

**July 29, 2020**

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

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

**Sub: AGM proceedings**

Dear Sir,

Please find enclosed summary of AGM proceedings of 33<sup>rd</sup> Annual General Meeting of the Company held on 28<sup>th</sup> July, 2020.

Request you to take the same on record.

Yours Faithfully,  
**For Tech Mahindra Limited**

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



*MS*  
Encl: as above.

## SUMMARY OF PROCEEDINGS OF THE 33<sup>rd</sup> ANNUAL GENERAL MEETING

The 33<sup>rd</sup> Annual General Meeting (“AGM”) of the members of Tech Mahindra Limited (the “Company”) was held on Tuesday 28<sup>th</sup> July, 2020 at 3.30 P.M. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) in compliance with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 20/2020 dated May 5, 2020 issued by the Ministry of Corporate Affairs (“MCA”) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Following Directors were present:-

Sr. No.	Name	Designation	Attended through VC/OAVM from
1.	Mr. Anand Mahindra	Chairman	Mumbai
2.	Mr. C. P. Gurnani	Managing Director & CEO	Noida, Uttar Pradesh
3.	Mr. M. Damodaran	Independent Director	New Delhi
4.	Mr. T. N. Manoharan	Independent Director	Chennai
5.	Ms. Shikha Sharma	Independent Director	Mumbai
6.	Mr. Haigreave Khaitan	Independent Director	Mumbai
7.	Ms. M. Rajyalakshmi Rao	Independent Director	Mumbai
8.	Ms. Mukti Khaire	Independent Director	New York USA
9.	Dr. Anish Shah	Non-Executive Director	Mumbai
10.	Mr. V. S. Parthasarathy	Non-Executive Director	Mumbai

In attendance

Sr. No.	Name	Designation	Attended through VC/OAVM from
1.	Mr. Manoj Bhat	Chief Financial Officer	Mumbai
2.	Mr. Anil Khatri	Company Secretary	Mumbai
3.	Mr. Jamil Khatri	Partner, B S R & CO. LLP, Statutory Auditors	Mumbai
4.	Dr. K. R. Chandratre	Secretarial Auditors	Pune
5.	Mr. Jayavant B. Bhav	M/s. J B Bhav & Co., Company Secretaries-Scrutinizer	Pune

Members present: 133 Members attended through Video conferencing



Mr. Anil Khatri, Company Secretary welcomed the members of the Company and briefed them the process to participate at the meeting and joining Q&A session by the speaker shareholders.

In terms of the Articles of Association, Mr. Anand Mahindra, Chairman took the Chair, welcomed the members and conducted the proceedings after ascertaining the quorum. Chairman briefed that due to COVID-19 pandemic and social distancing norms, the meeting is being held through VC/OAVM using NSDL's WebEx platform, live streaming of the AGM is also being webcast on NSDL website.

He thereafter called on each Director to introduce themselves and briefed that the Statutory Auditors, Secretarial Auditors, Chief Financial Officer, Company Secretary and other officials are present at the meeting. It was also informed that the Statutory Registers as required to be kept under the Companies Act, 2013 are open for inspection on the website of the Company.

Chairman briefed that Notice calling the AGM, Directors report and Auditors report be taken as read and thereafter delivered his speech.

He further 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 31<sup>st</sup> March, 2020 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 31<sup>st</sup> March, 2020 and the Report of the Auditors thereon.
3. To confirm the interim dividend paid on Equity Shares and to declare Final Dividend @ Rs. 5/- per share for the financial year ended 31<sup>st</sup> March, 2020.
4. To appoint a Director in place of Mr. C. P. Gurnani (DIN: 00018234) who retires by rotation and being eligible offer himself for re-appointment.
5. To consider appointment of Dr. Anish Shah (DIN: 02719429) as a Director of the Company.

Chairman informed that Mr. Jayavant B. Bhavé, Proprietor M/s. J B Bhavé & 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.

After the Q&A session voting lines were kept open for 15 minutes to the shareholders to vote.

The Company Secretary thereafter informed the members that the meeting is concluded.

