

June 14, 2019

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

National Stock Exchange of India Ltd.
Exchange Plaza, 5th floor,
Plot No. - C/1, G Block,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400051.
NSE Symbol : TECHM

**Sub: Change in Directorate - Disclosure under Regulation 30 read with Schedule III of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

This is to inform you that on recommendation of Nomination and Remuneration Committee the Board of Directors of the Company through a circular resolution has approved the following:

1. The Board of Directors of the Company has proposed to the Members of the Company, the appointment of Mr. Haigreave Khaitan, (DIN: 00005290) and Ms. Shikha Sharma, (DIN: 00043265), as Independent Directors on the Board of Directors of the Company, to hold office for a term of 5 (five) consecutive years each commencing from 1st August, 2019.

The Company would be seeking approval of the Members for the aforesaid appointments at the ensuing 32nd Annual General Meeting ("AGM") of the Company to be held on Wednesday, 31st July, 2019.

The details of appointment of Mr. Haigreave Khaitan and Ms. Shikha Sharma as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 are given in Annexures A and B to this letter.

2. Mr. Ravi Kulkarni, (DIN: 00059367) and Mr. Anupam Puri, (DIN: 00209113) were appointed as Independent Directors of the Company at the 27th AGM held on 1st August, 2014, to hold office for a term of 5 consecutive years upto 31st July, 2019. They have opted not to be re-appointed as Independent Directors with effect from 1st August, 2019.

This is for your information and record.

Thanking you,

Yours Faithfully
For Tech Mahindra Limited

Anil Khatri
Anil Khatri
Company Secretary



Encl: a/a

Appointment of Independent Directors – Mr. Haigreve Khaitan and Ms. Shikha Sharma

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	Reason for change viz. Appointment	The Board of Directors has based on the recommendation of the Nomination and Remuneration Committee proposed to the Members of the Company, the appointment of Mr. Haigreve Khaitan and Ms. Shikha Sharma as Independent Directors on the Board of Directors of the Company.
b)	Date of appointment & term of appointment:	<p>Date of Appointment – With effect from 1st August, 2019</p> <p>Term of Appointment – Term of 5 (five) consecutive years commencing from 1st August, 2019 subject to approval of the Members to be obtained at the ensuing Annual General Meeting.</p>
c)	Brief profile (in case of appointment)	As per Annexure B
d)	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Haigreve Khaitan and Ms. Shikha Sharma are not related inter se to each other or to any other Director of the Company.
e)	Information as required pursuant to BSE Circular with ref. no. LIST / COMP / 14 / 2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/2018/24, both dated 20 th June, 2018.	Mr. Haigreve Khaitan and Ms. Shikha Sharma are not debarred from holding the office of Directors by order of SEBI or other such authorities.



Brief Profile of Mr. Haigreve Khaitan

Mr. Haigreve Khaitan age 48 years is a Bachelor of Law and is a Partner of Khaitan & Co. He started his career in litigation and over the years has rich experience in all aspects of Mergers & Acquisitions, Restructuring, Joint Ventures and Foreign Collaborations. He advises a range of large Indian conglomerates and multinational clients in various business sectors including infrastructure, power, telecom, automobiles, steel, software and information technology, retail, etc.

Chambers and Partners have ranked him as 'Star Individual' for M&A and an 'Eminent Practitioner' for Private Equity. He is ranked amongst top 100 lawyers in India by India Business Law Journal (IBLJ) through an independent survey of General Counsels. He is on the board of directors of various public listed companies such as CEAT Ltd., Inox Leisure Ltd., JSW Steel Ltd., Torrent Pharmaceuticals Ltd., Gujarat Borosil Limited and amongst others Mahindra Holdings Ltd., Aditya Birla Sun Life Insurance Co Ltd.

Mr. Haigreve Khaitan does not hold shares of the Company.

Brief Profile of Ms. Shikha Sharma

Ms. Shikha Sharma age 60 years is a B.A (Hons.) in Economics, PGD in Software Technology and PGD from IIM, Ahmedabad. She has rich experience in banking, insurance and has an excellent track record and led the Bank on a transformation journey from being primarily a corporate lender to a bank with a strong retail deposit franchise and a balanced lending book.

She began her career with ICICI Bank in 1980. She was a MD and CEO of ICICI Personal Financial Services from May 1998 to December 2000. Thereafter, she was Managing Director and CEO of ICICI Prudential Life Insurance Company from December 2000 to June 2009. Later she was appointed as Managing Director and CEO of Axis Bank from June 2009 till December 2018.

Ms. Sharma has won many awards including Outstanding Businesswoman of the year- CNBC TV18, AIMA JRD TATA Corporate Leadership, Banker of the Year – Business Standard and has been recognised Top 20 Women in Finance by Finance Asia and 50 most powerful women in business by Fortune. She is on the board of directors of public listed companies' viz. TATA Global Beverages Limited, Ambuja Cements Limited and Dr. Reddy's Laboratories Limited. She is also an advisor to KKR & Co. Inc., and a member of Board of Governors of IIM, Lucknow and Advisory Board of Bridgespan.

Ms. Shikha Sharma does not hold shares of the Company.

