



Central Office, Investment Dept., 'Yogakshema' 6<sup>th</sup> Floor, Jeevan Bima Marg, Mumbai: 400021  
Ph: 022 -66598851/ 26/38/ 47/ Fax: 22825411

Ref: Inv/Back Office

Date: 08.10.2013

The Company Secretary  
Tech Mahindra Ltd  
Gateway Building,  
Apollo Bunder,  
Mumbai – 400 001, Maharashtra

Dear Sir,

**Re: Disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of shares and takeovers) Regulations, 2011 and Regulations 13(3) & (6) of SEBI (Prohibition of Insider Trading) Regulations, 1992**

We are sending herewith the disclosures as required under above mentioned SEBI regulations for a person holding more than 5% shares in a listed company. For your information we are also providing our DP IDs, Client IDs & PAN number.

| DP ID    | Client ID |          |          |          |          |          |          |
|----------|-----------|----------|----------|----------|----------|----------|----------|
| IN300812 | 10497877  | 10497801 | 10497705 | 10497973 | 10497756 | 10497924 | 10497852 |
|          | 10497885  | 10497810 | 10497713 | 10497981 | 10497764 | 10497932 | 10497869 |
|          | 10497893  | 10497828 | 10497721 | 10497990 | 10497772 | 10497949 | 10000012 |
|          | 10497908  | 10497836 | 10497730 | 10498007 | 10497789 | 10497957 |          |
|          | 10497916  | 10497844 | 10497748 | 10498015 | 10497797 | 10497965 |          |
| IN300126 | 11242030  | 11241800 | 11241818 | 11242056 | 11241826 | 11241955 | 11241947 |
|          | 11242101  | 11241867 | 11241779 | 11242021 | 11241834 | 11242013 | 11241883 |
|          | 11241914  | 11241787 | 11241842 | 11242064 | 11241795 | 11241980 | 11241891 |
|          | 11242072  | 11241939 | 11241971 | 11242110 | 11241875 | 11241922 | 11242128 |
|          | 11241906  | 11242048 | 11242005 | 11241963 | 11241998 | 11242089 | 11241859 |
| IN300484 | 14307629  | 14307645 | 14307637 |          |          |          |          |
| IN301348 | 20020373  | 20020349 | 20020357 | 20020365 | 20020381 | 20028020 | 20028038 |
|          | 20028046  |          |          |          |          |          |          |

Our PAN number is AAACL0582H.

Yours faithfully,

Secretary (Investment- M&A)

Cc

1. BSE Ltd, Phiroze Jeejeebhoy Towers, Exchange Plaza, Dalal Street, Plot no. C/1, G Block, Mumbai – 400 001.
2. NSE Ltd, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051.

Encls: As above

**Annexure - B**  
**Securities and Exchange Board**

**Disclosure under Regulation 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                                                                                                                        |                                                                                                                                                                               |                                                         |                                                           |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|-----------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                                     | Tech Mahindra Ltd                                                                                                                                                             |                                                         |                                                           |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the Acquirer                                                                                                       | Life Insurance Corporation of India<br>Central Office, "Yogakshema", Investment Deptt,<br>"Yogakshema", 6 <sup>th</sup> Floor, Mumbai- 400021.<br>Phone : 022-66598626 / 8851 |                                                         |                                                           |
| 3. Whether the acquirer belongs to Promoter/Promoter group                                                                                                                             | No                                                                                                                                                                            |                                                         |                                                           |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                                  | NSE / BSE                                                                                                                                                                     |                                                         |                                                           |
| 5. Details of the acquisition / disposal / holding of shares/ voting rights/ holding of the Acquirer and PAC                                                                           | Number                                                                                                                                                                        | % w.r.t. total share/voting capital wherever applicable | % w.r.t. total diluted share/voting capital of the TC (*) |
| <u>Before the acquisition/disposal under consideration, holding of :</u>                                                                                                               |                                                                                                                                                                               |                                                         | NA                                                        |
| a) Shares carrying voting rights                                                                                                                                                       | 13,392,194                                                                                                                                                                    | 10.466 %                                                |                                                           |
| b) Voting rights (VR) otherwise than by shares                                                                                                                                         |                                                                                                                                                                               |                                                         |                                                           |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)              |                                                                                                                                                                               |                                                         |                                                           |
| Total (a+b+c)                                                                                                                                                                          | 13,392,194                                                                                                                                                                    | 10.466 %                                                |                                                           |
| <u>Details of acquisition/sale</u>                                                                                                                                                     |                                                                                                                                                                               |                                                         |                                                           |
| a) Shares carrying voting rights acquired/sold                                                                                                                                         | 5,144,645                                                                                                                                                                     | 2.214 %                                                 |                                                           |
| b) VRs acquired /sold otherwise than by shares                                                                                                                                         |                                                                                                                                                                               |                                                         |                                                           |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold |                                                                                                                                                                               |                                                         |                                                           |
| Total (a+b+c)                                                                                                                                                                          | 5,144,645                                                                                                                                                                     | 2.214 %                                                 |                                                           |
| <u>After the acquisition/sale, holding of:</u>                                                                                                                                         |                                                                                                                                                                               |                                                         |                                                           |
| a) Shares carrying voting rights                                                                                                                                                       | 12,650,716                                                                                                                                                                    | 5.444 %                                                 |                                                           |

