Tech Mahindra Ltd
Sharda Centre, Off Karve Road,
Erandwane, Pune 411 004
Tel: +91 20 66018100
www.techmahindra.com

21 November 2026

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

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

**Subject: Disclosure of Voting Results of the Postal Ballot and Scrutinizer Report – Regulations 30 and 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

**Ref.: Intimations dated 22 October 2026 and 15 October 2026 regarding the Postal Ballot**

Dear Sir/Madam,

Pursuant to the provisions of Regulations 30(6) and 44(3) read with Schedule III of the SEBI Listing Regulations, we hereby inform you that the Company had sought approval of the Members of the Company by way of Postal Ballot through electronic means (remote e-voting) for the following Ordinary Resolutions:

1. Increase in the Authorised Share Capital of the Company from Rs. 924.3 crore to Rs. 1,000 crore and consequent amendment to the existing Clause V(a) of the Memorandum of Association of the Company.

2. Issue of Bonus Equity Shares

The remote e-voting period concluded on 21 November 2026 at 5.00 p.m. (IST), post which Mr. Jayavant B. Bhave, Practicing Company Secretary (FCS: 4266 CP: 3068) and proprietor of M/s. J. B. Bhave & Co., Company Secretaries, Scrutinizer submitted the Report on the voting results of the Postal Ballot at 8.10 p.m. (IST) today, 21 November 2026.

Based on the Report of the Scrutinizer, we hereby inform that the above Ordinary Resolutions has been approved and passed by the Members with requisite majority on 21 November 2026 (i.e. the last date of remote e-voting).

In view of the above, the Authorised Share Capital of the Company stands increased to Rs. 10,00,00,00,000/- (Rupees one thousand crore only) divided into 2,00,00,00,000 (Two hundred crore) Equity Shares of Rs. 5/- (Rupees five only) each effective today, 21 November 2026 and Clause V (a) of the Memorandum of Association of the Company is as under-

*V (a) The Authorised Share Capital of the Company is Rs. 10,00,00,00,000/- (Rupees one thousand crore only) divided into 2,00,00,00,000 (Two hundred crore) Equity Shares of Rs. 5/- (Rupees five only) each.*

Accordingly, we are enclosing herewith the following:

1. Voting Results of the said Postal Ballot through remote e-voting as required under Regulation 44(3) of the SEBI Listing Regulations - **Annexure A.**

2. The Scrutinizer's Report dated 21 November 2026, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B.**

This intimation is also being uploaded on the Company's website at www.techmahindra.com, on the website of National Securities Depository Limited at www.evoting.nsdl.com and will also be displayed on the notice board at the Registered Office and Corporate Office of the Company.

This intimation shall also be deemed to be Disclosure of Proceedings under Regulation 30 read with Schedule III, Part A, Para A (13) of the SEBI Listing Regulations.

You are requested to kindly take note of the same.

Thanking you,

**For Tech Mahindra Limited**

RUCHIE RAVI KHANNA

Digitally signed by RUCHIE RAVI KHANNA
Date: 2026.11.21 20:45:06 +05'30'

**Ruchie Khanna**
**Company Secretary**

*Encl.: As above*

**Annexure A**

**Voting Results of Postal Ballot through remote e-voting pursuant to Regulation 44(3) of the SEBI Listing Regulations:**

| | |
|---|---|
| **Date of ~~AGM/EGM/~~Postal Ballot Notice** | 22 October 2026 |
| **Total number of shareholders as on cut-off date (Friday, 16 October 2026)** | 7,46,053 Shareholders |
| **Remote e-voting Start Date & Time** | Friday, 23 October 2026 at 9.00 a.m. (IST) |
| **Remote e-voting End Date & Time** | Saturday, 21 November 2026 at 5.00 p.m. (IST) |
| **No. of Shareholders present in the meeting either in person or through proxy:**<br>- **Promoter & Promoter group**<br>- **Public** | Not Applicable<br>(Since Resolutions passed through Postal Ballot) |
| **No. of Shareholders attended the meeting through video conferencing:**<br>- **Promoter & Promoter group**<br>- **Public** | Not Applicable<br>(Since Resolutions passed through Postal Ballot) |

## Agenda- wise disclosure (to be disclosed separately for each agenda item)

| Resolution (1) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To consider and approve increase in the authorised share capital and consequent alteration to the capital clause of the Memorandum of Association of the Company | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | [3]=[[2]/[1]] *100 | (4) | (5) | [6]=[[4]/[2]] *100 | [7]=[[5]/[2]] *100 |
| Promoter and Promoter Group | E-Voting | 342699332 | 342699332 | 100.0000 | 342699332 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if appli | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 342699332 | 342699332 | 100.0000 | 342699332 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 555412753 | 505489992 | 91.0116 | 474269847 | 31220145 | 93.8238 | 6.1762 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if appli | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 555412753 | 505489992 | 91.0116 | 474269847 | 31220145 | 93.8238 | 6.1762 |
| Public- Non Institutions | E-Voting | 82092955 | 3112739 | 3.7917 | 3100421 | 12318 | 99.6043 | 0.3957 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if appli | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 82092955 | 3112739 | 3.7917 | 3100421 | 12318 | 99.6043 | 0.3957 |
| Total | | 980205040 | 851302063 | 86.8494 | 820069600 | 31232463 | 96.3312 | 3.6688 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Add Notes | |

