

January 15, 2019

**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001.

**National Stock Exchange of India Ltd.,**  
Exchange Plaza, C/1, G Block,  
Bandra - Kurla Complex, Bandra (E),  
Mumbai - 400051.

**Scrip ID: KPIT**  
**Scrip Code: 532400**

**Symbol: KPIT**  
**Series: EQ**

**Kind Attn: The Manager,**  
Department of Corporate Services

**Kind Attn: The Manager,**  
Listing Department

**Subject: - Outcome of the Board Meeting of KPIT Technologies Limited (the "Company") held on January 15, 2019.**

Time of Commencement of the Board Meeting: 01:15 p.m.

Time of Conclusion of the Board Meeting : 05:45 p.m.

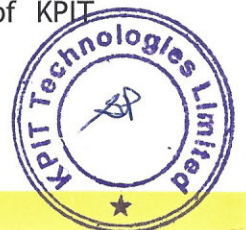
Dear Sir / Madam,

In compliance of Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 relating to continuous disclosure requirements for listed entities, we wish to inform you that the Board of Directors of the Company, during the course of its meeting being conducted today, have, inter alia, considered and approved the following:

- a) Approval of the standalone and consolidated unaudited financial results of the Company for the quarter ended December 31, 2018.
- b) Noting of the Composite Scheme of Arrangement amongst Birlasoft (India) Limited and KPIT Technologies Limited and KPIT Engineering Limited and their respective shareholders approved by National Company Law Tribunal, Mumbai Bench vide its Order dated November 29, 2018, effective as on January 15, 2019.
- c) Pursuant to the Composite Scheme of Arrangement amongst Birlasoft (India) Limited and KPIT Technologies Limited and KPIT Engineering Limited and their respective shareholders which was approved by National Company Law Tribunal, Mumbai Bench vide its Order dated November 29, 2018, issuance of 7,66,45,066 equity shares of the Company to National Engineering Industries Limited and Central India Industries Limited in the ratio of 9:22 (being 9 (Nine) equity shares of face value of Rs. 10/- (Rupees Ten only) each fully paid held by National Engineering Industries Limited and Central India Industries Limited in Birlasoft (India) Limited, shall receive 22 (Twenty-Two) equity shares of the Company of face value of Rs. 2/- (Rupees Two only) each fully paid up).
- d) Approval for fixation of January 25, 2019 as the Record Date for the purpose of identification of shareholders of the Company to whom the shares of KPIT Engineering Limited would be allotted, pursuant to the Scheme.

**KPIT Technologies Limited**

**Corporate and Registered Office:** 35 & 36, Rajiv Gandhi Infotech Park, Phase 1, MIDC, Hinjawadi, Pune 411057, India  
T: +91 20 6652 5000 | F: +91 20 6652 5001 | kpitin@kpit.com | www.kpit.com | CIN: L72200PN1990PLC059594



- e) Appointment of Mrs. Amita Birla (DIN: 00837718) as an Additional Director of the Company with effect from January 15, 2019, who shall hold office up to the date of the ensuing annual general meeting and will be regularized subject to the approval of the shareholders. Mrs. Amita Birla will be nominated as Chairman from January 16, 2019.

Further, Mrs. Amita Birla has declared that, she is not debarred from accessing the capital markets and / or restrained from holding any position / office of director in a company pursuant to order of SEBI or any other such authority.

Brief profile of Mrs. Amita Birla is set out separately in Annexure A.

- f) Appointment of Mr. C. K. Birla (DIN: 00118473) as an Additional Director of the Company with effect from January 15, 2019, who shall hold office up to the date of the ensuing annual general meeting and will be regularized subject to the approval of the shareholders.

Further, Mr. C.K. Birla has declared that, he is not debarred from accessing the capital markets and / or restrained from holding any position / office of director in a company pursuant to order of SEBI or any other such authority.

Brief profile of Mr. C. K. Birla is set out separately in Annexure A.

