

REF: SEC: NS

6th April, 2018

**The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400001.**

**The Secretary
National Stock Exchange of India Ltd.,
Exchange Plaza, 3rd Floor,
Plot No.3-1, "G" Block, I.F.B.Centre,
Bandra-Kurla-Complex, Bandra(East),
Mumbai 400051.**

**The Company Secretary
Tech Mahindra Limited
Gateway Building,
Apollo Bunder,
Mumbai - 400 001.**

Sub: Disclosure of shareholding in terms of Regulation 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

A disclosure, as required under Regulation 30(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of shares held by the Company in Tech Mahindra Limited as on 31st March, 2018 is enclosed herewith.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For MAHINDRA & MAHINDRA LIMITED


NARAYAN SHANKAR
COMPANY SECRETARY

Encl: a/a

Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of Shareholding

1.	Name of the Target Company (TC)	Tech Mahindra Limited		
2.	Name(s) of the stock exchange(s) where the shares of the TC are listed	1. BSE Limited 2. National Stock Exchange of India Limited		
3.	Particulars of the shareholder(s) :			
	a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC.			
	or			
	b. Name(s) of promoter(s), member of the promoter group and PAC with him.	Mahindra & Mahindra Limited Persons Acting in Concert: 1. Mahindra - BT Investment Company (Mauritius) Limited £ 2. TML Benefit Trust (Through Mr. Ulhas Narayan Yargop, Trustee) @ 3. Mahindra Holdings Limited £		
4.	Particulars of the shareholding of person(s) mentioned at (3) above	Number of shares	% w.r.t. total share/voting capital wherever applicable	% of total diluted share/voting capital of TC (*)
As of March 31 st , 2018 (of the year) , holding of:				
a) Shares				
	1. Mahindra & Mahindra Limited	25,62,48,704	# 26.1661 \$ 26.1549	# 26.1661 \$ 26.1549
	2. Mahindra - BT Investment Company (Mauritius) Limited	2,42,904	# 0.0248 \$ 0.0248	# 0.0248 \$ 0.0248
	3. TML Benefit Trust (Through Mr. Ulhas Narayan Yargop, Trustee)	9,60,00,000	# 9.8027 \$ 9.7986	# 9.8027 \$ 9.7986



4. Mahindra Holdings Limited	2,01,904	# 0.0206 \$ 0.0206	# 0.0206 \$ 0.0206
Sub-total	35,26,93,512	# 36.0142 \$ 35.9989	# 36.0142 \$ 35.9989
b) Voting Rights (otherwise than by shares)	N.A.	N.A.	N.A.
c) Warrants,	N.A.	N.A.	N.A.
d) Convertible Securities	N.A.	N.A.	N.A.
e) Any other instrument that would entitle the holder to receive shares in the TC.	N.A.	N.A.	N.A.
Total	35,26,93,512	# 36.0142 \$ 35.9989	# 36.0142 \$ 35.9989

- £ Member of the Promoter Group and disclosed pursuant to Regulation 2(q)(2)(i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- @ Member of the Promoter Group and disclosed pursuant to Regulation 2(q)(2)(iv) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- # Percentage is calculated based on the paid-up capital excluding shareholding of Employee Benefit Trusts covered under the SEBI (Share Based Employee Benefit) Regulations, 2014.
- \$ Percentage is calculated based on the entire paid-up capital.



For Mahindra & Mahindra Limited

NARAYAN SHANKAR
COMPANY SECRETARY

Place: Mumbai

Date: 6th April, 2018

Note:

1. In case of promoter(s) making disclosure under regulation 30(2), no additional disclosure under regulation 30(1) is required.

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(**) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.