

27th July, 2023

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

National Stock Exchange of India Limited
Exchange Plaza, 5th floor,
Plot No. - C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051
NSE Symbol : TECHM

Subject: Outcome of 36th Annual General Meeting
Ref.: Regulation 30 & 44(3) of SEBI (LODR) Regulations, 2015.

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 & Regulation 44(3) of the 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 36th Annual General Meeting of the Company through Video Conferencing (VC)/ Other Audio Video Means (OAVM).

Date of the AGM :	Thursday, July 27, 2023 at 3.30 P.M.
Book Closure Date :	July 22, 2023 to July 27, 2023 (Both days inclusive)
Total number of shareholders on cut-off date (21st July, 2023):	9,53,527
No. of Shareholders present in the meeting either in person or through proxy:	Not Applicable
No. of Shareholders attended the meeting through video conferencing:	Promoters and Promoter Group: 4 Public: 122

Detail of the Agenda: Agenda item wise details of voting results as approved by the shareholders through remote e-voting prior and e-voting during the AGM is attached along with this letter.

We are also enclosing the report of the Scrutinizer on remote e-voting prior and e-voting during the AGM and proceedings of the meeting. The above are also being uploaded on the Company's website www.techmahindra.com and on the website of National Securities Depository Limited www.evoting.nsdl.com.

This is for your information and record.

Thanking you,

For Tech Mahindra Limited

Anil Khatri
Company Secretary



Encl.: As above

RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1.	To consider and adopt the Financial Statements of the Company for the financial year ended 31st March,2023 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
2.	To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31st March,2023 and the Report of the Auditors thereon.	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
3.	To confirm the Interim (Special) Dividend paid on Equity Shares and to declare a Final Dividend (including Special Dividend) on Equity Shares for the financial year ended 31st March, 2023.	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
4.	To appoint a Director in place of Mr. Manoj Bhat (DIN: 05205447), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
5.	Appointment of Mr. Mohit Joshi (DIN: 08339247) as a Director.	Ordinary	Remote e-voting and e-voting during the AGM	Passed with requisite majority
6.	Appointment of Mr. Mohit Joshi (DIN: 08339247) as Whole-time Director designated as “Managing Director (Designate)” with effect from 20 th June, 2023 to 19th December, 2023 and as the “Managing Director & CEO” of the Company with effect from 20 th December, 2023 to 19 th June, 2028.	Special	Remote e-voting and e-voting during the AGM	Passed with requisite majority



Tech Mahindra Limited

Resolution Required : (Ordinary)		1 - Adoption of Standalone Financial Statements for the FY 2022-23						
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
Promoter and Promoter Group	E-Voting	342699332	342699332	100.0000	342699332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		342699332	100.0000	342699332	0	100.0000	0.0000
Public Institutions	E-Voting	515075303	457318663	88.7868	456296433	1022230	99.7765	0.2235
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		457318663	88.7868	456296433	1022230	99.7765	0.2235
Public Non Institutions*	E-Voting	116972019	10806837	9.2388	10805147	1690	99.9844	0.0156
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10806837	9.2388	10805147	1690	99.9844	0.0156
Total		974746654	810824832	83.1831	809800912	1023920	99.8737	0.1263

*13,86,427 shares held by IEPF Authority and no voting rights are available on these shares.



Tech Mahindra Limited

Resolution Required : (Ordinary)		2 - Adoption of Consolidated Financial Statements for the FY 2022-23						
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
Promoter and Promoter Group	E-Voting	342699332	342699332	100.0000	342699332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		342699332	100.0000	342699332	0	100.0000	0.0000
Public Institutions	E-Voting	515075303	457318663	88.7868	456296433	1022230	99.7765	0.2235
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		457318663	88.7868	456296433	1022230	99.7765	0.2235
Public Non Institutions*	E-Voting	116972019	10805877	9.2380	10804283	1594	99.9852	0.0148
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10805877	9.2380	10804283	1594	99.9852	0.0148
Total		974746654	810823872	83.1830	809800048	1023824	99.8737	0.1263

*13,86,427 shares held by IEPF Authority and no voting rights are available on these shares.