* this fields are optional

| Details of Invalid Votes | |
|---|---|
| Category | No. of Votes |
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

## Resolution (2)

| | |
|---|---|
| **Resolution required: (Ordinary / Special)** | Ordinary |
| **Whether promoter/promoter group are interested in the agenda/resolution?** | No |
| **Description of resolution considered** | To consider and approve issue of Bonus Equity Shares |

| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|---|---|---|---|---|---|---|---|---|
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 342699332 | 342699332 | 100.0000 | 342699332 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if appli | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 342699332 | 342699332 | 100.0000 | 342699332 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 555412753 | 505489992 | 91.0116 | 472087317 | 33402675 | 93.3920 | 6.6080 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if appli | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 555412753 | 505489992 | 91.0116 | 472087317 | 33402675 | 93.3920 | 6.6080 |
| Public- Non Institutions | E-Voting | 82092955 | 3117612 | 3.7977 | 3115265 | 2347 | 99.9247 | 0.0753 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if appli | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 82092955 | 3117612 | 3.7977 | 3115265 | 2347 | 99.9247 | 0.0753 |
| Total | | 980205040 | 851306936 | 86.8499 | 817901914 | 33405022 | 96.0760 | 3.9240 |

| | |
|---|---|
| **Whether resolution is Pass or Not.** | Yes |
| **Disclosure of notes on resolution** | Add Notes |

* this fields are optional

### Details of Invalid Votes

| Category | No. of Votes |
|---|---|
| Promoter and Promoter Group | 0 |
| Public Insitutions | 0 |
| Public - Non Insitutions | 0 |

**Jayavant B. Bhave**
B.Com. LL.B. Dip.IRPM,FCS

J. B. Bhave & Co
**Company Secretaries**

Office : Flat No. 9, Karan Aniket, Plot No. 37, Shri Varanasi Co-op Soc. Ltd
Off Banglore-Mumbai By Pass, Behind Atul Nagar, Warje, Pune 411 058.
Ph. : +91 020 - 25204357/59, E-mail : jbbhave@gmail.com

**21st November, 2026**

To,
Ms. Ruchie Khanna
Company Secretary & Compliance Officer
Tech Mahindra Limited
Gateway Building, Apollo Bunder,
Mumbai 400001

**Subject: Report of Scrutinizer on remote e- voting carried out through Postal Ballot conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ("the Act") and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

Dear Ms. Ruchie Khanna,

I refer to my appointment as the Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the results of remote e-voting in respect of the following resolutions contained in the Postal Ballot Notice dated Thursday, 15th October, 2026:

1. To consider and approve increase in the authorized share capital and consequent alteration to the capital clause of the Memorandum of Association of the Company.

2. To consider and approve issue of Bonus Equity Shares.

The remote e-voting period for the Postal ballot commenced from Friday, 23rd October, 2026 at 9:00 AM (IST) and ended on Saturday, 21st November, 2026 at 5:00 PM (IST).

I have enclosed my Report to the Chairman of the Company on the Result of the remote e-voting.

You are requested to take the same on record and acknowledge.

Thanking you.
Yours faithfully,

**For J. B. Bhave & Co.**
**Company Secretaries**

JAYAVANT B BHAVE
FCS 4266
CP 3068
COMPANY SECRETARY

**Jayavant B. Bhave**
**FCS: 4266 CP: 3068**

**Place: Pune**

**Jayavant B. Bhave**
B.Com. LL.B. Dip.IRPM,FCS

*J. B. Bhave & Co*
**Company Secretaries**

Office : Flat No. 9, Karan Aniket, Plot No. 37, Shri Varanasi Co-op Soc. Ltd
Off Banglore-Mumbai By Pass, Behind Atul Nagar, Warje, Pune 411 058.
Ph. : +91 020 - 25204357/59, E-mail : jbbhave@gmail.com

# SCRUTINIZER'S REPORT

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

To,
Mr. Anand Mahindra
Chairman
Tech Mahindra Limited
Gateway Building, Apollo Bunder,
Mumbai 400001

**Subject: Report of Scrutinizer on remote e-voting process carried out through Postal Ballot conducted pursuant to the provisions of Section 110 read with Section 108 of the Companies Act, 2013 ("the Act") and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.**

Dear Sir,

The Board of Directors of Tech Mahindra Limited ("the Company") issued the Postal Ballot Notice ("the Notice") dated Thursday, 15th October, 2026 (hereinafter referred as "the Notice") on Thursday, 22nd October, 2026 and decided to provide to the members of the Company, the facility to exercise their voting rights through remote e-voting on the resolutions as set out in the Notice, in compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and General circular nos. 14/2020 dated 8 April 2020, 17/2020 dated 13th April 2020, 09/2023 dated 25th September 2023, 09/2024 dated 19th September 2024 and 03/2025 dated 22nd September 2025 read with other relevant circulars issued by the Ministry of Corporate Affairs ("MCA Circulars").

