

General information about company	
Scrip code	532755
NSE Symbol	TECHM
MSEI Symbol	NOTLISTED
ISIN	INE669C01036
Name of the entity	Tech Mahindra Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	ANAND GOPAL MAHINDRA		00004695	Non-Executive - Non Independent Director	Chairperson related to Promoter		01-05-1955
2	Mr	MOHIT JOSHI		08339247	Executive Director	Not Applicable	CEO-MD	03-04-1974
3	Mr	ANISH D SHAH		02719429	Non-Executive - Non Independent Director	Not Applicable		26-12-1969
4	Mr	AMARJYOTI BARUA		09202472	Non-Executive - Non Independent Director	Not Applicable		16-09-1977
5	Mr	HAIGREVE KHAITAN		00005290	Non-Executive - Independent Director	Not Applicable		13-07-1970
6	Ms	MEKA RAJYALAKSHMI RAO		00009420	Non-Executive - Independent Director	Not Applicable		22-12-1949
7	Ms	MUKTI VISHVANATH KHAIRE		08356551	Non-Executive - Independent Director	Not Applicable		15-09-1973
8	Ms	NEELAM DHAWAN		00871445	Non-Executive - Independent Director	Not Applicable		22-10-1959
9	Ms	PENELOPE FOWLER		09591815	Non-Executive - Independent Director	Not Applicable		16-10-1963
10	Ms	SHIKHA SANJAYA SHARMA		00043265	Non-Executive - Independent Director	Not Applicable		19-11-1958
11	Mr	THOTHALA NARAYANASAMY MANOHARAN		01186248	Non-Executive - Independent Director	Not Applicable		07-04-1956
12	Mr	TARUN BAJAJ		02026219	Non-Executive - Independent Director	Not Applicable		09-11-1962

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		19-09-1995	26-07-2024			2	0	1	0			
2	NA		20-06-2023	20-12-2023			1	0	1	0			
3	NA		10-09-2019	26-07-2024			6	0	0	0			
4	NA		18-05-2024	26-07-2024			2	0	3	0			
5	NA		01-08-2019	01-08-2024		62	6	6	6	1			
6	NA		01-08-2014	01-08-2019	01-08-2024	120	1	1	2	0	Tenure Completion		
7	NA		01-08-2019	01-08-2024		62	1	1	1	0			
8	NA		26-07-2024	26-07-2024		2	4	3	7	3			
9	NA		26-07-2022	26-07-2022		26	1	1	1	0			
10	NA		01-08-2019	01-08-2024		62	5	4	4	0			
11	NA		01-08-2014	01-08-2019	01-08-2024	120	3	3	2	2	Tenure Completion		
12	NA		26-07-2024	26-07-2024		2	4	4	4	1			

Text Block	
Textual Information(1)	<p>The names of the Directors are mentioned as per their PAN.</p> <p>Mukti Khaire was appointed as Additional Non-Executive Director on 19.04.2019. The shareholders at their 32nd AGM held on 01.08.2019 appointed Khaire as ID for the first term of 5 consecutive years from 01.08.2019.</p> <p>The shareholders at their 37th AGM held on 26.07.2024 re-appointed Shikha Sharma, Haigreve Khaitan and Mukti Khaire as ID for the second term of 5 consecutive years from 01.08.2024 upto 31.07.2029.</p> <p>Penelope Fowler was appointed as Additional Non-Executive Director on 13.05.2022. The shareholders at their 34th AGM held on 26.07.2022 appointed Fowler as ID for the first term of 5 consecutive years from 26.07.2022.</p> <p>The date of re-appointment in case of Non-Executive Non-ID is the date on which the shareholders reappointed them as Director liable to retire by rotation. Anand G. Mahindra was reappointed as Director not liable to retire by rotation by the shareholders on 26.09.2013. The shareholders at the 37th AGM held on 26.07.2024 approved Anand G. Mahindra to continue as a Non-Executive Director of the Company which is considered as his date of re-appointment.</p> <p>Amarjyoti Barua was appointed as a Additional Director (Non-Executive) of the Company with effect from 18.05.2024. The Shareholders at the 37th AGM held on 26.07.2024 approved the appointment of Amarjyoti Barua as Non-Executive Director of the Company.</p> <p>Tarun Bajaj & Neelam Dhawan were appointed as Additional Non-Executive Non-Independent Director of the Company with effect from 01.05.2024. The shareholders at the 37th AGM held on 26.07.2024 approved the appointment of Tarun Bajaj & Neelam Dhawan as Independent Directors of the Company for a term of 5 consecutive years commencing from 26.07.2024.</p> <p>Meka Rajyalakshmi Rao & T.N. Manoharan were initially appointed as IDs on the Board of the Company on 01.07.2013. On the enactment of the Companies Act, 2013, they were appointed for a first term of 5 consecutive years as IDs from 01.08.2014. Their Initial Date of Appt has been considered as 01.08.2014. Meka R Rao and T.N. Manoharan got re-appointed for a 2nd term of 5 yrs from 01.08.2019. Meka RRao & T.N. Manoharan ceased to be Independent Director of the Company with effect from 01.08.2024 consequent to the completion of their second term. The details of other Directorship and Committee positions of T.N. Manoharan and Meka R Rao is given as on date of cessation i.e. 01.08.2024.</p>