Tech Mahindra Limited

Resolution Required : (Ordinary)		3 - Confirm Interim (Special) Dividend & approve Final Dividend (Including Special Dividend) for the FY 2022-23						
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
Promoter and Promoter Group	E-Voting	342699332	342699332	100.0000	342699332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		342699332	100.0000	342699332	0	100.0000	0.0000
Public Institutions	E-Voting	515075303	461471287	89.5930	461471287	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461471287	89.5930	461471287	0	100.0000	0.0000
Public Non Institutions*	E-Voting	116972019	10805964	9.2381	10804227	1737	99.9839	0.0161
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10805964	9.2381	10804227	1737	99.9839	0.0161
Total		974746654	814976583	83.6091	814974846	1737	99.9998	0.0002

*13,86,427 shares held by IEPF Authority and no voting rights are available on these shares.



Tech Mahindra Limited

Resolution Required : (Ordinary)		4 - Appointment of Mr. Manoj Bhat (DIN: 05205447) as a Director liable to retire by rotation						
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	342699332	342699332	100.0000	342699332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		342699332	100.0000	342699332	0	100.0000	0.0000
Public Institutions	E-Voting	515075303	461471287	89.5930	388863405	72607882	84.2660	15.7340
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461471287	89.5930	388863405	72607882	84.2660	15.7340
Public Non Institutions*	E-Voting	116972019	10805583	9.2378	10800435	5148	99.9524	0.0476
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10805583	9.2378	10800435	5148	99.9524	0.0476
Total		974746654	814976202	83.6090	742363172	72613030	91.0902	8.9098

*13,86,427 shares held by IEPF Authority and no voting rights are available on these shares.



Tech Mahindra Limited

Resolution Required : (Ordinary)		5 - Appointment of Mr. Mohit Joshi (DIN: 08339247) as a Director						
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	342699332	342699332	100.0000	342699332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		342699332	100.0000	342699332	0	100.0000	0.0000
Public Institutions	E-Voting	515075303	461471285	89.5930	444930051	16541234	96.4155	3.5845
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461471285	89.5930	444930051	16541234	96.4155	3.5845
Public Non Institutions*	E-Voting	116972019	10805633	9.2378	10799661	5972	99.9447	0.0553
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10805633	9.2378	10799661	5972	99.9447	0.0553
Total		974746654	814976250	83.6090	798429044	16547206	97.9696	2.0304

*13,86,427 shares held by IEPF Authority and no voting rights are available on these shares.



Tech Mahindra Limited

Resolution Required : (Special)		6 - Appointment of Mr. Mohit Joshi (DIN: 08339247) as Whole-time Director designated as “Managing Director (Designate)” with effect from 20th June 2023 to 19th December 2023 and as the “Managing Director & CEO” of the Company with effect from 20th December 2023 to 19th June 2028.						
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	342699332	342699332	100.0000	342699332	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		342699332	100.0000	342699332	0	100.0000	0.0000
Public Institutions	E-Voting	515075303	461471287	89.5930	342998159	118473128	74.3271	25.6729
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461471287	89.5930	342998159	118473128	74.3271	25.6729
Public Non Institutions*	E-Voting	116972019	10805706	9.2379	10798899	6807	99.9370	0.0630
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10805706	9.2379	10798899	6807	99.9370	0.0630
Total		974746654	814976325	83.6090	696496390	118479935	85.4622	14.5378

*13,86,427 shares held by IEPF Authority and no voting rights are available on these shares.



Jayavant B. Bhavé

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

J. B. Bhavé & 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

27th July, 2023

To,

Tech Mahindra Limited

Gateway Building, Apollo Bunder,

Mumbai 400 001

Kind Attn: Mr. Anil Khatri- Company Secretary

Sub: Report of Scrutinizer on Remote e-voting and e-voting conducted at the 36th Annual General Meeting (AGM) held through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM")

Dear Mr. Anil Khatri,

I refer to my appointment as a Scrutinizer to scrutinize the Voting Process (including Remote e-voting and e-voting at the AGM) in respect of the following resolutions contained in the Notice of Thirty Sixth Annual General Meeting of your company held on Thursday, 27th July, 2023 at 3.30 p.m. through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM"):

A. Ordinary Business:

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2023 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, 2023 and the Report of the Auditors thereon.
3. To confirm the Interim (Special) Dividend paid on Equity Shares and to declare a Final Dividend (Including Special Dividend) on Equity Shares for the financial year ended 31st March, 2023.
4. To appoint a Director in place of Mr. Manoj Bhat (DIN: 05205447), who retires by rotation and being eligible, offers himself for re-appointment.



