

July 13, 2012

To  
**The Manager,**  
**Listing Department**  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI – 400 001.  
FAX NO. : 022 2272 2037/39/41/61  
**Scrip Code : 532755**

**The Manager,**  
**Listing Department**  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, 5th floor,  
Plot No. – C/1, G Block,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai – 400051.  
FAX NO. : 022 26598237/38  
**NSE Symbol : TECHM**

**Sub: Submission of shareholding pattern under Clause 35**

Dear Sir,

With reference to the Clause 35 of the Listing Agreement, please find enclosed the shareholding pattern of the Company for the quarter ended 30<sup>th</sup> June, 2012.

Pursuant to the Clause 52 of the Listing Agreement, we will also upload the same through corpfilng website.

Request you to take the same on record.

Yours truly,  
**For Tech Mahindra Limited**

  
**Anil Khatri**  
**Company Secretary**

Encl. a/a



## (I)(a) STATEMENT SHOWING SHAREHOLDING PATTERN

Name of the Company: TECH MAHINDRA LIMITED

Scrip Code, Name of the scrip, class of security:- 532755, TECHM, EQUITY

Quarter Ended: 30/06/2012

Category Code	Category of Shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B)	As a percentage of (A+B+C)	Number of Shares	As a percentage (VIII)/(IV)*100
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
(A)	<b>Promoter and Promoter Group</b>							
(1)	<b>Indian</b>							
(a)	Individuals / Hindu Undivided Family	-	-	-	-	-	-	-
(b)	Central Government / State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	1	60676252	60676252	47.57	47.57	0	0.00
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-
	<b>Sub-Total (A)(1)</b>	<b>1</b>	<b>60676252</b>	<b>60676252</b>	<b>47.57</b>	<b>47.57</b>	<b>0</b>	<b>0.00</b>
(2)	<b>Foreign</b>							
(a)	Individuals (NRIs / Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	2	29607649	29607649	23.21	23.21	0	0.00
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-
	<b>Sub-Total (A)(2)</b>	<b>2</b>	<b>29607649</b>	<b>29607649</b>	<b>23.21</b>	<b>23.21</b>	<b>0</b>	<b>0.00</b>
	<b>Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)</b>	<b>3</b>	<b>90283901</b>	<b>90283901</b>	<b>70.78</b>	<b>70.78</b>	<b>0</b>	<b>0.00</b>
(B)	<b>Public Shareholding</b>						<b>NA.</b>	<b>NA.</b>
(1)	<b>Institutions</b>							
(a)	Mutual Funds / UTI	17	519277	519277	0.41	0.41	-	-
(b)	Financial Institutions / Banks	35	18317355	18317355	14.36	14.36	-	-
(c)	Central Government / State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	57	7544770	7544770	5.92	5.92	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Any Other	-	-	-	-	-	-	-
	<b>Sub-Total (B)(1)</b>	<b>109</b>	<b>26381402</b>	<b>26381402</b>	<b>20.68</b>	<b>20.68</b>	<b>-</b>	<b>-</b>
(2)	<b>Non-institutions</b>							
(a)	Bodies Corporate	1085	637116	637116	0.50	0.50	-	-
(b)	Individuals							
(1)	Individual shareholders holding nominal share capital up to Rs. 1 Lakh	126997	7409864	7331055	5.81	5.81	-	-
(2)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	22	2163019	2163019	1.70	1.70	-	-
(c)	Qualified Foreign Investor(s)	-	-	-	-	-	-	-
(d)	Others							
(1)	Clearing Members	307	130872	130872	0.10	0.10	-	-
(2)	Market Maker	38	6453	6453	0.01	0.01	-	-
(3)	Foreign Nationals	6	58905	38680	0.05	0.05	-	-
(4)	Non Resident Indians (Repatriate)	1136	326529	288384	0.26	0.26	-	-
(5)	Non Resident Indians (Non Repatriate)	329	118392	117872	0.09	0.09	-	-
(6)	Hindu Undivided Families	794	36151	36151	0.03	0.03	-	-
(7)	Trusts	3	137	137	0.00	0.00	-	-
	<b>Sub-Total (B)(2)</b>	<b>130717</b>	<b>10887438</b>	<b>10749739</b>	<b>8.54</b>	<b>8.54</b>	<b>-</b>	<b>-</b>
	<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>130826</b>	<b>37268840</b>	<b>37131141</b>	<b>29.22</b>	<b>29.22</b>	<b>-</b>	<b>-</b>
	<b>TOTAL (A)+(B)</b>	<b>130829</b>	<b>127552741</b>	<b>127415042</b>	<b>100.00</b>	<b>100.00</b>	<b>-</b>	<b>-</b>
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0.00	-	-
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>130829</b>	<b>127552741</b>	<b>127415042</b>	<b>100.00</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>

