

**April 18, 2017**

To,  
The Manager,  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001  
**Scrip Code: 532755**

Dear Sir,

**Sub: Compliance Certificate in terms of Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.**

With reference to the above, please find enclosed the Compliance Certificate in terms of Regulation 40(10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for the half year ended March 31, 2017.

Kindly acknowledge the receipt of the same.

Thanking you,

Yours faithfully,  
**For Tech Mahindra Limited**

  
**Anil Khatri**  
**Company Secretary**

Encl.: As above.

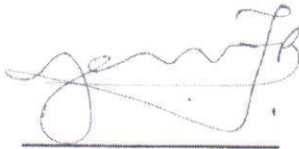


**Compliance Certificate in terms of Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended on March 31, 2017**

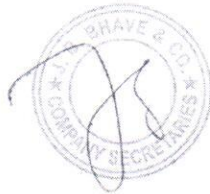
I have examined all Share transfer deeds, Memorandum of Transfers, Registers, files and other Documents relating to **M/s. TECH MAHINDRA LIMITED**, having its Registered office at Gateway Building, Apollo Bunder, Mumbai-400001, and maintained by **M/s. LINK INTIME INDIA PRIVATE LIMITED**, Block No. 202, 2<sup>nd</sup> Floor, Akshay Complex, Near Ganesh Temple, Off Dhole Patil Road, Pune - 411 001 pertaining to transfer of Equity Shares of the Company for the period of 1<sup>st</sup> October 2016 to 31<sup>st</sup> March 2017 for the purpose of issuing Certificate as per Regulation 40 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the listing agreement entered into by **M/s. TECH MAHINDRA LIMITED** with the Bombay Stock Exchange (BSE ) Limited, Mumbai, I hereby certify for the year ended on March 31, 2017 that:

- A. All share certificates relating to the Transfer of Shares received during the period from 1<sup>st</sup> October 2016 to 31<sup>st</sup> March 2017 as entered in the Memorandum of Transfer have been issued within 15 days of the date of lodgment of Transfer. Total 6 cases consisting of 2816 shares were processed during the said period.
- B. There were no requests for issue of certificates on sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from the members during the said period.

**FOR J.B. BHAVE & CO**  
**COMPANY SECRETARIES**



**JAYAVANT B. BHAVE**  
**PROPRIETOR**  
**FCS: 4266 CP: 3068**



**DATE: 17.04.2017**  
**PLACE: PUNE**