B. Special Business:

5. Appointment of Mr. Mohit Joshi (DIN: 08339247) as a Director of the Company.
6. Appointment of Mr. Mohit Joshi (DIN: 08339247) as Whole-time Director designated as "Managing Director (Designate)" with effect from 20th June, 2023 to 19th December, 2023 and as the "Managing Director & CEO" of the Company with effect from 20th December, 2023 to 19th June, 2028.

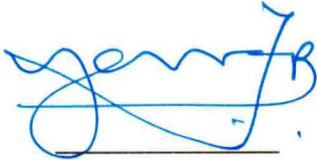
I now enclose the following:

- a. My report to the Chairman of the Company on the result of the remote e-voting and e-voting at the AGM and
- b. The register showing the particulars of the e-votes registered on the National Securities Depository Limited (NSDL) (for remote e-voting and e-voting at the AGM) and the consolidated results of voting.

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: Pune

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

Consolidated Report of Scrutinizer on E-voting Process

[Remote e-voting and e-voting conducted at the 36th Annual General Meeting (AGM) held through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM")]

[Pursuant to Section 108 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014; further read with various circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India from time to time].

27th July, 2023

To,

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

Sub: Consolidated Report of Scrutinizer on E-voting Process [Remote e-voting and e-voting conducted at the 36th Annual General Meeting (AGM) held through Video Conference ("VC")/ Other Audio-Visual Means ("OAVM") conducted pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 further read with the MCA Circulars and the SEBI Circulars and in compliance with the provisions of the Act and the SEBI (LODR) Regulations, 2015.

Dear Sir,

The Board of Directors of Tech Mahindra Limited ('the Company') have vide resolution passed on 27th April, 2023 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 Sixth Annual General Meeting ('AGM') held on Thursday, 27th July, 2023 at 3.30 p.m. through VC/ OAVM, by way of remote e-voting and e-voting conducted at the AGM.



The MCA vide its general circulars has allowed companies to convene AGM through VC/OAVM. Voting by means of a poll at the AGM by filling physical ballot papers is therefore dispensed with as no physical AGM is convened. Members who have not voted during remote e-voting period but attended the AGM, are now allowed to cast their vote by e-voting conducted at the AGM. The e-voting process thus includes the consolidated number of e-votes cast during the remote e-voting period and the e-votes cast at the AGM.

I, Jayavant B. Bhave, Company Secretary in Whole time Practice, having Membership Number: FCS 4266 and Certificate of Practice Number: 3068 has been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on 27th April, 2023 as required under Section 108 and 109 of the Companies Act, 2013 and Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the E-Voting Process; in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 36th AGM of the Company held on Thursday, 27th July, 2023 at 3.30 p.m. through VC/OAVM and the same are reproduced herein below:

Ordinary Business:

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2023 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, 2023 and the Report of the Auditors thereon.
3. To confirm the Interim (Special) Dividend paid on Equity Shares and to declare a Final Dividend (Including Special Dividend) on Equity Shares for the financial year ended 31st March, 2023.
4. To appoint a Director in place of Mr. Manoj Bhat (DIN: 05205447), who retires by rotation and being eligible, offers himself for re-appointment.



Special Business:

5. Appointment of Mr. Mohit Joshi (DIN: 08339247) as a Director of the Company.
6. Appointment of Mr. Mohit Joshi (DIN: 08339247) as Whole-time Director designated as "Managing Director (Designate)" with effect from 20th June, 2023 to 19th December, 2023 and as the "Managing Director & CEO" of the Company with effect from 20th December, 2023 to 19th June, 2028.

