

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	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	30-06-2025	
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 March 31, 2025. 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?	Yes	
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	Original	
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	HAIGREVE KHAITAN		00005290	Non-Executive - Independent Director	Not Applicable		13-07-1970
5	Ms	MUKTI VISHVANATH KHAIRE		08356551	Non-Executive - Independent Director	Not Applicable		15-09-1973
6	Ms	NEELAM DHAWAN		00871445	Non-Executive - Independent Director	Not Applicable		22-10-1959
7	Ms	PENELOPE FOWLER		09591815	Non-Executive - Independent Director	Not Applicable		16-10-1963
8	Mr	PUNEET RENJHEN		09498488	Non-Executive - Non Independent Director	Not Applicable		27-03-1978
9	Ms	SHIKHA SANJAYA SHARMA		00043265	Non-Executive - Independent Director	Not Applicable		19-11-1958
10	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

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		01-08-2019	01-08-2024		71	5	5	5	1			
5	NA		01-08-2019	01-08-2024		71	1	1	1	0			
6	NA		26-07-2024	26-07-2024		11	4	4	6	2			
7	NA		26-07-2022	26-07-2022		35	1	1	1	0			
8	NA		01-10-2024	30-11-2024			3	0	4	0			
9	NA		01-08-2019	01-08-2024		71	5	4	4	0			
10	NA		26-07-2024	26-07-2024		11	4	4	5	1			

Text Block	
Textual Information(1)	<p>The Name of the Directors are mentioned as per their PAN. The disclosure includes chairperson/membership of the Audit Committee and Stakeholders Relationship Committee in Indian public companies (listed and unlisted) and Membership includes Chairperson position. 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 &amp; 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 &amp; 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. Puneet Renjhens appointment as the Non-Executive Director of the Company by way of Postal Ballot through electronic voting concluded on 30.11.2024.</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	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		

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		
4	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	01-08-2024		

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.

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		
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		
4	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	14-05-2022		
5	02026219	TARUN BAJAJ	Non-Executive - Independent Director	Member	01-08-2024		

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	09498488	PUNEET RENJHEN	Non-Executive - Non Independent Director	Member	19-10-2024		
4	09591815	PENELOPE FOWLER	Non-Executive - Independent Director	Member	14-05-2022		

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. 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)	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	17-01-2025				Yes	10	10	6
2		24-04-2025	96		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	17-01-2025				Yes	4	4	3	0
2	Audit Committee	24-04-2025	96			Yes	4	4	3	0
3	Nomination and remuneration committee	16-01-2025				Yes	4	4	3	0
4	Nomination and remuneration committee	23-04-2025	96			Yes	4	4	3	0
5	Stakeholders Relationship Committee	16-01-2025				Yes	4	4	2	0
6	Stakeholders Relationship Committee	23-04-2025	96			Yes	4	4	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	16-01-2025				Yes	5	5	4	0
8	Risk Management Committee	23-04-2025	96			Yes	5	5	4	0
9	Corporate Social Responsibility Committee	23-04-2025				Yes	4	4	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	15-07-2025

<b>Investor Grievance Details</b>	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	3
No. of investor complaints disposed off during the Quarter	3
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	State of Washington Department of Revenue PO Box 47476 Olympia, WA 98504-7476.	The Company has received an order from the State of Washington Department of Revenue imposing penalty of INR 11,24,668/- (USD 13,062.50) under section WAC 458-20-228 of Washington Excise Tax Rules.	13-06-2025	The order has been passed in connection with non payment of tax due for the month of April 2025 due to technical issue.	Based on the Company's assessment, a waiver will be filed and does not reasonably expect the said Order to have any material financial impact on the Company.
2	Mr. Neeraj Tayal Office of the Superintendent of Central Tax Seethammapeta CGST Range	Office of the Superintendent of Central Tax Seethammapeta CGST Range State/UT : Andhra Pradesh Visakhapatnam North CGST Division imposing a penalty u/s 74 of CGST Act, 2017 amounting to Rs 42,229/	25-06-2025	The penalty has been imposed due to discrepancies between GSTR1 and GSTR3B, resulting in a 10% penalty on the total taxable value.	The Company has assessed that an order was issued in February 2025 under section 73. The department subsequently issued the same order under section 74, resulting in a duplicate order with different sections. As a result, the Company will file a reply to the order and is hopeful of a favorable outcome at the appellate level. The Company does not reasonably expect this Order to have any material financial impact.
3	Assessment Unit, Income Tax Department	Penalty amounting to INR 2,60,421 has been levied under the provisions of section 270 of the Income Tax Act, 1961 vide order date 30th June 2025. Against the said order, Thirdware Solutions Limited (now merged with Tech Mahindra Limited) is evaluating whether to file an appeal before the Commissioner of Income Tax (Appeals) considering the materiality of the amount and the chances of getting a favorable order	30-06-2025	The penalty has been imposed on the Company under the provisions of section 270A of the Income Tax Act, 1961.	Based on the Company's assessment, an appeal may be filed, based on judicial pronouncements and factual position, and the Company does not reasonably expect the said Order to have any material financial impact with respect to the Company.

**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-I	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.

