

Tech Mahindra Limited
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Pune Special Economic Zone
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Registered Office:
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Mumbai 400 001, India

CIN L64200MH1986PLC041370

February 21, 2019

To,

BSE Limited
Listing Department
P.J. Towers, 1st Floor,
Dalal Street, Fort,
Mumbai – 400 001
Script Code: 532755

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051
Script Name: TECHM

Sub: Outcome of the Board Meeting held today i.e. February 21, 2019

Dear Sir/ Madam,

Further to our letter dated February 16, 2019 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions of law, we wish to inform you that, the Board of Directors of the Company at its meeting held on February 21, 2019 has *inter-alia*:

1. Approved the proposal for buyback by the Company of its own fully paid equity shares of Rs. 5/- each ("**Equity Shares**") not exceeding 20,585,000 Equity Shares (being 2.10% of the total paid-up equity capital of the Company) from the equity shareholders of the Company as on 6th March, 2019 ("**Record Date**") at a price of Rs. 950/- (Rupees Nine Hundred Fifty only) per Equity Share ("**Buyback Offer Price**"), for an aggregate amount not exceeding Rs. 1,956 crore (Rupees One Thousand Nine Hundred and Fifty Six Crores Only) (hereinafter referred to as the "**Buyback Offer Size**") (being less than 10% of the total paid-up equity capital and free reserves of the Company as on December 31, 2018) from the shareholders of the Company on a proportionate basis through the tender offer route (hereinafter referred to as the "**Buyback**") in accordance and consonance with the provisions contained in the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (as amended) ("**Buyback Regulations**") and the Companies Act, 2013 ("**Act**") (including any statutory modification(s) or re-enactment of the Act or the rules made thereunder, for the time being in force). The Buyback Offer Size does not include any expenses incurred or to be incurred for the Buyback such as filing fees payable to SEBI, advisors' fees, transaction costs viz. brokerage, applicable taxes such as securities



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transaction tax, Goods and Services Tax, stamp duty, etc., public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses.

2. The Public Announcement setting out the process, timelines and other statutory details will be published on February 25, 2019 in accordance with the Buyback Regulations.
3. Fixed Wednesday, 6th March, 2019 as the record date for the purpose of ascertaining the eligibility of shareholders to participate in the Buyback.
4. The pre-Buyback shareholding pattern of the Company is attached hereto as **Annexure A**.
5. The above information will be also made available on the website of the Company:
<https://techmahindra.com>

We request you to kindly take the above on record.

Thanking you.

Yours sincerely,

For Tech Mahindra Limited



Anil Khatri
Company Secretary

Encl. a.a.



Annexure A

Pre—Buyback Shareholding Pattern of the Company as of February 15, 2019

Sl. No.	Shareholder Category	No. of Shareholders	Number of Shares	%
				Shareholding
1	Promoter and Promoter Group	4	352693512	35.9368
2	Indian Financial Institution/ Banks/ Mutual Funds			
	Indian Financial Institution	27	1706940	0.1739
	Banks	18	289866	0.0295
	Mutual Funds	232	89524451	9.1219
	Sub Total	277	91521257	9.3253
	FII/ FPI/ NRIs/ Foreign Nationals and OCB			
	FII/ FPI	969	381549968	38.8771
3	NRIs	11163	9657872	0.9841
	Foreign Nationals and Overseas Corporate Bodies	13	237826	0.0242
	Sub Total	12145	390445666	39.7835
4	Indian Public, Corporates and others	434790	146766403	14.9544
	Total	447216	981426838	100.00

