

August 1, 2017

To
The Manager,
Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001.

Scrip Code : 532755

The Manager,
Listing Department
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

Subject: Outcome of 30th Annual General Meeting
Ref.: Regulation 30, 34&44(3) of SEBI (LODR) Regulations, 2015.

Dear Sir,

Pursuant to the provisions of Regulation 30 & Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we hereby intimate the following details with regard to the voting results for the resolutions passed by the members at the 30th Annual General Meeting of the Company.

Date of the AGM : August 1, 2017
Book Closure Date : July 29, 2017 to August 1, 2017(Both days inclusive)
Total number of shareholders on record date / cut off date: 516623



No. of Shareholders present in the meeting either in person or through proxy

Shareholders	Present in Person	Present through Proxy/Representative	Total
Promoters and Promoter Group	-	4	4
Public	122	2	124
Total	122	6	128

No. of Shareholders attended the meeting through video conferencing: Not Applicable

Detail of the Agenda: Agenda wise details of voting result as approved by the shareholders through remote E-voting and electronic voting at the AGM is attached along with this letter.

Please find enclosed herewith Annual Report for the financial year 2016-17 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

We are also enclosing the report of the Scrutinizer on remote E-voting and electronic voting at the AGM venue. The above are also being uploaded on the Company's website.

This is for your information and record.

Thanking you,

For Tech Mahindra Limited


Anil Khatri
Company Secretary



Encl.: As above

August 1, 2017

To
Tech Mahindra Limited
Gateway Building, Apollo Bunder,
Mumbai 400 001

Kind Attn: Mr. Anil Khatri- Company Secretary

Sub: Remote E-voting and Voting through Electronic Voting System at the AGM Venue

Dear Mr. Anil Khatri

I refer to my appointment as Scrutinizer to scrutinize the Voting Process (including Remote E-voting and Electronic Voting System at AGM venue) in respect of the following resolutions contained in the Notice of Thirtieth Annual General Meeting held on August 01, 2017:

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2017 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 2017 and the Report of the Auditors thereon
3. To declare dividend for the financial year ended 31st March 2017
4. To appoint a Director in place of Mr. Ulhas N. Yargop (DIN: 00054530), who retires by rotation and being eligible, offers himself for re-appointment
5. To appoint M/s. B S R & Co LLP, Chartered Accountants, [Firm's Registration No. 101248W/W-100022] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the Annual General Meeting of the Company for the financial year 2021-22 and to fix their remuneration



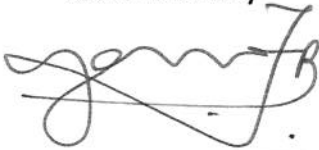
I now enclose the following:

- a. My report to the Chairman of the Company on the result of the Voting Process (including Remote E-voting and electronic voting system at the AGM Venue)
- b. The register showing the particulars of the Votes cast through electronic voting system at the AGM Venue and the e-votes registered on the National Securities Depository Limited (NSDL) e-voting system in respect of the said resolutions.

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

Report of Scrutinizer on Remote E-Voting and Electronic Voting System at AGM Venue
[Pursuant to Section 108 of the Companies Act, 2013 read with Companies
(Management and Administration) Rules, 2014]

August 1, 2017

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

Dear Sir,

Sub: Report of Scrutinizer on Voting Process [including Remote E-voting and Electronic Voting System at AGM Venue] conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014

The Board of Directors of Tech Mahindra Limited ('the Company') have vide resolution passed on May 26, 2017, 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 Thirtieth Annual General Meeting ('AGM') held on August 01, 2017; by way of Voting by electronic means (Remote E-voting), and voting through Electronic Voting System at AGM Venue; as required under the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

I, Jayavant B. Bhawe, Company Secretary in Whole time Practice having Membership No. FCS 4266 and Certificate of Practice Number 3068 have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on May 26, 2017 as required under Section 108 of the Companies Act, 2013 and Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Remote E-Voting and Voting through Electronic Voting System at AGM Venue; in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice



convening the Thirtieth Annual General Meeting of the Company held on August 01, 2017 and reproduced herein below:

Ordinary Resolutions:

1. To consider and adopt the Financial Statements of the Company for the financial year ended 31st March 2017 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 2017 and the Report of the Auditors thereon
3. To declare dividend for the financial year ended 31st March 2017
4. To appoint a Director in place of Mr. Ulhas N. Yargop (DIN: 00054530), who retires by rotation and being eligible, offers himself for re-appointment
5. To appoint M/s. B S R & Co LLP, Chartered Accountants, [Firm's Registration No. 101248W/W-100022] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the Annual General Meeting of the Company for the financial year 2021-22 and to fix their remuneration

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 / voting through Electronic Voting System at the AGM Venue. 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 Scrutinizers' 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 facilities and engaged by the company for that purpose and Voting through Electronic Voting System provided at the AGM Venue.

The Notice of AGM dated May 26, 2017 convening the Thirtieth Annual General Meeting of the Company to be held at Birla Matushri Sabhagar, 19, Vithaldas Thackersy Marg, New Marine Lines, Mumbai- 400020, India on August 01, 2017 was sent to the members of the Company and the members of the Company holding shares on the cut-off date i.e. July 25, 2017 were entitled to vote on the above-mentioned resolutions proposed; as set out in the Notice of Annual General Meeting.



