

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : F64196454

Service Request Date : 12/09/2023

Payment made into : Indian Bank

Received From :

Name : JAYAVANT BHAGWAN BHAVE
Address : Flat No. 9, Karan Aniket, 5th Floor
Plot No. 37, Shri Varanasi Co-op. Soc. Ltd. Warje
Pune, Maharashtra
IN - 411058

Entity on whose behalf money is paid

CIN: L64200MH1986PLC041370
Name : TECH MAHINDRA LIMITED
Address : GATEWAY BUILDING, APOLLO BUNDER, NA

MUMBAI, Maharashtra
India - 400001

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2023	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - Indian Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L64200MH1986PLC041370

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACM3484F

(ii) (a) Name of the company

TECH MAHINDRA LIMITED

(b) Registered office address

GATEWAY BUILDING, APOLLO BUNDER, NA
MUMBAI
Mumbai City
Maharashtra
400001

(c) *e-mail ID of the company

anil.khatri@techmahindra.com

(d) *Telephone number with STD code

02066018100

(e) Website

www.techmahindra.com

(iii) Date of Incorporation

24/10/1986

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE LIMITED	1
2	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

27/07/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	J6	Computer programming, consultancy and related activities	87.6
2	J	Information and communication	J7	Data processing, hosting and related activities; web portal	12.4

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

179

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Tech Mahindra (Americas) Inc.		Subsidiary	100

2	Tech Mahindra Consulting Gro		Subsidiary	100
3	Mad*Pow Media Solutions, LLC		Subsidiary	100
4	Tech Mahindra Credit Solution		Subsidiary	100
5	Zen3 Infosolutions (America) In		Subsidiary	100
6	Zen3 Infosolutions Private Lim	U72200TG2015PTC102411	Subsidiary	100
7	Digital OnUs, Inc.		Subsidiary	100
8	Tech Mahindra Mexico Cloud S		Subsidiary	100
9	Digitalops Technology Private	U74999MH2017FTC296251	Subsidiary	100
10	Healthnxt Inc.		Subsidiary	100
11	Eventus Solutions Group, LLC		Subsidiary	100
12	Brainscale Inc.		Subsidiary	100
13	Activus Connect LLC		Subsidiary	100
14	Activus Connect PR LLC		Subsidiary	100
15	Allyis, Inc.		Subsidiary	100
16	Allyis Technologies S.R.L		Subsidiary	100
17	Allyis Technology Solutions So		Subsidiary	100
18	Allyis India Private Limited	U72900TG2014PTC157012	Subsidiary	100
19	Saffronic Inc.		Subsidiary	100
20	Netops.AI Inc.		Subsidiary	100
21	Tech Mahindra Limited SPC		Subsidiary	100
22	Tech Mahindra LLC		Subsidiary	100
23	Tech Mahindra Egypt Technolo		Subsidiary	100
24	Tech Mahindra Cerium Private	U72200KA2013PTC070882	Subsidiary	85
25	Tech Mahindra Cerium System		Subsidiary	85
26	Tech Mahindra Cerium System		Subsidiary	85

27	Begin Private Limited	U72900HR2021PTC094680	Subsidiary	100
28	Thirdware Solution Limited	U72900MH1995PLC089765	Subsidiary	100
29	Thirdware Solution Inc.		Subsidiary	100
30	Tech Mahindra GmbH		Subsidiary	100
31	TechM IT-Services GmbH		Subsidiary	100
32	Tech Mahindra Norway AS		Subsidiary	100
33	Tech Mahindra Luxembourg S.		Subsidiary	100
34	Beris Consulting GmbH		Subsidiary	100
35	Lineas Informationstechnik Gm		Subsidiary	100
36	Tech Mahindra (Singapore) Pte		Subsidiary	100
37	Born Group Pte Limited		Subsidiary	100
38	Group FMG Holdings B.V.		Subsidiary	100
39	Born Digital Sdn Bhd		Subsidiary	100
40	Born London Limited		Subsidiary	100
41	Born Group Inc		Subsidiary	100
42	TM Born Group CR Sociedad de		Subsidiary	100
43	Born Group HK Company Limit		Subsidiary	100
44	We Make Websites Limited		Subsidiary	100
45	We Make Websites Inc.		Subsidiary	100
46	Tenzing Limited		Subsidiary	100
47	Tenzing Australia Limited		Subsidiary	100
48	Tech Mahindra Digital Pty Ltd		Subsidiary	100
49	GEOMATIC.AI PTY LTD		Subsidiary	80
50	Tech Mahindra Technology Se		Subsidiary	100
51	Tech Mahindra (Thailand) Limi		Subsidiary	100