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/ e-voting at the AGM. 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 Scrutinizer's 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/ e-voting at the AGM facilities and engaged by the company for that purpose.

The Notice of AGM dated 15th June, 2023 convening the Thirty Sixth Annual General Meeting of the Company to be held through VC/OAVM, on Thursday, 27th July, 2023 at 3.30 p.m. IST, was sent through electronic mode to the Members of the Company on Monday, 26th June, 2023 and the Members of the Company holding shares on the cut-off date i.e. Friday, 21st July, 2023 were entitled to vote on the above-mentioned resolutions proposed as set out in the Notice of Thirty Sixth Annual General Meeting.

In this regard, I submit my report as under:

1. The remote e-voting period commenced from Monday, 24th July, 2023 at 9:00 A.M. (IST) and ended on Wednesday, 26th July, 2023 at 5:00 P.M. (IST).
2. After the conclusion of AGM on 27th July, 2023, I have downloaded, scrutinized and counted the Votes cast through remote e-voting and e-voting at the AGM, for the purpose of this report.
3. I have unblocked the electronic votes cast through remote e-voting and e-voting at the AGM 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>).



4. The consolidated results of the e-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, 2023 and the Reports of the Board of Directors and Auditors thereon- **Ordinary Resolution.**

Votes in Favour of the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
2810	809800912	99.8737

Votes Against the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
25	1023920	0.1263

Votes Invalid:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 2- To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of the Auditors thereon- **Ordinary Resolution.**

Votes in Favour of the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
2801	809800048	99.8737



Votes Against the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
23	1023824	0.1263

Votes Invalid:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 3- To confirm the Interim (Special) Dividend paid on Equity Shares and to declare Final Dividend (Including Special Dividend) on Equity Shares for the financial year ended 31st March, 2023- Ordinary Resolution.

Votes in Favour of the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
2809	814974846	99.9998

Votes Against the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
20	1737	0.0002

Votes Invalid:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0



Resolution No. 4- . To appoint a Director in place of Mr. Manoj Bhat (DIN: 05205447), who retires by rotation and being eligible, offers himself for re-appointment- **Ordinary Resolution.**

Votes in Favour of the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
2287	742363172	91.0902

Votes Against the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
545	72613030	8.9098

Votes Invalid:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No.5- Appointment of Mr. Mohit Joshi (DIN: 08339247) as a Director of the Company- **Ordinary Resolution.**

Votes in Favour of the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
2658	798429044	97.9696

Votes Against the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
172	16547206	2.0304



Votes Invalid:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No.6- Appointment of Mr. Mohit Joshi (DIN: 08339247) as Whole-time Director designated as "Managing Director (Designate)" with effect from 20th June, 2023 to 19th December, 2023 and as the "Managing Director & CEO" of the Company with effect from 20th December, 2023 to 19th June, 2028- **Special Resolution**

Votes in Favour of the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
2271	696496390	85.4622

Votes Against the resolution:

Number of Members who cast their votes	Number of votes cast	Percentage to total votes cast
557	118479935	14.5378

Votes Invalid:

Number of Members whose votes were declared invalid	Number of invalid votes cast by them
0	0

5. 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 Sixth Annual General Meeting and the same will be handed over to the Company Secretary thereafter.



6. Result:

All the Six resolutions have secured requisite majority of votes. Resolution Nos. 1 to 5 are passed as Ordinary Resolutions and Resolution No. 6 is passed as Special Resolution.

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

Thanking You.

Yours faithfully,

For J B Bhave & Co.