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01186248	THOTHALA NARAYANASAMY MANOHARAN	Non-Executive - Independent Director	Chairperson	12-08-2013	01-08-2024	Textual Information(1)
2	02026219	TARUN BAJAJ	Non-Executive - Independent Director	Chairperson	01-08-2024		Textual Information(2)
3	00005290	HAIGREVE KHAITAN	Non-Executive - Independent Director	Member	14-05-2022		
4	00009420	MEKA RAJYALAKSHMI RAO	Non-Executive - Independent Director	Member	24-10-2020	01-08-2024	Textual Information(3)
5	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Member	01-08-2024		Textual Information(4)
6	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024		

Sr Text Block	
Textual Information(1)	Mr. T.N. Manoharan ceased to be Independent Director with effect from 01.08.2014 consequent to the completion of his second term. Consequently, he also ceased to be Chairman & member of Audit Committee from the said date.
Textual Information(2)	During the quarter ended 30.09.2024, Mr. Tarun Bajaj was appointed as Member and Chairman of the Audit Committee with effect from 01.08.2024.
Textual Information(3)	Ms. Meka Rajyalakshmi Rao ceased to be Independent Director with effect from 01.08.2024 consequent to the completion of her second term . Consequently, she also ceased to be member of Audit Committee from the said date.
Textual Information(4)	During the quarter ended 30.09.2024 Dr. Mukti Khaire has been appointed as a Member of Audit Committee with effect from 01.08.2024.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01186248	THOTHALA NARAYANASAMY MANOHARAN	Non-Executive - Independent Director	Chairperson	01-08-2019	01-08-2024	Textual Information(1)
2	00043265	SHIKHA SANJAYA SHARMA	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(2)
3	02719429	ANISH D SHAH	Non-Executive - Non Independent Director	Member	26-04-2021		
4	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Member	01-08-2019		
5	00005290	HAIGREVE KHAITAN	Non-Executive - Independent Director	Member	01-08-2024		Textual Information(3)

Sr Text Block	
Textual Information(1)	Mr. T.N. Manoharan ceased to be Independent Director with effect from 01.08.2024 consequent to the completion of his second term. Consequently, he also ceased to be Chairman & member of Nomination & Remuneration Committee from that date.
Textual Information(2)	Ms. Shikha Sharma was appointed as a Member of the Nomination & Remuneration Committee on 01.08.2019 i.e. her initial date of appointment as member. Ms. Shikha Sharma has been appointed as Chairperson of Nomination and Remuneration Committee & Lead Independent Director w.e.f. 01.08.2024.
Textual Information(3)	During the quarter ended 30.09.2024 Mr. Haigreve Khaitan was appointed as Member of Nomination & Remuneration Committee on 01.08.2024.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00005290	HAIGREVE KHAITAN	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(1)
2	08339247	MOHIT JOSHI	Executive Director	Member	20-12-2023		
3	00009420	MEKA RAJYALAKSHMI RAO	Non-Executive - Independent Director	Member	01-08-2019	01-08-2024	Textual Information(2)
4	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024		
5	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Member	01-08-2019	01-08-2024	Textual Information(3)
6	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	01-08-2024		Textual Information(4)