52	PT Tech Mahindra Indonesia		Subsidiary	100
53	Tech Mahindra ICT Services (M		Subsidiary	100
54	Tech Mahindra (Beijing) IT Serv		Subsidiary	100
55	Tech Mahindra (Nigeria) Limite		Subsidiary	100
56	Tech Mahindra Bahrain Ltd W.L		Subsidiary	100
57	Tech Mahindra (Shanghai) Co.		Subsidiary	100
58	Tech Mahindra (Nanjing) Co. Li		Subsidiary	100
59	Tech Mahindra Technologies In		Subsidiary	100
60	The Bio Agency Ltd		Subsidiary	100
61	Tech Mahindra Vietnam Comp		Subsidiary	100
62	NTH Dimension Ltd		Subsidiary	100
63	Tech Mahindra IT Services NL E		Subsidiary	100
64	Tech Mahindra Sweden AB		Subsidiary	100
65	Tech Mahindra Chile SpA		Subsidiary	100
66	Tech Mahindra Spain S.L.		Subsidiary	100
67	Tech Mahindra France		Subsidiary	100
68	Tech Mahindra Defence Techn	U72900MH2021PLC364803	Subsidiary	100
69	Tech Mahindra Holdco Pty Lim		Subsidiary	100
70	Tech Mahindra South Africa (P		Subsidiary	100
71	Citisoft, Inc.		Subsidiary	100
72	Tech Mahindra Servicios De Inf		Subsidiary	100
73	Tech Mahindra Servicios Ltda		Subsidiary	100
74	Tech Mahindra De Mexico S.DE		Subsidiary	100
75	Satyam Venture Engineering S	U72200TG2000PTC033213	Subsidiary	50
76	Satyam Venture Engineering S		Subsidiary	50

77	Satven GmbH		Subsidiary	50
78	vCustomer Philippines Inc.,		Subsidiary	100
79	vCustomer Philippines (Cebu),		Subsidiary	100
80	Tech Mahindra London Limited		Subsidiary	100
81	TC Inter-Informatics a.s.		Subsidiary	100
82	Tech Mahindra Communicatio		Subsidiary	100
83	Perigord Asset Holdings Limite		Subsidiary	84
84	Perigord Premedia Limited		Subsidiary	84
85	Perigord Data Solutions Limite		Subsidiary	84
86	Perigord Premedia USA Inc.		Subsidiary	84
87	August Faller Artwork Solution		Subsidiary	84
88	Perigord Premedia (India) Private	U72300TG2015FTC099343	Subsidiary	100
89	Perigord Data Solutions (India) Private	U72900MH2018FTC389871	Subsidiary	100
90	COM TEC CO IT LTD		Subsidiary	100
91	CTCo SIA		Subsidiary	100
92	CTDev LLC		Subsidiary	100
93	Tech Mahindra Arabia Limited		Subsidiary	100
94	Comviva International Netherl		Subsidiary	100
95	Comviva Technologies Limited	U72200HR1999PLC041214	Subsidiary	99.99
96	Comviva Technologies Nigeria		Subsidiary	99.99
97	Comviva Technologies FZ-LLC		Subsidiary	99.99
98	Comviva Technologies Madag		Subsidiary	99.99
99	Comviva Technologies Americ		Subsidiary	99.99

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	1,818,600,000	974,147,475	974,147,475	974,147,475
Total amount of equity shares (in Rupees)	9,093,000,000	4,870,737,375	4,870,737,375	4,870,737,375

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Share Capital				
Number of equity shares	1,818,600,000	974,147,475	974,147,475	974,147,475
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	9,093,000,000	4,870,737,375	4,870,737,375	4,870,737,375

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	909,420	970,924,059	971833479	4,859,167,3	4,859,167,3	

Increase during the year	0	2,432,785	2432785	11,569,980	11,569,980	437,877,191
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	2,313,996	2313996	11,569,980	11,569,980	437,877,191
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	
x. Others, specify Demat		118,789	118789			
Decrease during the year	118,789	0	118789	0	0	0
i. Buy-back of shares	0	0	0	0	0	
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify Demat	118,789		118789			
At the end of the year	790,631	973,356,844	974147475	4,870,737,3	4,870,737,3	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE669C01036

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐

Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☒

No

☐

Not Applicable

Separate sheet attached for details of transfers

☒

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

426,572,821,690

(ii) Net worth of the Company

252,032,317,807

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	248,463,703	25.51	0	
10.	Others TML Benefit Trust - through Mr. M	94,235,629	9.67	0	
	Total	342,699,332	35.18	0	0

Total number of shareholders (promoters)

4

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	97,214,438	9.98	0	
	(ii) Non-resident Indian (NRI)	9,872,657	1.01	0	
	(iii) Foreign national (other than NRI)	135,750	0.01	0	
2.	Government				
	(i) Central Government	1,645,773	0.17	0	
	(ii) State Government	1,632	0	0	
	(iii) Government companies	232	0	0	
3.	Insurance companies	110,779,779	11.37	0	
4.	Banks	1,702,044	0.17	0	
5.	Financial institutions	279	0	0	
6.	Foreign institutional investors	1,876	0	0	
7.	Mutual funds	125,937,284	12.93	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,580,756	0.47	0	
10.	Others Alternate Investment Fund:	279,575,643	28.7	0	
	Total	631,448,143	64.81	0	0

Total number of shareholders (other than promoters)

967,436

**Total number of shareholders (Promoters+Public/
Other than promoters)**

967,440

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
STICHTING PENSIOEN	STANDARD CHARTERED BANK SEC			1,408	0
CREDIT SUISSE FIRST E	CITIBANK N.A. CUSTODY SERVICES			468	0

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	4	4
Members (other than promoters)	731,449	967,436
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	9	1	9	0.78	0.03
(i) Non-Independent	1	3	1	3	0.78	0.03
(ii) Independent	0	6	0	6	0	0
C. Nominee Directors representing	0	0	0	0	0	0