In this regard, I submit my report as under:

1. The remote E-voting period commenced from Thursday 27th July, 2017 (9.00 A.M IST) and ended on Monday 31st July, 2017 (5.00 P.M IST).
2. After the closure of AGM on 01st August 2017, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company.
3. The details containing list of the shareholders who casted their votes electronically on each of the resolutions; was downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>)
4. I have downloaded, scrutinized and counted the Votes casted through Remote E-voting facility and Votes cast through Electronic Voting System at the venue of AGM, for the purpose of this report.
5. The particulars of votes cast through Remote E-voting and Votes cast through Electronic Voting System at the venue of AGM have been recorded in accordance with the Companies (Management and Administration) Rules, 2014.



6. The results of the Voting Process are as follows:

(a) The results based on Remote E-Voting facility is as follows:

Sr. No.	Particulars of Resolution	Type of Resolution	Votes in Favour (In Numbers)	Votes in Favour (In %)	Votes Cast Against (in No.)	Votes Cast Against (in %.)	Invalid Votes (In No.)	Invalid Votes (in %)
1	To consider and adopt the Financial Statements of the Company for the financial year ended 31 st March 2017 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	773612118	99.99	10202	0.01	0	0
2	To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31 st March 2017 and the Report of the Auditors thereon	Ordinary	773613021	99.99	10170	0.01	0	0
3	To declare dividend for the financial year ended 31 st March 2017.	Ordinary	773644119	99.99	1783	0.01	0	0
4	To appoint a Director in place of Mr. Ulhas N. Yargop (DIN: 00054530), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	748963061	96.94	23567908	3.06	0	0



5	To appoint M/s. B S R & Co LLP, Chartered Accountants, [Firm's Registration No. 101248W/W-100022] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the Annual General Meeting of the Company for the financial year 2021-22 and to fix their remuneration.	Ordinary	769548731	99.43	4397771	0.57	0	0
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(b) The results of Electronic Voting System at the venue of AGM by the members attending the Annual General Meeting are as follows:

Sr. No.	Particulars of Resolution	Type of Resolution	Votes in Favour (In Numbers)	Votes in Favour (In %)	Votes Cast Against (in No.)	Votes Cast Against (in %.)	Invalid Votes (In No.)	Invalid Votes (in %)
1	To consider and adopt the Financial Statements of the Company for the financial year ended 31 st March 2017 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	7145540	100.00	0	0	0	0
2	To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31 st March 2017 and the Report of the Auditors thereon	Ordinary	7145540	100.00	0	0	0	0
3	To declare dividend for the financial year ended 31 st March 2017.	Ordinary	7145540	100.00	0	0	0	0
4	To appoint a Director in place of Mr. Ulhas N. Yargop (DIN: 00054530), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	7145538	99.99	2	0.01	0	0



Sr. No.	Particulars of Resolution	Type of Resolution	Votes in Favour (In Numbers)	Votes in Favour (In %)	Votes Cast Against (in No.)	Votes Cast Against (in %.)	Invalid Votes (In No.)	Invalid Votes (in %)
5	To appoint M/s. B S R & Co LLP, Chartered Accountants, [Firm's Registration No. 101248W/W-100022] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the Annual General Meeting of the Company for the financial year 2021-22 and to fix their remuneration.	Ordinary	7145540	100.00	0	0	0	0

(c) The consolidated result of the Voting Process is given below:

Sr. No.	Particulars of Resolution	Type of Resolution	Votes in Favour (In Numbers)	Votes in Favour (In %)	Votes Casted Against (in No.)	Votes Casted Against (in %.)	Invalid Votes (In No.)	Invalid Votes (in %)
1	To consider and adopt the Financial Statements of the Company for the financial year ended 31 st March 2017 and the Reports of the Board of Directors and Auditors thereon.	Ordinary	780757658	99.99	10202	0.01	0	0



2	To consider and adopt the Consolidated Financial Statements of the Company for the financial year ended 31 st March 2017 and the Report of the Auditors thereon	Ordinary	780758561	99.99	10170	0.01	0	0
3	To declare dividend for the financial year ended 31 st March 2017	Ordinary	781089659	99.99	1783	0.01	0	0
4	To appoint a Director in place of Mr. Ulhas N. Yargop (DIN: 00054530), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	756108599	96.98	23567910	3.02	0	0
5	To appoint M/s. B S R & Co LLP, Chartered Accountants, [Firm's Registration No. 101248W/W-100022] as Auditors, who shall hold office from the conclusion of this Annual General Meeting, until the conclusion of the Annual General Meeting of the Company for the financial year 2021-22 and to fix their remuneration.	Ordinary	776694271	99.44	4397771	0.56	0	0



7. 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 aforesaid Annual General Meeting and the same will be handed over to the Company Secretary thereafter.

Result:

All the Five resolutions having secured requisite majority of votes, the resolutions number 01 to 05 may be considered to have been passed as Ordinary Resolutions.

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

Thanking You,
Yours faithfully,



Jayavant B Bhave
FCS 4266 CP 3068
Scrutinizer appointed for the
Voting process by the Board of Directors

For Tech Mahindra Limited



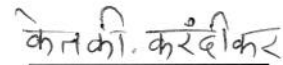
Anil Khatri
Company Secretary

Date: August 1, 2017
Place: Mumbai

The Scrutinizer unblocked the votes from the e-voting system of NSDL in our presence at 07:05 PM on Tuesday, August 1, 2017.



Shalmali Mokashi
Witness



Ketaki Karandikar
Witness