at the ensuing Annual General Meeting</p>
c)	Brief profile (in case of appointment)	Enclosed	Enclosed
d)	Disclosure of relationships between directors (in case of appointment of a director)	Mr. C. P. Gurnani does not have any inter-se relationship with other Directors of the Company.	Ms. Penelope Fowler does not have any inter-se relationship with other Directors of the Company.
e)	Information as required pursuant to BSE Circular with ref. no. LIST / COMP / 14 / 2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/2018/24, both dated 20 th June, 2018.	Mr. C. P. Gurnani is not debarred from holding the office of Director by virtue of any SEBI order or any other Authority.	Ms. Penelope Fowler is not debarred from holding the office of Director by virtue of any SEBI order or any other Authority.



Appointment/Retirement of Key Managerial Personnel

Sr. No.	Details of Events that need to be provided	Information of such events(s)	
		Mr. Rohit Anand	Mr. Milind Kulkarni
a)	Reason for change viz. Appointment / cessation	Based on recommendation of Nomination & Remuneration Committee and Audit Committee, the Board of Directors have approved Appointment of Mr. Rohit Anand as Chief Financial Officer of the Company.	Mr. Milind Kulkarni is retiring as Chief Financial Officer of the Company.
b)	Date of Appointment / Cessation	Date of Appointment - With effect from 01 st June, 2022.	Date of Cessation - With effect from 31 st May, 2022
c)	Brief profile (in case of appointment)	Enclosed	NA
d)	Disclosure of relationships between directors (in case of appointment of a director)	NA	NA



Brief Profile of Mr. C. P. Gurnani

Mr. C. P. Gurnani is Managing Director and Chief Executive Officer of Tech Mahindra Limited. A lifelong learner and a disrupter, CP is an accomplished business leader with extensive experience in international business development, start-ups and turnarounds, joint ventures, mergers and acquisitions. He led Tech Mahindra's transformation journey, and one of the biggest turnarounds of Indian corporate history – the acquisition and merger of Satyam, which has also been featured as a case study by Harvard Business.

Mr. C. P. Gurnani's inimitable style of leadership, combined with his sharp focus on customer experience has helped Tech Mahindra emerge as one of the leading digital IT solution providers of India.

In a career spanning over 40 years, Mr. C. P. Gurnani has held several leading positions with Hewlett Packard, Perot Systems (India) and HCL Corporation. Mr. C. P. Gurnani has also served as a Chairman of NASSCOM for the year 2016-17. He is also on the Board of Mahindra & Mahindra, promoter of Tech Mahindra. An outstanding people manager, Mr. C. P. Gurnani has an entrepreneurial style of management that is a blend of enthusiasm and dynamism. He has always focused on his team's strength to bring out the best in them. 'Work hard and play hard' is his motto and he applies it to all aspects of his life with complete passion.

A chemical engineering graduate from the National Institute of Technology, Rourkela, Mr. C. P. Gurnani is a distinguished and active alumnus of the Institute. His passion for education is resonated in the various honorary positions he holds. He is on the board of Mahindra Educational Institutions (MEI) and a member of the Board of Management of Mahindra University, a private university promoted by MEI to educate future citizens for and of a better world. He is also Chairman at IIM Nagpur and Founding Trustee at Plaksha University.

Mr. C. P. Gurnani has also been recognized as 'Inspiring CEO' at The Economic Times CEO Conclave, and as 'Leader of the Year' in IT at CEO Today Magazine Middle East Awards in 2021.

Mr. C. P. Gurnani is 63 years old as on 30th April, 2022. Mr. C. P. Gurnani is not related to any of the other directors of the Board or KMPs. Mr. C. P. Gurnani holds 73,74,059 shares in the company.



Brief Profile of Ms. Penelope Fowler

Penelope Fowler (Penny) is an experienced company director who sits on a number of boards across the public, private & not for profit sectors.

Penny's roles include:

- Chairman Herald & Weekly Times
- Chairman of the Royal Children's Hospital Good Friday Appeal,
- Chair of The National Portrait Gallery,
- Deputy Chairman of The Royal Botanic Gardens Victoria,
- Board Member of The Australian Ballet,
- Board Member of Tourism Australia,
- Advisory Board of Visy/Pratt USA,
- Advisory Board of the Bank of Melbourne Foundation

Penny also acts as News Corp Australia's Community Ambassador. Her involvement in building on the company's legacy of supporting the communities within which we live, and work is an area she is passionate about.

A graduate of the Australian Institute of Company Directors, Penny holds a Bachelor of Business degree from Monash (Chisholm) University and is a CEW (Chief Executive Women) member.

Brief Profile of Mr. Rohit Anand

Mr. Rohit Anand is presently working as Global business head and leading Investor relations at Tech Mahindra for last 1.5 year. Before joining Tech Mahindra, Rohit has worked in General Electric (GE) for 18+ years. The experience there include working in diverse geographies (US, China, India) and business units like Financial Services, Oil & Gas, Corporate and Healthcare in various senior finance including CFO roles.