(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	9	1	9	0.78	0.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Anand G. Mahindra	00004695	Director	188,552	
C. P. Gurnani	00018234	Managing Director	7,604,059	
Anish Shah	02719429	Director	0	
Haigreve Khaitan	00005290	Director	0	
M. Rajyalakshmi Rao	00009420	Director	0	
Manoj Bhat	05205447	Director	112,222	
Mukti Khaire	08356551	Director	0	
Penelope Fowler	09591815	Director	0	
Shikha Sharma	00043265	Director	0	
T. N. Manoharan	01186248	Director	29,387	
Rohit Anand	AGNPA6745R	CFO	8,250	
Anil Khatri	ABGPK1615G	Company Secretar	12,400	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Penelope Fowler	09591815	Director	13/05/2022	Appointed as an Additional Director
Milind Kulkarni	AAGPK5060Q	CFO	31/05/2022	Ceased as Chief Financial Officer
Rohit Anand	AGNPA6745R	CFO	01/06/2022	Appointed as Chief Financial Officer
Penelope Fowler	09591815	Director	26/07/2022	Change in Designation to Independent Director
C. P. Gurnani	00018234	Managing Director	10/08/2022	Re-appointment as Managing Director

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	26/07/2022	940,288	142	0

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	13/05/2022	9	8	88.89
2	25/07/2022	10	10	100
3	01/11/2022	10	10	100
4	30/01/2023	10	10	100
5	11/03/2023	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

19

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	13/05/2022	3	3	100
2	Audit Committee	25/07/2022	4	4	100
3	Audit Committee	31/10/2022	4	4	100
4	Audit Committee	30/01/2023	4	4	100
5	Nomination and Remuneration	25/04/2022	4	4	100
6	Nomination and Remuneration	26/07/2022	4	4	100
7	Nomination and Remuneration	01/11/2022	4	4	100
8	Nomination and Remuneration	31/01/2023	4	4	100
9	Nomination and Remuneration	11/03/2023	4	3	75
10	Corporate Social Responsibility	25/04/2022	5	4	80

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/07/2023
								(Y/N/NA)
1	Anand G. Mahajan	5	5	100	0	0	0	Yes
2	C. P. Gurnani	5	5	100	6	6	100	Yes
3	Anish Shah	5	5	100	7	7	100	Yes
4	Haigreave Khairnar	5	5	100	9	8	88.89	Yes
5	M. Rajyalakshmi	5	5	100	9	9	100	Yes
6	Manoj Bhat	5	5	100	14	14	100	Yes
7	Mukti Khaire	5	3	60	15	14	93.33	Yes
8	Penelope Fowles	4	4	100	4	4	100	Yes
9	Shikha Sharma	5	5	100	10	10	100	Yes
10	T. N. Manohar	5	5	100	13	13	100	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	C. P. Gurnani	Managing Director	27,417,600	24,720,000	255,663,820	0	307,801,420
	Total		27,417,600	24,720,000	255,663,820	0	307,801,420

Number of CEO, CFO and Company secretary whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Milind Kulkarni	CFO	3,154,785			185,000	3,339,785
2	Rohit Anand	CFO	13,405,167			586,800	13,991,967
3	Anil Khatri	Company Secretary	6,531,144		2,786,712	248,880	9,566,736
	Total		23,091,096	0	2,786,712	1,020,680	26,898,488

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anand Mahindra	Non-Executive Director	0	13,968,900	0	0	13,968,900
2	Anish Shah	Non-Executive Director	0	8,217,000	0	0	8,217,000
3	Haigreave Khaitan	Independent Director	0	9,038,700	0	0	9,038,700
4	Manoj Bhat	Non-Executive Director	0	9,038,700	0	0	9,038,700
5	M. Rajyalakshmi Raju	Independent Director	0	8,217,000	0	0	8,217,000
6	Mukti Khaire	Independent Director	0	9,449,550	0	0	9,449,550
7	Penelope Fowler	Independent Director	0	9,038,700	0	0	9,038,700
8	Shikha Sharma	Independent Director	0	9,038,700	0	0	9,038,700
9	T.N. Manoharan	Independent Director	0	9,860,400	0	0	9,860,400
	Total		0	85,867,650	0	0	85,867,650

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Jayavant B. Bhawe

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

3068

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

CHANDER
PRAKASH
GURNANI
Digitally signed by
CHANDER
PRAKASH GURNANI
Date: 2023.09.12
11:55:56 +05'30'

DIN of the director

To be digitally signed by

Anil
Mohania
Khatri
Digitally signed by
Anil Mohania Khatri
Date: 2023.09.12
11:55:13 +05'30'

- ☒ Company Secretary
- ☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Share transfer details.pdf
TML_MGT 8-2022-23-signed.pdf
2 Annexure to TML Form MGT 7 FY 2022-
Details of subsidiary joint venture and asso

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

ANNEXURES TO TECH MAHINDRA LIMITED MGT-7 FOR THE FINANCIAL YEAR 2022-23**C. COMMITTEE MEETINGS****Number of committee meetings held**

Details of 10 committee meetings already filled in Form MGT-7 and the details of balance meetings are mentioned hereunder:

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
11.	Corporate Social Responsibility Committee	01/11/2022	6	6	80
12.	Stakeholders Relationship Committee	26/07/2022	5	5	100
13.	Stakeholders Relationship Committee	31/10/2022	5	5	100
14.	Stakeholders Relationship Committee	31/01/2023	5	5	100
15.	Investment Committee	06/03/2023	6	6	100
16.	Risk Management Committee	25/04/2022	5	5	100
17.	Risk Management Committee	25/07/2022	5	5	100
18.	Risk Management Committee	31/10/2022	5	5	100
19.	Risk Management Committee	31/01/2023	5	5	100

