

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 Type	Quarterly
Date of Quarter Ending	31-12-2024
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No The intimation for acquisition made during the quarter was filed separately with the Exchanges. There are no other acquisitions made by the Company for the quarter ended December 31, 2024. Hence Nil reporting.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No The intimation for penalty imposed during the quarter was filed separately with the Exchanges. There is no other penalty imposed on the Company during the quarter ended December 31, 2024. Hence Nil reporting.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	t00051
Reason For No SCORE ID	
Type of Submission	Revision
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

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	MUKTI VISHVANATH KHAIRE		08356551	Non-Executive - Independent Director	Not Applicable		15-09-1973
7	Ms	NEELAM DHAWAN		00871445	Non-Executive - Independent Director	Not Applicable		22-10-1959
8	Ms	PENELOPE FOWLER		09591815	Non-Executive - Independent Director	Not Applicable		16-10-1963
9	Mr	PUNEET RENJHEN		09498488	Non-Executive - Non Independent Director	Not Applicable		27-03-1978
10	Ms	SHIKHA SANJAYA SHARMA		00043265	Non-Executive - Independent Director	Not Applicable		19-11-1958
11	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

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) & reg. 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	01-10-2024		2	0	3	0	Others		
5	NA		01-08-2019	01-08-2024		65	6	6	6	1			
6	NA		01-08-2019	01-08-2024		65	1	1	1	0			
7	NA		26-07-2024	26-07-2024		5	4	3	7	3			
8	NA		26-07-2022	26-07-2022		29	1	1	1	0			
9	NA		01-10-2024	30-11-2024			3	0	4	0			
10	NA		01-08-2019	01-08-2024		65	5	4	4	0			
11	NA		26-07-2024	26-07-2024		5	4	4	4	1			

Text Block

Textual Information(1)

The names of the Directors are mentioned as per their PAN. 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. 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. 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. 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. 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. Puneet Renjhen was appointed as an Additional Director (Non-Executive) of the Company with effect from 01.10.2024. The Shareholders approved Mr. Renjhens appointment as the Non-Executive Director of the Company by way of Postal Ballot through electronic voting concluded on 30.11.2024.. Amarjyoti Barua was appointed as an 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. Amarjyoti Barua ceased to be Non-Executive Director of the Company with effect from 01.10.2024 in view of his other work commitments. The details of other Directorship and Committee positions of Amarjyoti Barua is given as on date of cessation i.e. 01.10.2024

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	02026219	TARUN BAJAJ	Non-Executive - Independent Director	Chairperson	01-08-2024		
2	00005290	HAIGREVE KHAITAN	Non-Executive - Independent Director	Member	14-05-2022		
3	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Member	01-08-2024		
4	09498488	PUNEET RENJHEN	Non-Executive - Non Independent Director	Member	19-10-2024		Textual Information(1)
5	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024	01-10-2024	Textual Information(2)

Sr Text Block

Textual Information(1)	During the quarter ended 31.12.2024, Mr. Puneet Renjhen was appointed as Member of the Audit Committee with effect from 19.10.2024
Textual Information(2)	During the quarter ended 31.12.2024, Mr. Amarjyoti Barua ceased to be Non-Executive Director of the Company with effect from 01.10.2024 in view of his other work commitments. Consequently, he also ceased to be a Member of the Audit Committee from the said date.

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	00043265	SHIKHA SANJAYA SHARMA	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(1)
2	02719429	ANISH D SHAH	Non-Executive - Non Independent Director	Member	26-04-2021		
3	00005290	HAIGREVE KHAITAN	Non-Executive - Independent Director	Member	01-08-2024		
4	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Member	01-08-2019		

Sr Text Block

Textual Information(1)

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.