Sr Text Block	
Textual Information(1)	Mr. Haigreve Khaitan was appointed as Member of the Stakeholder Relationship Committee on 01.08.2019 i.e. his initial date of appointment as member. Mr. Haigreve Khaitan has been appointed as Chairperson of the Stakeholders' Relationship Committee w.e.f.14.05.2022.
Textual Information(2)	Ms. Meka Rajyalakshmi Rao ceased to be Independent Director with effect from 01.08.2024 consequent to the completion of her second term . Consequently, she also ceased to be member of Stakeholders Relationship Committee from the said date.
Textual Information(3)	During the quarter ended 30.09.2024 Dr. Mukti Khaire ceased as a Member of the Stakeholders Relationship Committee
Textual Information(4)	During the quarter ended 30.09.2024 Ms. Penelope Fowler was appointed as a member of Stakeholders Relationship Committee with effect from 01.08.2024

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00043265	SHIKHA SANJAYA SHARMA	Non-Executive - Independent Director	Chairperson	01-08-2019	01-08-2024	Textual Information(1)
2	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(2)
3	00871445	NEELAM DHAWAN	Non-Executive - Independent Director	Member	01-08-2024		
4	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024		
5	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	14-05-2022		
6	01186248	THOTHALA NARAYANASAMY MANOHARAN	Non-Executive - Independent Director	Member	31-07-2014	01-08-2024	Textual Information(3)
7	02026219	TARUN BAJAJ	Non-Executive - Independent Director	Member	01-08-2024		Textual Information(4)

Sr Text Block	
Textual Information(1)	During the quarter ended 30.09.2024 Dr. Shikha Sharma ceased as a Member of the Stakeholders Relationship Committee w.e.f 31.07.2024
Textual Information(2)	Dr. Mukti Khaire was appointed as Member of Risk Management Committee with effect from 01.08.2019 i.e. her initial date of appointment. Dr. Mukti Khaire has been appointed as Chairperson of Risk Management Committee with effect from 01.08.2024.
Textual Information(3)	Mr. T.N. Manoharan ceased to be Independent Director with effect from 01.08.2024 consequent to the completion of his second term. Consequently, he also ceased to be member of Risk Management Committee from said date.
Textual Information(4)	During the quarter ended 30th September, 2024 Mr. Tarun Bajaj was appointed as a Member of Risk Management Committee with effect from 01st August, 2024.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08339247	MOHIT JOSHI	Executive Director	Chairperson	20-12-2023		
2	00005290	HAIGREVE KHAITAN	Non-Executive - Independent Director	Member	01-08-2019		
3	00009420	MEKA RAJYALAKSHMI RAO	Non-Executive - Independent Director	Member	07-11-2013	01-08-2024	Textual Information(1)
4	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024		
5	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Member	01-08-2019	01-08-2024	Textual Information(2)
6	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	14-05-2022		

Sr Text Block	
Textual Information(1)	Ms. Meka Rajyalakshmi Rao ceased to be Independent Director with effect from 01.08.2024 consequent to the completion of her second term. Consequently, she also ceased to be member of Corporate Social Responsibility Committee from said date.
Textual Information(2)	During the quarter ended 30.09.2024 Dr. Mukti Khaire ceased as a Member of the Corporate Social Responsibility Committee w.e.f 01.08.2024.

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	25-04-2024				Yes	10	10	6
2		25-07-2024	90		Yes	12	12	6

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)				
1	Audit Committee	24-04-2024				Yes	4	4	3	0
2	Audit Committee	25-07-2024	91			Yes	4	4	3	0
3	Nomination and remuneration committee	24-04-2024				Yes	4	4	3	0
4	Nomination and remuneration committee	26-07-2024	92			Yes	4	4	3	0
5	Stakeholders Relationship Committee	25-04-2024				Yes	5	5	3	0
6	Stakeholders Relationship Committee	25-07-2024	90			Yes	5	5	3	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	24-04-2024				Yes	5	5	4	0
8	Risk Management Committee	25-07-2024	91			Yes	5	5	4	0
9	Corporate Social Responsibility Committee	24-04-2024				Yes	6	6	4	0

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	RUCHIE KHANNA
2	Designation	Company Secretary and Compliance Officer

Annexure III				
III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

Annexure III		
1	Name of signatory	RUCHIE KHANNA
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	Loans / Guarantees / Comfort Letters / Securities were not provided

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	RUCHIE KHANNA
Designation of person	Company Secretary and Compliance Officer
Place	PUNE
Date	17-10-2024