ANNEXURES TO TECH MAHINDRA LIMITED MGT-7 FOR THE FINANCIAL YEAR 2022-23**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)**

Details of 99 Subsidiaries are already filled in the Form MGT-7 and balance are mentioned herein below:

S. No.	Name of the Company	CIN/FCRN	Holding/Subsidiary/ Associate/Joint Venture	% of shares held
100	YABX Technologies (Netherlands) B.V.		Subsidiary	99.99
101	Yabx India Private Limited	U74999HR2020PTC087507	Subsidiary	99.79
102	Comviva Technologies B.V.		Subsidiary	99.99
103	Comviva Technologies (Australia) Pty Ltd		Subsidiary	99.99
104	Comviva Technologies (Argentina) S.A		Subsidiary	99.99
105	Comviva Technologies do Brasil Industria, Comercio, Importacao e Exportacao Ltda		Subsidiary	99.99
106	Comviva Technologies Colombia S.A.S		Subsidiary	99.99
107	Comviva Technologies Myanmar Limited		Subsidiary	99.99
108	Comviva Technologies USA Inc		Subsidiary	99.99
109	Comviva Technologies Cote D'ivoire		Subsidiary	99.99
110	Sofgen Holdings Limited		Subsidiary	100
111	Sofgen Africa Limited		Subsidiary	100
112	Tech Mahindra (Switzerland) SA		Subsidiary	100
113	Tech Mahindra Global Chess League AG		Subsidiary	100
114	LCC Middle East FZ-LLC		Subsidiary	100
115	LCC Muscat LLC		Subsidiary	100
116	Lightbridge Communication Corporation LLC		Subsidiary	49

117	Tech Mahindra Network Services International Inc.,		Subsidiary	100
118	LCC Central America de Mexico, SA de CV		Subsidiary	100
119	LCC Europe B.V		Subsidiary	100
120	LCC France SARL		Subsidiary	100
121	LCC North Central Europe, B.V.		Subsidiary	100
122	LCC Deployment Services UK Limited		Subsidiary	100
123	LCC Networks Poland Sp.z.o.o		Subsidiary	100
124	LCC Wireless Communications Espana, SA		Subsidiary	100
125	LCC Wireless Communications Services Marox, SARLAU		Subsidiary	100
126	LCC United Kingdom Limited		Subsidiary	100
127	LCC Design and Deployment Services Ltd.		Subsidiary	100
128	LCC Engineering & Deployment Services Misr, Ltd		Subsidiary	100
129	LCC Saudi Arabian Telecom Services Co Ltd		Subsidiary	100
130	Leadcom Integrated Solutions International B.V.		Subsidiary	100
131	Leadcom Integrated Solutions (L.I.S.) Ltd.		Subsidiary	100
132	Leadcom Ghana Limited		Subsidiary	100
133	Leadcom Gabon S.A.		Subsidiary	49
134	Leadcom Uganda Limited		Subsidiary	100
135	Leadcom DRC SPRL		Subsidiary	100
136	Leadcom Integrated Solutions Tanzania Ltd.		Subsidiary	100
137	Leadcom Integrated Solutions Rwanda Ltd.		Subsidiary	100
138	Coniber S.A.		Subsidiary	100

139	Tech-Mahindra de Peru S.A.C.		Subsidiary	100
140	Tech-Mahindra Guatemala S.A		Subsidiary	100
141	Tech-Mahindra Bolivia S.R.L.		Subsidiary	100
142	Tech-Mahindra Ecuador S.A		Subsidiary	100
143	Tech-Mahindra Panama, S.A.		Subsidiary	100
144	Tech Mahindra Costa Rica Sociedad Anonima		Subsidiary	100
145	Tech Mahindra Colombia S.A.S		Subsidiary	100
146	Tech-Mahindra S.A		Subsidiary	100
147	Leadcom Integrated Solutions Kenya Limited		Subsidiary	100
148	Leadcom Integrated Solutions Myanmar Co., Ltd		Subsidiary	100
149	Leadcom Integrated Solutions (SPV) SAS		Subsidiary	100
150	STA Dakar		Subsidiary	100
151	Societe deTelecommunications Africaine (STA) Abidjan		Subsidiary	100
152	Leadcom Network Services PLC		Subsidiary	100
153	PF Holdings B.V.		Subsidiary	60
154	Pininfarina S.p.A.		Subsidiary	47.3
155	Pininfarina of America Corp.		Subsidiary	47.3
156	Pininfarina Deutschland Gmbh		Subsidiary	47.3
157	Pininfarina Shanghai Co., Ltd		Subsidiary	47.3
158	Pininfarina Engineering S.R.L		Subsidiary	47.3
159	Tech Mahindra Fintech Holdings Limited		Subsidiary	100
160	Target Group Limited		Subsidiary	100
161	Target Servicing Limited		Subsidiary	100