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	09498488	PUNEET RENJHEN	Non-Executive - Non Independent Director	Member	19-10-2024		Textual Information(2)
4	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	01-08-2024		
5	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024	01-10-2024	Textual Information(3)

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)	During the quarter ended 31.12.2024, Mr. Puneet Renjhen was appointed as Member of the Stakeholders Relationship Committee with effect from 19.10.2024
Textual Information(3)	During the quarter ended 31.12.2024, Mr. Amarjyoti Barua ceased to be Non-Executive Director of the Company with effect from 01.10.2024 in view of his other work commitments. Consequently, he also ceased to a Member of the Stakeholders Relationship Committee from the said date.

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	08356551	MUKTI VISHVANATH KHAIRE	Non-Executive - Independent Director	Chairperson	01-08-2019		Textual Information(1)
2	00871445	NEELAM DHAWAN	Non-Executive - Independent Director	Member	01-08-2024		
3	09498488	PUNEET RENJHEN	Non-Executive - Non Independent Director	Member	19-10-2024		Textual Information(2)
4	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	14-05-2022		
5	02026219	TARUN BAJAJ	Non-Executive - Independent Director	Member	01-08-2024		
6	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024	01-10-2024	Textual Information(3)

Sr Text Block

Textual Information(1)	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(2)	During the quarter ended 31.12.2024, Mr. Puneet Renjhen was appointed as Member of the Risk Management Committee with effect from 19.10.2024
Textual Information(3)	During the quarter ended 31.12.2024, Mr. Amarjyoti Barua ceased to be Non-Executive Director of the Company with effect from 01.10.2024 in view of his other work commitments. Consequently, he also ceased to a Member of the Risk Management Committee from the said date.

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	09498488	PUNEET RENJHEN	Non-Executive - Non Independent Director	Member	19-10-2024		Textual Information(1)
4	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	14-05-2022		
5	09202472	AMARJYOTI BARUA	Non-Executive - Non Independent Director	Member	18-05-2024	01-10-2024	Textual Information(2)

Sr Text Block

Textual Information(1)	During the quarter ended 31.12.2024, Mr. Puneet Renjhen was appointed as Member of the CSR Committee with effect from 19.10.2024
Textual Information(2)	During the quarter ended 31.12.2024 Mr. Amarjyoti Barua ceased to be Non-Executive Director of the Company with effect from 01.10.2024 in view of his other work commitments. Consequently, he also ceased to a Member of the CSR Committee from the said date.

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				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*
Sr. No.	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)					
1	25-07-2024				Yes	12	12	6
2		19-10-2024	85		Yes	10	10	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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)
1	Audit Committee	25-07-2024				Yes	4	4	3	0
2	Audit Committee	18-10-2024	84			Yes	3	3	3	0
3	Nomination and remuneration committee	26-07-2024				Yes	4	4	3	0
4	Nomination and remuneration committee	19-10-2024	84			Yes	4	4	3	0
5	Stakeholders Relationship Committee	25-07-2024				Yes	5	5	3	0
6	Stakeholders Relationship Committee	18-10-2024	84			Yes	3	3	2	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	25-07-2024				Yes	5	5	4	0
8	Risk Management Committee	18-10-2024	84			Yes	4	4	4	0
9	Corporate Social Responsibility Committee	19-10-2024	0			Yes	3	3	2	0

Annexure 1

V. 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

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	07-02-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	4
No. of investor complaints disposed off during the Quarter	4
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	The Commissioner of Central Excise, Pune-1	09-08-2016	1. Commissioner of Service Tax raised service tax demand, interest and penalty for reverse charge on onsite services rendered by overseas branches for the period May 2008 to July 2013. The Hon'ble CESTAT has passed an order in favour of the Company. 2. The Department has filed an appeal before the Hon'ble SC.	No change in the status of litigation.
2	1) Central Board of Direct Taxes, Dept of Revenue, Ministry of Finance, Government of India 2) Commissioner of Income Tax, Hyderabad	16-08-2011	The disputes are mainly on account of Taxing of Fictitious Income, denial of deduction u/s 10A on Real Income and grant of correct Foreign Tax Credits. The matter was pending for adjudication before the Hon'ble Telangana High Court.	The matter is heard by the Hon'ble Telangana High Court and the order is awaited as on December 31, 2024.