|                                                                                                                                                                                                                                |                         |         |  |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------|---------|--|
| b) VRs otherwise than by shares<br>c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition. |                         |         |  |
| Total (a+b+c)                                                                                                                                                                                                                  | 12,650,716 (*)          | 5.444 % |  |
| 6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / Inter-se transfer etc).                                                                                  | Open Market             |         |  |
| 7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                                                                  | 20.03.2013 – 03.10.2013 |         |  |
| 8. Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                                                    | 232.39 Crore.           |         |  |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                                                      | 127.43 Crore.           |         |  |
| 10. Total diluted share/voting capital of The TC after the said acquisition/sale.                                                                                                                                              | NA                      |         |  |

(\*) Diluted share/voting capital means the total number of shares in the TC assuming full Conversion of the outstanding convertible securities/warrants into equity shares of the TC.

  
**Signature of the acquirer / seller / Authorized Signatory**

Place: MUMBAI

Date: 08.10.2013

Remark (\*): On amalgamation of Mahindra Satyam with Tech Mahindra, we got 4,403,167 shares of Tech Mahindra.

**FORM C**

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

**[(Regulation 13 (3) and (6))]**

Regulation 13(3) – Details of change in shareholding in respect of persons holding more than 5% shares in a listed Company

Company Name: **Tech Mahindra Ltd**

|                                                                                         |                                                                                                                                                                    |
|-----------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name, PAN No. & Address of the Shareholders                                             | Life Insurance Corporation of India<br><br>AAACL0582H<br><br>Central Office, "Yogakshema", Investment Deptt, 6 <sup>th</sup> Floor, Nariman Point, Mumbai- 400021. |
| Shareholding prior to acquisition/ sale                                                 | 13,392,194 & 10.400 %                                                                                                                                              |
| No. & % of Shares/voting rights acquired/ sold                                          | 5,144,645 & 2.214 %                                                                                                                                                |
| Receipt of allotment advice/acquisition of shares/sale of shares specify                | 20.03.2013 – 03.10.2013                                                                                                                                            |
| Date of intimation to company                                                           | 08.10.2013                                                                                                                                                         |
| Mode of acquisition on market purchase/public/rights/preferential offer etc.            | Market Sale                                                                                                                                                        |
| No.& % of shares/voting rights post-acquisition/sale                                    | 12,650,716 & 5.444 %                                                                                                                                               |
| Trading member through whom the trade was executed with SEBI Registration No. of the TM | VARIOUS BROKERS                                                                                                                                                    |
| Exchange on which the trade was Executed                                                | NSE/BSE                                                                                                                                                            |
| Buy Quantity                                                                            |                                                                                                                                                                    |
| Buy Value                                                                               |                                                                                                                                                                    |
| Sell Quantity                                                                           | 5,144,645                                                                                                                                                          |
| Sell Value                                                                              | Rs. 6,625,608,333.27                                                                                                                                               |

Remark: On amalgamation of Mahindra Satyam with Tech Mahindra, we got 4,403,167 shares of Tech Mahindra.

**(Authorized Signatory)**