- g) Approval for change in designation of Mr. Anjan Lahiri (DIN: 06407055), who was nominee of Birlasoft (India) Limited, as Managing Director and Chief Executive Officer of the Company for a period of 3 years with effect from January 16, 2019 subject to the approval of members at the ensuing annual general meeting and other statutory entities.

Further, Mr. Anjan Lahiri has declared that, he is not debarred from accessing the capital markets and / or restrained from holding any position / office of director in a company pursuant to order of SEBI or any other such authority.

Brief profile of Mr. Anjan Lahiri is set out separately in Annexure A.

- h) Appointment of Mr. Pawan Sharma (DIN: 01924215) as an Additional Director of the Company with effect from January 15, 2019, who shall hold office up to the date of the ensuing annual general meeting and will be regularized subject to the approval of the shareholders.

Appointment of Mr. Pawan Sharma as Whole-time Director of the Company for a period of 1 year with effect from January 15, 2019 subject to the approval of members at the ensuing annual general meeting.

Further, Mr. Pawan Sharma has declared that, he is not debarred from accessing the capital markets and / or restrained from holding any position / office of director in a company pursuant to order of SEBI or any other such authority.

Brief profile of Mr. Pawan Sharma is set out separately in Annexure A.

- i) Appointment of Mr. Ashok Barat (DIN: 00492930) as an Additional Director of the Company with effect from January 15, 2019, who shall hold office up to the date



of the ensuing annual general meeting and will be regularized subject to the approval of the shareholders.

Appointment of Mr. Ashok Barat as an Independent Director for a period of 5 years with effect from January 15, 2019, subject to the approval of shareholders in the ensuing annual general meeting.

Further, Mr. Ashok Barat has declared that, he is not debarred from accessing the capital markets and / or restrained from holding any position / office of director in a company pursuant to order of SEBI or any other such authority.

Brief profile of Mr. Ashok Barat is set out separately in Annexure A.

- j) Appointment of Ms. Nandita Gurjar (DIN: 01318683) as an Additional Director of the Company with effect from January 15, 2019, who shall hold office up to the date of the ensuing annual general meeting and will be regularized subject to the approval of the shareholders.

Appointment of Ms. Nandita Gurjar as an Independent Director for a period of 5 years with effect from January 15, 2019, subject to the approval of shareholders in the ensuing annual general meeting.

Further, Ms. Nandita Gurjar has declared that, he is not debarred from accessing the capital markets and / or restrained from holding any position / office of director in a company pursuant to order of SEBI or any other such authority.

Brief profile of Ms. Nandita Gurjar is set out separately in Annexure A.

- k) Appointment of Mr. Prasad Thrikutam (DIN: 06814004) as an Additional Director of the Company with effect from January 15, 2019, who shall hold office up to the date of the ensuing annual general meeting and will be regularized subject to the approval of the shareholders.

Appointment of Mr. Prasad Thrikutam as an Independent Director for a period of 5 years with effect from January 15, 2019, subject to the approval of shareholders in the ensuing annual general meeting.

Further, Mr. Prasad Thrikutam has declared that, he is not debarred from accessing the capital markets and / or restrained from holding any position / office of director in a company pursuant to order of SEBI or any other such authority.

Brief profile of Mr. Prasad Thrikutam is set out separately in Annexure A.

- l) Resignation of Mr. S. B. (Ravi) Pandit from the position of Director and Chairman of the Company with effect from end of January 15, 2019.
- m) Resignation of Mr. Kishor Patil from the position of Chief Executive Officer & Managing Director of the Company with effect from end of January 15, 2019.
- n) Resignation of Mr. Sachin Tikekar from the position of Whole-time Director of the Company with effect from end of January 15, 2019.
- o) Resignation of Mr. Subbu Venkata Rama Behara from the position of Director of the Company with effect from end of January 15, 2019.