Jayavant B. Bhave

FCS 4266 CP 3068

Scrutinizer appointed for the Voting process

UDIN: F004266E000691865

PR NO.: 1238/2021

Date: 27 July, 2023

For Tech Mahindra Limited



Anil Mohanlal Khatri

FCS 9360

Company Secretary

The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 6.20 P.M. on Thursday, 27th July, 2023

Amey Ketkar

Witness

Aditi Joshi

Witness

SUMMARY OF PROCEEDINGS OF THE 36th ANNUAL GENERAL MEETING

The 36th Annual General Meeting (“AGM”) of the members of Tech Mahindra Limited (the “Company”) was held on Thursday, 27th July, 2023 at 3.30 P.M. IST through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (‘MCA’) and circulars issued by the Securities and Exchange Board of India (‘SEBI’) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Following Directors were present: -

Sr. No.	Name	Designation
1.	Mr. Anand G. Mahindra	Chairman
2.	Mr. C. P. Gurnani	Managing Director & CEO
3.	Mr. Mohit Joshi	Managing Director (Designate)
4.	Mr. T. N. Manoharan	Lead Independent Director
5.	Dr. Anish Shah	Non-Executive Director
6.	Mr. Haigreve Khaitan	Independent Director
7.	Ms. M. Rajyalakshmi Rao	Independent Director
8.	Mr. Manoj Bhat	Non-Executive Director
9.	Dr. Mukti Khaire	Independent Director
10.	Ms. Penelope Fowler	Independent Director
11.	Ms. Shikha Sharma	Independent Director

In attendance:-

Sr. No.	Name	Designation
1.	Mr. Rohit Anand	Chief Financial Officer
2.	Mr. Anil Khatri	Company Secretary
3.	Mr. Venkataramanan Vishwanath	Partner, B S R & Co. LLP, Statutory Auditors
4.	Mr. Makarand Lele	Secretarial Auditors
5.	Mr. Jayavant B. Bhawe	M/s. J B Bhawe & Co., Company Secretaries - Scrutinizer

Members present: 126 Members attended through Video conferencing

In terms of the Articles of Association, Mr. Anand G. Mahindra, Chairman took the Chair. He welcomed the members and after ascertaining that the requisite quorum was present conducted the proceedings. He introduced the members of the Board and other officials present at the meeting. The Chairman thereafter requested the Company Secretary to brief the members regarding the regulatory matters and general instructions pertaining to the Annual General Meeting.

Mr. Anil Khatri, Company Secretary welcomed the members of the Company and briefed that in compliance with the circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI), the meeting is being held through VC/OAVM using NSDL's WebEx platform. It was also informed that the Memorandum & Articles of Association, ESOP Certificate issued by Secretarial Auditors, Statutory Registers as required to be kept under the Companies Act, 2013 are open for inspection on the website of the Company. He further informed the process to participate at the meeting and joining Q&A session by the speaker shareholders and informed that the proceeding of the AGM is also being webcast on NSDL website.

Mr. Anil Khatri, Company Secretary briefed the Notice calling the AGM, Director's report and Auditors' report and requested the shareholders to take it as read. The Chairman thereafter delivered his speech.

The Chairman informed that remote e-voting arrangements had been made and the resolutions put to vote are as under: -

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March, 2023 and the reports of the Board of Directors and Auditors thereon.
2. To consider and adopt Consolidated Financial Statements of the Company for the financial year ended 31st March, 2023 and the Report of the Auditors thereon.
3. To confirm the interim (special) dividend paid on Equity Shares and to declare Final Dividend (Including Special Dividend) @Rs. 32/- per share for the financial year ended 31st March, 2023.
4. To appoint Mr. Manoj Bhat (DIN: 05205447) who retires by rotation and being eligible offer himself for re-appointment.
5. To appoint Mr. Mohit Joshi (DIN: 08339247) as a Director of the Company.
6. To appoint Mr. Mohit Joshi (DIN:08339247) as Whole-time Director designated as "Managing Director (Designate)" with effect from 20th June, 2023 to 19th December, 2023 and as the "Managing Director and CEO" of the Company with effect from 20th December, 2023 to 19th June, 2028.

Chairman informed that Mr. Jayavant B. Bhawe, Proprietor M/s. J B Bhawe & Co., Company Secretaries, has been appointed as the Scrutinizer to scrutinize the votes cast during the meeting and through remote e-voting method.

Chairman thereafter invited registered speaker members who wish to seek clarifications on the financial statements and the proposed resolutions and answered to their queries/questions.

Chairman after the Q&A session informed the members that the meeting e-voting lines will be kept open for 15 minutes for the shareholders to vote and thereafter the meeting will stand concluded.