162	Elderbridge Limited		Subsidiary	100
163	Harlosh Limited		Subsidiary	100
164	The CJS Solutions Group, LLC		Subsidiary	100
165	Healthcare Clinical Informatics Ltd		Subsidiary	100
166	HCI Group Australia Pty Ltd		Subsidiary	100
167	Mahindra Educational Institutions	U80300TG2013NPL086878	Subsidiary	100
168	Tech Mahindra Foundation	U85310MH2006NPL160651	Subsidiary	100
169	Avion Networks, Inc.,		Associate	30
170	SARL Djazatech		Associate	49
171	EURL LCC UK Algeria		Associate	49
172	Goodmind S.r.l.		Associate	9.46
173	Signature S.r.l.		Associate	11.35
174	Infotek Software and Systems Private Limited	U72200PN2000PTC015094	Associate	18.09
175	Vitaran Electronics Private Limited	U30007PN2006PTC129356	Associate	18.09
176	Huoban Energy 6 Private Limited	U40200TG2021PTC156675	Associate	26
177	SCTM Engineering Corporation		Joint Venture	50
178	SWFT Technologies Limited		Joint Venture	25
179	Surance Ltd.		Joint Venture	25

TECH MAHINDRA LIMITED							
Details of shares/debentures transfers from 01. 04.2022 - 31.03.2023							
Transfer Date	Type	Equity Shares	Amount Per Equity Shares	Transferor Folio	Transferor Name	Transfree Folio	Transfree Name
'04/04/2022	Equity	940	5	'00001242	POOJA MEHRA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'08/04/2022	Equity	468	5	'00002765	AREHANA SHARMA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'08/04/2022	Equity	588	5	'00003054	VINITA BAHETI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'08/04/2022	Equity	1408	5	'00004127	VINITA BAHETI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'12/04/2022	Equity	470	5	'00001649	NAVNEET MAHESHWARI	'0004187	NAVNEET KUMAR MALPANI
'15/04/2022	Equity	232	5	'00003077	RUPALI SAHA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'18/04/2022	Equity	940	5	'00002791	SUVARNA RAVINDRANATH BHANGALE	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'02/05/2022	Equity	33	5	'00002841	BHAGWANDAS SHARDA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'02/05/2022	Equity	44	5	'00003075	VIPUL GOVIL	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'02/05/2022	Equity	33	5	'00003115	BHAGWANDAS SHARDA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'02/05/2022	Equity	420	5	'00001573	L DILIP KUMAR	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'04/05/2022	Equity	940	5	'00001920	R BALA SUBRAMANIAN	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'06/05/2022	Equity	500	5	'00004105	MURLIDHAR DUTTAKUMAR NAIDU	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'10/05/2022	Equity	2068	5	'00000816	SANDHYA LAKSHMI M S	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'16/05/2022	Equity	376	5	'00001033	NITIN R SHAH	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'17/05/2022	Equity	470	5	'00004187	NAVNEET KUMAR MALPANI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'27/05/2022	Equity	188	5	'00000985	MADHVI CHOTAI	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'31/05/2022	Equity	940	5	'00001688	SHASHI KALA REWKA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'03/06/2022	Equity	224	5	'00003042	PATRICIA CHARLOTTE IGNATIUS	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'10/06/2022	Equity	468	5	'00002087	VIDWANS SHWETA JAYPRAKASH	'0004188	VIDWANS JAYPRAKASH SHANKAR
'10/06/2022	Equity	940	5	'00002009	RAJENDRA KUMAR JAIN	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'13/06/2022	Equity	468	5	'00003811	ANUJ KUMAR VIVEKA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'16/06/2022	Equity	940	5	'00002662	KRISHNA KUMAR CHHARIA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'07/07/2022	Equity	64	5	'00004125	NABENDU BHATTACHARJEE	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'08/07/2022	Equity	20	5	'00002909	K PRASAD	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'15/07/2022	Equity	940	5	'00003313	ROBERT F MENEZES	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'18/07/2022	Equity	940	5	'00003367	JOSEPH THOMAS	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'18/07/2022	Equity	940	5	'00003487	MARIUM JOSEPH	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'18/07/2022	Equity	468	5	'00004188	VIDWANS JAYPRAKASH SHANKAR	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'25/07/2022	Equity	4704	5	'00002800	JOSEPH THOMAS	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'27/07/2022	Equity	1880	5	'00003632	RIYAZ AHMAD ABUBAKER JUOLAY	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'28/07/2022	Equity	468	5	'00002691	PRAKASH K.R.	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'01/08/2022	Equity	940	5	'00000923	PUNIT MAHESHWARI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'02/08/2022	Equity	1316	5	'00003209	PHILIP CHACHO MODAYIL	'0004189	CHINNU SUSAN PHILIP
'03/08/2022	Equity	188	5	'00001408	RAJANI J VADHER	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'08/08/2022	Equity	940	5	'00002569	RUCHIRA TRIPATHI	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED

'12/08/2022	Equity	376	5	'00001474	ABDUL SATTAR NANDIDWALA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'12/08/2022	Equity	4	5	'00003898	SANKAR K	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'23/08/2022	Equity	1408	5	'00001683	KALPANA S RANKA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'24/08/2022	Equity	940	5	'00001338	MRS PRITI A DAVE	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'24/08/2022	Equity	232	5	'00000884	RAJINDER KUMAR CHOPRA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'25/08/2022	Equity	940	5	'00002023	BHIKHULAL KATHROTIYA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'26/08/2022	Equity	4	5	'00000402	NEENA MITTAL	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'30/08/2022	Equity	2258	5	'00004011	JIMMY DINSHAW GUZDAR	'0004190	FARZEEN DANESH GUZDAR
'01/09/2022	Equity	940	5	'00002336	V H PREMNATH	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'05/09/2022	Equity	940	5	'00001380	ABDUL AZIZ MEMON	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'05/09/2022	Equity	468	5	'00002872	SITABEND THAKOR	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'09/09/2022	Equity	1408	5	'00000939	BHAGIRATHI M BHAGWAT	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'12/09/2022	Equity	468	5	'00003810	ANUJ KUMAR	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'15/09/2022	Equity	940	5	'00002105	VEENA R PATEL	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'22/09/2022	Equity	1316	5	'00001285	NARENDRA KARU	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'26/09/2022	Equity	468	5	'00001243	SUMIT MEHRA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'28/09/2022	Equity	2258	5	'00004190	FARZEEN DANESH GUZDAR	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'29/09/2022	Equity	4	5	'00003885	S N MALLESWARA RAO	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'29/09/2022	Equity	376	5	'00002189	MEENAKSHI V	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'11/10/2022	Equity	940	5	'00000842	B RAJAT	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'11/10/2022	Equity	1880	5	'00003048	S. PADAMCHAND	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'12/10/2022	Equity	232	5	'00001993	GANDRE	'0004191	KADAMBARI NITIN REGE
'19/10/2022	Equity	468	5	'00002947	K.SAILA BALA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'19/10/2022	Equity	752	5	'00001324	ARADHANA SRIVASTAVA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'31/10/2022	Equity	1880	5	'00002427	P.GEETHA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'01/11/2022	Equity	164	5	'00002993	RICHA BINDAL	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'03/11/2022	Equity	940	5	'00001058	PARESHH A SUBHASH BHAI SHAH	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'04/11/2022	Equity	1408	5	'00001740	RAMESH CHANDRA PATEL	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'04/11/2022	Equity	940	5	'00002912	POOJA VIJAY KUMAR CHHAPRU	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'04/11/2022	Equity	940	5	'00003178	POOJA VIJAYKUMAR CHHAPRU	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'14/11/2022	Equity	468	5	'00001635	USHA RANI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'17/11/2022	Equity	1880	5	'00003652	P ABDUL SAMAD	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'17/11/2022	Equity	232	5	'00004191	KADAMBARI NITIN REGE	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'19/11/2022	Equity	40129	5	'IEPF2017	Investor Education And Protection Fund Authority Ministry Of	'CD000001	CDSL
'19/11/2022	Equity	940	5	'00003665	ANURAG AGGARWAL	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00003672	DILIP PATEL	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00003711	B C MEHTA	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00003747	KANNAN RAMARATNAM	'IEPF2017	IEPF2017
'19/11/2022	Equity	56	5	'00003450	FERNANDES	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00003525	KETAN MEHTA	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00003365	LALITCHANDRA GIRDHARLAL RANPARA	'IEPF2017	IEPF2017
'19/11/2022	Equity	468	5	'00003378	PIMPLE	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00003400	MALINI MANDUMULA	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00003404	VASTANI ASHOK RAMJI	'IEPF2017	IEPF2017
'19/11/2022	Equity	500	5	'00004001	LYNETTE C DE GUZMAN	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00003756	MANJU SARO MAMEN	'IEPF2017	IEPF2017
'19/11/2022	Equity	34	5	'00004020	M. NARASIMHA RAO	'IEPF2017	IEPF2017