- p) Resignation of Dr. Klaus Hermann Blickle from the position of Director of the Company with effect from end of January 15, 2019.
- q) Resignation of Ms. Lila Poonawalla from the position of Independent Director of the Company with effect from end of January 15, 2019.
- r) Resignation of Mr. Adi Engineer from the position of Independent Director of the Company with effect from end of January 15, 2019.
- s) Resignation of Prof. Alberto Sangiovanni Vincentelli from the position of Independent Director of the Company with effect from end of January 15, 2019.
- t) Resignation of Mr. Nickhil Jakatdar from the position of Independent Director of the Company with effect from end of January 15, 2019.
- u) Resignation of Mr. Vinit Teredesai from the position of Chief Financial Officer and Key Managerial Personnel of the Company with effect from end of January 15, 2019.
- v) Appointment of Mr. Rajeev Gupta as a Chief Financial Officer and Key Managerial Personnel of the Company with effect from January 16, 2019.

Brief profile of Mr. Rajeev Gupta is set out separately in Annexure A.

The unaudited financial results and investor update are being sent separately.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

For KPIT Technologies Limited



Sneha Padve  
Company Secretary & Compliance Officer





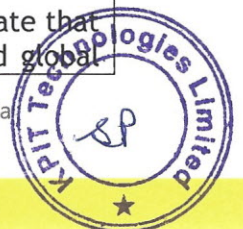
## Annexure A

### Brief Profile of Mrs. Amita Birla

<b>Name of the Director</b>	Mrs. Amita Birla
<b>Reason for change</b>	Appointment as an Additional Director (Non-Executive Director)
<b>Date of appointment &amp; term of appointment</b>	January 15, 2019 Upon her resignation
<b>Brief profile</b>	<p>Mrs. Amita Birla is the founding Chairman of Birlasoft and the Co Chairman of the CK Birla Group. She is a global business leader with extensive experience in successfully leading Companies across industries.</p> <p>Under her leadership, Birlasoft has gone from strength to strength and is today acknowledged as a differentiated Enterprise Digital IT Solution provider. Amita's personal focus has been on leadership development and inspiring people to embrace the challenges and opportunities in the market. As Chairman, she leads Long Term Strategy Development and the implementation of that strategy. Her personal drive and leadership led to the transformation of Birlasoft from a fledgling startup to the global company that it is today.</p> <p>She is deeply engaged with the business, people and customers in India and across the globe. She never misses an opportunity to engage with the young and emerging talent. She has a great passion for mentoring and coaching leaders and is a champion of diversity in the workplace.</p> <p>Amita is deeply committed to social development in India and the advancement of Science and technology, Art and Culture through her various philanthropic initiatives.</p>
<b>Relationship with other directors of the Company</b>	Spouse of Mr. CK Birla

### Brief Profile of Mr. Chandrakant Birla

<b>Name of the Director</b>	Mr. CK Birla
<b>Reason for change</b>	Appointment as an Additional Director (Non-Executive Director)
<b>Date of appointment &amp; term of appointment</b>	January 15, 2019 Upon his resignation
<b>Brief profile</b>	<p>CK Birla is the Chairman of the CK Birla Group of companies, one of the large business conglomerates in India. The group that he leads, proudly carries forward the legacy of the 150-year old Birla family, to consistently create value for customers, partners, its' people and communities. Under his leadership, the group has built enviable capabilities in engineering, technology and manufacturing and is on an ambitious growth path equipped with fresh thinking, world-class technology and superior talent.</p> <p>The CK Birla Group is a growing \$1.8 billion conglomerate that has a history of enduring relationships with renowned global</p>



companies. The Group operates in three industry clusters: technology and automotive, home and building, and healthcare and education.