I, Jayavant B. Bhave, Proprietor, M/s. J. B. Bhave & Co., Company Secretaries, Pune having Membership No.: FCS 4266 and Certificate of Practice Number: 3068 have been appointed as the Scrutinizer by the Board of Directors at its meeting held on Thursday, 15th October, 2026 for the purpose of scrutinizing the results of remote e-voting in a fair and transparent manner and ascertaining the requisite majority for passing of the Resolutions as contained in the Notice and reproduced herein below:

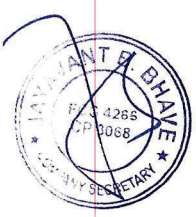
**Ordinary Resolution No. 1: To consider and approve increase in the authorized share capital and consequent alteration to the capital clause of the Memorandum of Association of the Company.**

**Ordinary Resolution No. 2: To consider and approve issue of Bonus Equity Shares.**

I hereby submit my Report on the Resolutions proposed in the Notice as under:

1. The members of the Company whose names were recorded in the Register of Members or in the Register of Beneficial Owners maintained with the Depositories as on the Cut-off date i.e., Friday, 16th October, 2026 were entitled to vote on the Ordinary Resolutions set forth in the Notice.

2. The Notice was sent to all the Members, whose e-mail addresses were registered with the Company or with the Depositories/Depository Participants or with the Company's Registrar to an Issue and Share Transfer Agent, MUFG Intime India Private Limited (Formerly known as formerly known as Link Intime India Private Limited), onThursday, 22nd October, 2026.



3. The Company has published an advertisement informing the completion of dispatch of the Notice to Members as of cut-off date through electronic mode in Financial Express (in English-all India nation-wide edition) and Navshakti (in Marathi-Mumbai edition) on Friday, 23rd October, 2026, in compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

4. The votes exercised through the remote e-voting facility commenced from Friday, 23rd October, 2026 at 9:00 AM (IST) and ended on Saturday, 21st November, 2026 at 5:00 PM (IST) [both days inclusive]; being the last date for remote e-voting were considered for my scrutiny.

5. After the closure of remote e-voting period at 5:00 PM (IST) on Saturday, 21st November, 2026, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the Company, for the purpose of this report.

6. The details containing the list of the members who cast their votes electronically on the resolution was downloaded from the e-voting system of National Securities Depository Limited ("NSDL") [https://www.evoting.nsdl.com].

7. I have scrutinized, downloaded and counted the votes cast through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014 for the purpose of this Report.

8. Members have in compliance with MCA Circular, cast their votes through remote e-voting.

9. The results of the remote e-voting are as under:

**Resolution No. 1: To consider and approve increase in the authorized share capital and consequent alteration to the capital clause of the Memorandum of Association of the Company. – Ordinary Resolution.**

i. Votes in Favour of Resolution

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 3824 | 820069600 | 96.3312 |

ii. Votes Against the Resolution

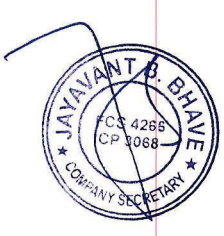
| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 107 | 31232463 | 3.6688 |

iii. Invalid Votes

| Number of members whose votes were declared invalid | Total Number of votes cast by them |
|---|---|
| - | - |

**Resolution No. 2: To consider and approve issue of Bonus Equity Shares. – Ordinary Resolution.**

i. Votes in Favour of Resolution



| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 3826 | 817901914 | 96.0760 |

ii. Votes Against the Resolution

| Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 105 | 33405022 | 3.9240 |

iii. Invalid Votes

| Number of members whose votes were declared invalid | Total Number of votes cast by them |
|---|---|
| - | - |

10. The Register, all other papers, and relevant records relating to remote e-voting will be handed over to the Company for safe keeping.

**Result**:

Based on above results, Resolution Nos. 1 & 2 set forth in the Notice dated 15th October 2026 and as mentioned above have secured the requisite majority of e-votes and have been passed as an Ordinary Resolutions on Saturday, 21st November, 2026.

The Chairman or any other person of the Company duly authorized by the Chairman may accordingly declare the result of remote e-voting in respect of the Resolutions mentioned in the Notice.

Thanking You.
Yours faithfully,

**For J. B. Bhave & Co.**
**Company Secretaries**

JAYAVANT B. BHAVE FCS 4266 CP 3068 COMPANY SECRETARY

**Jayavant B. Bhave**
**Scrutinizer appointed for the Postal Ballot**
**FCS: 4266 CP: 3068**
**UIN: S1999MH025400**

**For Tech Mahindra Limited**
**Counter-signed by**

**Ruchie Khanna**
**Company Secretary**
**ACS: 24922**

**PR. No.: 7781/2026**
**UDIN: F004266H002350381**

**Date: 21st November, 2026**
**Place: Pune**

We understand that the e-votes were unblocked from the e-voting website of NSDL i.e. www.evoting.nsdl.com in our presence at 5:10 PM on Saturday, 21st November, 2026.

**Dhruv Bhome**
**Witness**

**Shravani Adake**
**Witness**