'19/11/2022	Equity	2	5	'00004029	KAMALJEET SINGH BALDEVSINGH SAHOTA	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00001661	PARVATIBEN AHIR	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001589	RINA BHATTACHERJEE	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001591	LAXMAN AGARWAL	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001598	KISHAN AGARWAL	'IEPF2017	IEPF2017
'19/11/2022	Equity	188	5	'00001620	RAMESH KUMAR	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001747	K RAMANA BABU	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00001696	SHRIKANT SHARMA	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00001710	KOUSHALYA T	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001801	MOHANA RAO RAMISETTI	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001814	ASHOK KUMAR TOKAS	'IEPF2017	IEPF2017
'19/11/2022	Equity	116	5	'00001848	INDRA KUMAR	'IEPF2017	IEPF2017
'19/11/2022	Equity	116	5	'00001871	PATAKOTA VISHNUMURTHY	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001343	RAVJI BHAI KHANDHERIA	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001348	ASWIN LALCHAND VORA	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001200	G MAGESH	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001232	AKHILESH KUMAR SINHA	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001237	MONIKA KAKKAR	'IEPF2017	IEPF2017
'19/11/2022	Equity	705	5	'00001423	ALKABEN M TRIVEDI	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001533	P R ANANDARAO	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001547	PARASMAL RANKA	'IEPF2017	IEPF2017
'19/11/2022	Equity	468	5	'00001062	RAMJIBHAI MOHAN BHAI CHHAUDHARI	'IEPF2017	IEPF2017
'19/11/2022	Equity	494	5	'00001119	SAILESH JAYANTILAL SHAH	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00000877	TARSEM KUMAR A	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00000879	NISHI	'IEPF2017	IEPF2017
'19/11/2022	Equity	92	5	'00001272	AMRJT KAUR	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001010	NAMRATA BHOGILAL SHAH	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001023	P H SHAH	'IEPF2017	IEPF2017
'19/11/2022	Equity	188	5	'00001025	GODAVRIBEN CHHANIYARA	'IEPF2017	IEPF2017
'19/11/2022	Equity	4	5	'00000948	BANAWARI LAL AGARWAL	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00000973	JYOTSANA C PAREKH	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00000827	KETAN MANGALDAS D	'IEPF2017	IEPF2017
'19/11/2022	Equity	352	5	'00000828	ASHOK ALGURAM	'IEPF2017	IEPF2017
'19/11/2022	Equity	352	5	'00000835	KAVITA H VALIA	'IEPF2017	IEPF2017
'19/11/2022	Equity	352	5	'00000838	CHANDA BAI	'IEPF2017	IEPF2017
'19/11/2022	Equity	2640	5	'00000757	NIHAL BASHIRAHMED ATTAR	'IEPF2017	IEPF2017
'19/11/2022	Equity	94	5	'00000778	GULLAPALLI	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00000785	KUNJVIHAR SHAH	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00000808	RAVIKUMAR DENDUKURI	'IEPF2017	IEPF2017
'19/11/2022	Equity	1034	5	'00003183	ANITA	'IEPF2017	IEPF2017
'19/11/2022	Equity	4	5	'00003134	DINA MAMNIA	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00003231	P K SREE KUMARA PILLAI	'IEPF2017	IEPF2017
'19/11/2022	Equity	233	5	'00003266	KAPIL KUMAR RAVAL	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00003275	MAHENDRA SINGH RATHOR	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00003096	PADMAVATHY RAYAPROLU	'IEPF2017	IEPF2017
'19/11/2022	Equity	22	5	'00003111	ASHA JAIN	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00002916	BAHUBALI SERVICES LTD	'IEPF2017	IEPF2017
'19/11/2022	Equity	10	5	'00002928	PVT.LTD	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00002931	SANGEETA SHAH	'IEPF2017	IEPF2017
'19/11/2022	Equity	232	5	'00003028	VILAS HANDA	'IEPF2017	IEPF2017
'19/11/2022	Equity	20	5	'00003032	P GOVINDARAJU GUPTA	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00002741	G.RAMESH BABU	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00002747	K ELANGO VAN	'IEPF2017	IEPF2017
'19/11/2022	Equity	4	5	'00002869	GULSHAN A AZIZ	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00002839	JAWAD AYAZ	'IEPF2017	IEPF2017
'19/11/2022	Equity	4	5	'00002527	A.K. JAIN	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00002539	PRATIBHA DILIP KARNAD	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00002666	SHANKAR LAL SARAF	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00002570	RAMYASUKH TRIPATHI	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00002618	MURTHY	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00002339	BALKRISHNA G JAMBOTKAR	'IEPF2017	IEPF2017
'19/11/2022	Equity	1316	5	'00002387	RADHAKRISHNAN GANESH	'IEPF2017	IEPF2017
'19/11/2022	Equity	940	5	'00002247	PATEL	'IEPF2017	IEPF2017
'19/11/2022	Equity	822	5	'00002264	UNIT TRUST OF INDIA	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00002268	SARASWATHI S HEGDE	'IEPF2017	IEPF2017
'19/11/2022	Equity	494	5	'00002271	JOHN S VITAL	'IEPF2017	IEPF2017
'19/11/2022	Equity	94	5	'00002309	SANJAY VINAYAK BARVE	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00002331	ANIL KUMAR GUPTA	'IEPF2017	IEPF2017
'19/11/2022	Equity	233	5	'00002335	MINIMOL JACOB	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00001771	KIRAN KANTILAL SHAH	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001937	D S PRAVEEN	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00001952	N A LOKHANDWALA	'IEPF2017	IEPF2017
'19/11/2022	Equity	115	5	'00001965	NAMBURI SRI LALITHA	'IEPF2017	IEPF2017
'19/11/2022	Equity	232	5	'00001976	BIJAY KANDOI	'IEPF2017	IEPF2017