With over 20,000 employees, 41 manufacturing facilities, 4 Hospitals, 24 service delivery locations, an engineering institute, reputed schools and numerous patents and awards, the Group's businesses are present across five continents. The industry clusters it operates in are as follows:

#### Technology and Automotive:

- AVTEC: Powertrain, transmission components and precision-engineered products manufacturer
- Birlasoft: Global solutions integrator
- GMMCO: Distributor of construction and mining equipment, and engine power systems
- NEI: Producer and exporter of bearings
- Neosym: Grey and SG iron casting manufacturer

#### Home and Building:

- HIL: Manufacturer of green building products, industrial insulation and low cost housing
- Orient Cement: Cement manufacturer, with Birla A1 as the flagship brand
- Orient Electric: Consumer products company producing fans, lighting, kitchen, home appliances and switchgear
- Orient Paper: Manufacturer of writing, printing, industrial and speciality papers

#### Healthcare and Education:

- The CK Birla Hospital for Women: a chain of world class hospitals committed to the care of women, with the first hospital open now in Gurgaon
- The BM Birla Heart Research Centre, Kolkata: a cardiac speciality hospital in Kolkata
- The Calcutta Medical Research Institute, Kolkata: a super speciality hospital in Kolkata
- The Rukmani Birla Hospital: a super speciality hospital in Jaipur
- Birla Institute of Technology, Mesra, Ranchi: a premier engineering institute nurturing minds for over 6 decades
- Modern High School for Girls, Kolkata: a well-known all-girls' school
- Rukmani Birla Modern High School, Jaipur: a renowned senior-secondary school

CK is also a keen philanthropist and is deeply committed to creating sustainable positive impact. The 3 CK Birla Hospitals are at the heart of the Group's charitable work and have been looking after the healthcare needs of the general public with a special emphasis on treating the needy for the past 4 decades. The CK Birla group is also dedicated to creating a meaningful difference within the community in the areas of Science and Technology, Art and Culture, and heritage.





	preservation. The Group also works to improve the livelihoods of rural and underprivileged communities. CK serves on the National Committee of the Confederation of Indian Industry.
Relationship with other directors of the Company	Spouse of Mrs. Amita Birla

### Brief Profile of Mr. Anjan Lahiri

Name of the Director	Mr. Anjan Lahiri
Reason for change	Appointment as a Managing Director and Chief Executive Officer
Date of appointment & term of appointment	January 16, 2019 For a period of 3 years
Brief profile	<p>Mr. Anjan Lahiri holds Masters in Business Administration, University of Florida, USA and is a Bachelor of Technology from Birla Institute of Technology India. He has rich and varied experience of around 28 years in information Technology sector. Currently, he is a Managing Director and Chief Executive Officer at Birlasoft (India) Limited. Prior to this, Mr. Anjan Lahiri was Whole Time Director and Chief Executive Officer at Sasken Communication Technologies Limited. His previous roles with Mindtree Limited, Cambridge Technology Partners and Wipro Infotech complement his experience.</p> <p>Mr. Anjan Lahiri received the Michael Tokarz award given to the topmost graduating student in the MBA Program of the Warrington College of Business at the University of Florida in Gainesville and Valedictorian speaker at the MBA graduation ceremony.</p>
Relationship with other directors of the Company	None

### Brief Profile of Mr. Pawan Sharma

Name of the Director	Mr. Pawan Sharma
Reason for change	Appointment as a Additional Director (Whole-time Director)
Date of appointment & term of appointment	January 15, 2019 For a period of 1 year
Brief profile	<p>Mr. Pawan Sharma an engineer by profession has done his Global Advance Management from ISB Kellogg. He also completed his certification on "Leading Digital Transformation and Innovation" from Hasso Plattner Institute (Germany) and Stanford (USA). He has rich and varied experience of around 28 years in information Technology sector. Currently, is the CEO of KPIT's Solutions &amp; Services business and is responsible for the Strategy, Execution and P&amp;L for these IBU's (Automotive &amp; Transportation, Manufacturing and Energy &amp; Utilities) and SBU's (SAP, Oracle, Digital Transformation, Enterprise Solutions, Product Engineering Services, ePLM and Infrastructure Management Services) and also the Head of Americas responsible for the business in North America, Canada and LATAM. He has served</p>



	<p>at HP, IBM and HCL in senior management roles and leading country and global P&amp;L in consulting, operations &amp; software.</p> <p>Mr. Sharma is also appointed on the advisory board of North Carolina State University and he is an active member of the Manufacturing Leadership Council of North America</p>
Relationship with other directors of the Company	None

### Brief Profile of Ms. Nandita Gurjar

Name of the Director	Ms. Nandita Gurjar
Reason for change	Appointment as an Additional Director (Independent Director)
Date of appointment & term of appointment	January 15, 2019 For a period of 5 years
Brief profile	<p>Nandita Gurjar is a technologist turned HR professional. Nandita's experience in mainstream IT spans software development, general management and consulting.</p> <p>Nandita started her career at Wipro InfoTech in 1992 as a software programmer and handled multiple technical responsibilities, in various functions like software Coding and Testing, Program documentation and quality.</p> <p>She joined Infosys Limited in December, 1999 to form the Learning &amp; Development wing and set-up the leadership institute.</p> <p>In 2003, Nandita moved to the newly set-up subsidiary Infosys BPO (then called Progeon) to head the HR function where she was instrumental in scaling up the people function as the business grew to US \$250 million and 16,000 employees.</p> <p>In 2007, Nandita took over as Global Head HR for Infosys managing over 1,50,000 employees, she focused on making Infosys the preferred choice of global talent. She led the Infosys People strategy and employer branding across its global footprint.</p> <p>She was appointed as a member of Executive Council in in 2011 and moved to the US Headquarters to manage the globalization initiatives of the organization. In 2013, she moved to head the Education &amp; Research wing of Infosys which skilled the workforce on latest technologies and over saw over 1 million days of training annually.</p> <p>In April 2014, Nandita got selected for Advanced Management Program (AMP) at Harvard Business School. She went on a sabbatical from Infosys for 6 months to join the program and upon her return exited from the Company.</p> <p>She was the member of World Economic Forum (WEF) - Global Advisory Council on New Models of Leadership. She is often invited to speak on HR strategy, work force management and</p>

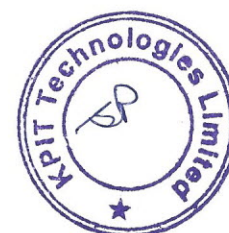




	business leadership. She has addressed several forums such as World Bank, Conference Board and Great Places to work, USA. She won the “Human Capital Business Leader” award from the Singapore Society of Human Resource Management and has also been featured as “25 Most Powerful Professional Women in India”. In Business Today magazine.
Relationship with other directors of the Company	None

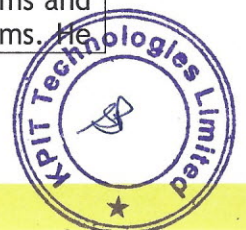
### Brief Profile of Mr. Ashok Barat

Name of the Director	Mr. Ashok Barat
Reason for change	Appointment as an Additional Director (Independent Director)
Date of appointment & term of appointment	January 15, 2019 For a period of 5 years
Brief profile	<p>Mr. Ashok Barat was the Managing Director and Chief Executive Officer of Forbes &amp; Company Limited, a BSE listed company (established in 1767), till June 2016. During his long and distinguished career, he has held leadership positions in various Indian and multinational organizations, both in India and overseas, namely Hindustan Lever Limited, RPG Group, Pepsi, Electrolux, Telstra and Kraft-Heinz.</p> <p>Mr. Barat is a member of the Managing Committee of ASSOCHAM. He has been a Trustee of the Mumbai Port Trust for some years and a past President of the Bombay Chamber of Commerce and Industry. In addition, he is a Certified Mediator empaneled with the Ministry of Corporate Affairs, Government of India.</p> <p>Mr. Barat is a Fellow Member of the Institute of Chartered Accountants of India and of the Institute of Company Secretaries of India, mentors budding entrepreneurs and advises companies on ‘Strategy’, ‘Performance Improvement’ and Governance initiatives.</p> <p>He is on the Board of Wacker Metroark Chemicals Private Limited (subsidiary of Wacker Chemie AG), Cholamandalam Investment &amp; Finance Company Limited, DCB Bank Limited, Mahindra Intertrade Limited &amp; Council of EU Chamber of Commerce in India</p>
Relationship with other directors of the Company	None