'19/11/2022	Equity	1880	5	'00002144	BUDH PARKASH	'IEPF2017	IEPF2017
'19/11/2022	Equity	470	5	'00002145	ILA PANDE	'IEPF2017	IEPF2017
'19/11/2022	Equity	234	5	'00002153	ANIL VARMA	'IEPF2017	IEPF2017
'19/11/2022	Equity	94	5	'00002075	D SATHISH KUMAR	'IEPF2017	IEPF2017
'19/11/2022	Equity	233	5	'00002092	TARZANA A MULLA	'IEPF2017	IEPF2017
'29/11/2022	Equity	1316	5	'00002207	P BALA KRISHNA CHOWDARY	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'30/11/2022	Equity	940	5	'00001276	DALJEET KAUR	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'12/12/2022	Equity	940	5	'00001294	ASHIT KUMAR MITRA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'13/12/2022	Equity	940	5	'00001456	SUDHIR G BORKAR	'0004192	SUDHIR G BORKAR
'13/12/2022	Equity	280	5	'00003083	KHUSHBOO M DAGA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'13/12/2022	Equity	188	5	'00003084	KHUSHBOO M DAGA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'15/12/2022	Equity	1316	5	'00001286	GURMEET KAUR	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'21/12/2022	Equity	1316	5	'00004189	CHINNU SUSAN PHILIP	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'23/12/2022	Equity	64	5	'00000762	DIOGUNINHO SAVIO FERNANDES	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'30/12/2022	Equity	940	5	'00003328	KETANKUMAR CHANDRA KANT GODA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'04/01/2023	Equity	940	5	'00003519	VIJAY RAM BATTU	'0004193	SANDHYA VIJAY BATTU
'04/01/2023	Equity	940	5	'00003432	ARVIND BHAI G DANAK	'0004194	JAYESH ARVINDBHAI DANAK
'04/01/2023	Equity	940	5	'00001174	SATYANARAYANA MURTY AKELIA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'04/01/2023	Equity	4	5	'00003836	SANJIT KUMAR	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'04/01/2023	Equity	376	5	'00004158	PRASANNA KUMAR VUDAYAGIRI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'23/01/2023	Equity	1408	5	'00003261	MEENA RAJESH PATEL	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'23/01/2023	Equity	296	5	'00004088	RANJAN SAHA	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'27/01/2023	Equity	1880	5	'00003751	EDAPPALLI MANNIL JOHN THOMAS	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'30/01/2023	Equity	44	5	'00001762	SURESH CHANDRA KHARE	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'06/02/2023	Equity	468	5	'00001333	ARCHANA GUPTA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'08/02/2023	Equity	328	5	'00001557	J SANTOSH	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'13/02/2023	Equity	2680	5	'00000314	SUDHANSHU VERMA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'13/02/2023	Equity	940	5	'00004193	SANDHYA VIJAY BATTU	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'14/02/2023	Equity	204	5	'00004138	ADARSH MAHESH KESWANI	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'15/02/2023	Equity	940	5	'00001501	MERIGA SARASWATHI	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'21/02/2023	Equity	704	5	'00001155	K RAMAVATHI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'27/02/2023	Equity	704	5	'00000977	JITENDRA GUNAVANTRAI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'03/03/2023	Equity	3120	5	'00000422	PRIYA SHRIRAM	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'06/03/2023	Equity	470	5	'00003362	DEEPAK DIGANBER MALATPURE	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'13/03/2023	Equity	940	5	'00001776	VANDANA HARAKHCHAND SHAH	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'15/03/2023	Equity	940	5	'00002638	MRS SAVITRI BABULAL KABRA	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED
'21/03/2023	Equity	232	5	'00001656	MALA DEVI RATHI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'27/03/2023	Equity	468	5	'00000987	JAYANTILAL J BHENSJALIYA	'0004195	RAKESH JAYANTILAL BHENSJALIYA
'27/03/2023	Equity	704	5	'00000977	JITENDRA GUNAVANTRAI	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'29/03/2023	Equity	64	5	'00000399	MOHAMED AJWAD	'ND000001	NATIONAL SECURITY DEPOSITORY LTD
'30/03/2023	Equity	940	5	'00004194	JAYESH ARVINDBHAI DANAK	'CD000001	CENTRAL DEPOSITORY SERVICES LIMITED

FORM NO. MGT-8

[Pursuant to Section 92 (2) of the Companies Act, 2013 and Rule 11 (2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records and books and papers of **Tech Mahindra Limited ('the Company')** as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made thereunder for the financial year ended on 31st March, 2023. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

- A. The Annual Return state the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules there under in respect of:
1. Its status under the Act as the Listed Public Limited Non-Government Company;
 2. Maintenance of registers/records & making entries therein within the time prescribed there for;
 3. Filing of forms and returns with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities as may be applicable within the prescribed time;
 4. Calling/ convening/ holding meetings of Board of Directors or its Committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by E-voting (including remote e-voting prior to and at the Annual General Meeting) have been properly recorded in the Minutes Book/ registers maintained for the purpose and the same have been signed. There were no resolutions passed by postal ballot during the year under review;
 5. Closure of Register of Members / Security holders, as the case may be;
 6. Advances/loans to directors or persons or firms or companies referred in Section 185 of the Act;
The Company has not advanced any loans to Directors during the Financial Year.
 7. Contracts/ Arrangements with related parties as specified in Section 188 of the Act;
 8. Issue or allotment, alteration of share capital or transfer or transmission and issue of security certificates in all instances including the allotment of shares under ESOP;

The Company does not have preference shares/ debentures. There were no instances of issue of Bonus shares/ Rights issue/ conversion of shares/ securities during the year under review.



9. Keeping in abeyance the rights to dividend, and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/ other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
11. Signing of audited financial statements as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them as stated in the Annual Return attached;
13. Appointment/ re-appointment of auditors as per the provisions of Section 139 of the Act;
14. Obtaining approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

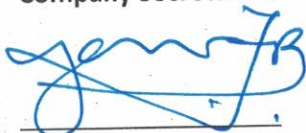
Scheme of merger by absorption of Tech Mahindra Business Services Limited ["TMBSL"] and Born Commerce Private Limited ["Born"] with the Company and their respective shareholders was filed before Hon'ble National Company Law Tribunal ["NCLT"] Mumbai and Chennai bench respectively and the regulatory approvals were received from the NCLTs on 5th January, 2023 and 12th January, 2023 respectively. The said Scheme has become effective on 16th February, 2023.

15. The Company has not accepted/ renewed or repaid deposits during the year under scrutiny;
16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

The Company has not borrowed any amounts from its directors/ shareholders of the Company.

17. Loans and investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act;
18. The Company was not required to alter the provisions of the Memorandum and/ or Articles of Association of the Company.

For J. B. Bhave & Co.
Company Secretaries



Jayavant B. Bhave
Proprietor
FCS: 4266 CP: 3068
PR No.: 1238/2021
UDIN: F004266E000768634
Place: Pune
Date: 9th August, 2023