## Brief Profile of Mr. Prasad Thrikutam

Name of the Director	Mr. Prasad Thrikutam
Reason for change	Appointment as an Additional Director (Independent Director)
Date of appointment & term of appointment	January 15, 2019 For a period of 5 years
Brief profile	<p>Prasad Thrikutam is dynamic and innovative executive with an exemplary record of business success in both large public companies and medium sized Founder led private companies. He has 25+ years of experience as C-suite Executive in Consulting and technology service industry.</p> <p>He is currently Founder and CEO for Mol.ai.cule and on the Advisory Board of TrueNorth Managers LLP one of India's largest PE companies.</p> <p>Mr. Thrikutam was the President and Global Head-Applications and Digital Business at Dell Services from 2014 to 2017. He was also the CTO responsible for strategy and business innovation for Dell across various business of Dell Technologies. He helped turn around the Dell services Business and was the key Exces that helped the divestiture at a 3+b valuation to NTT.</p> <p>Mr. Thrikutam joined Dell in 2014 from Infosys where he held various key leadership roles from 1995 to 2014. He worked alongside the founders to scale Infosys from a USD 27m Company to a 10+b global brand. In the 19 y when he left Infosys, he was part of the C-suite and an executive committee member responsible for ~25% of the Company's total operating margins heading several key verticals Bus globally; he was also the Head of Infosys Americas (65% of Infosys's revenue).Prior to that, he led the high-tech and discrete manufacturing P&amp;L globally.</p> <p>His main expertise is in scaling medium sized business to large, highly differentiated and profitable business. He helped start several new businesses for Infosys and Dell including Consulting, Digital and new verticals like Retail, Oil &amp; Gas etc each of these are today multiple billion \$ businesses for the Companies. He is a thought leader with unique ability to drive CEO level engagement and excels at connecting several business and technology trends to articulate a comprehensive and winning business strategy. He has demonstrated this in every one of his roles in the past 25+ years.</p> <p>He has a strong industry network across several technology and services firms globally; having led several vertical businesses globally. He understands the unique challenges and opportunities across Hi-Tech, manufacturing, Oil &amp; Gas, utilities, transportation, health-care, insurance, hospitality and services industries.</p> <p>Throughout his career, he has built globally diverse teams and inspired them to be highly cohesive and successful teams. He</p>





	<p>enjoys identifying and nurturing future leaders and has mentored several leaders including CEOs in his role as a board member.</p> <p>From 2006-2014, Mr. Thrikutam served on several boards - this includes Infosys BPO (700+m), Infosys China (150+m) and Infosys Public Services (120+m); he also served on the Board of Energetics, a leading global energy business based in Houston.</p>
Relationship with other directors of the Company	None

### Brief Profile of Mr. Rajeev Gupta

Name of the Key Managerial Personnel (KMP)	Mr. Rajeev Gupta
Reason for change	Appointment as a Chief Financial Officer and Key Managerial Personnel
Date of appointment & term of appointment	January 16, 2019 Upon his resignation or on attaining the Age of 60 years whichever is earlier.
Brief profile	<p>Mr. Rajeev Gupta is a qualified Chartered Accountant (membership no. 100899). Mr. Rajeev Gupta has 22 years of professional experience mainly in IT and Financial Services companies. His areas of strengths are managing global finance functions, financial restructuring, budgetary control etc.</p> <p>Before joining KPIT (to be soon named Birlasoft), he was working with Jardine Lloyd Thompson where he was the Finance Director and Member of the Board for their India business. Prior to Jardine Lloyd Thompson, he has worked with companies like Amazon, Capgemini and PwC. Mr. Rajeev has experience in building business from start up to scale and adept mix of technical, operations and leadership skills acquired globally (United States of America, Asia Pacific and India).</p> <p>In 2017, he was the recipient of the CFO Excellence - Best Finance Team of the year by Times Network and CFO Award by AsiaOne.</p>
Relationship with other directors of the Company	None