For Tech Mahindra Limited

*Anil Khatri*  
 Anil Khatri  
 Company Secretary



**(I)(a) Statement showing Shareholding Pattern**

Name of the Company: TECH MAHINDRA LIMITED

Scrip Code, Name of the scrip, class of security:- 532755, TECHM, EQUITY

Quarter ended: 30th June 2012

Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company
Held by Promoter/ Promoter Group	NIL	NIL	NIL
Held by Public	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the Company, assuming full conversion of the convertible securities
Held by Promoter/ Promoter Group	NIL	NIL	NIL
Held by Public	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
Warrants:-	No. of warrants	As a % of total no. of warrant	As a % of total no. of shares of the Company, assuming full conversion of Warrants
Held by Promoter/ Promoter Group	NIL	NIL	NIL
Held by Public	NIL	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities</b>	<b>127552741 of Rs. 10 each</b>		

For Tech Mahindra Limited

  
Anil Khatri  
Company Secretary



**(I)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"**

Sr.	Name of the	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A) +(B) +( C )	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a )	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
No.	shareholder	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	MAHINDRA & MAHINDRA LIMITED	60676252	47.57	0	0.00	0.00	0.00	0.00	0.00	0.00	
2	BRITISH TELECOMMUNICATIONS PLC	29546923	23.16	0	0.00	0.00	0.00	0.00	0.00	0.00	
3	MAHINDRA BT INVESTMENT COMPANY (MAURITIUS) LIMITED	60726	0.05	0	0.00	0.00	0.00	0.00	0.00	0.00	
<b>TOTAL</b>		<b>90283901</b>	<b>70.78</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

For Tech Mahindra Limited

  
Anil Khatri  
Company Secretary



**(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares**

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	LIFE INSURANCE CORPORATION OF INDIA (THRU VARIOUS SCHEMES)	18029149	14.13	0	0	0	0	
<b>TOTAL</b>		<b>18029149</b>	<b>14.13</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

For Tech Mahindra Limited

  
Anil Khatri  
Company Secretary



(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	LIFE INSURANCE CORPORATION OF INDIA (THRU VARIOUS SCHEMES)	18029149	14.13	0	0	0	0	0
<b>TOTAL</b>		<b>18029149</b>	<b>14.13</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

For Tech Mahindra Limited

  
Anil Khatri  
Company Secretary



<u>(l)(d) Statement showing details of locked-in-shares</u>				
Sr. No.	Name of the shareholder	Category of Shareholders (Promoters/ Public)	Number of locked-in-shares	Locked-in-shares as a percentage of total number of shares { ie., Grand Total (A) + (B) + ( C ) indicated in Statement at para (l)(a) above}
NIL				
TOTAL				

(II)(a) Statement showing details of Depository Receipts (DRs)
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Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares { ie., Grand Total (A) + (B) + (C) indicated in Statement at para (I)(a) above}
		Not Applicable		
TOTAL				

(II)(b) Statement showing Holding of Depository Receipts (DRs), where underlying shares held by 'promoter/ promoter group' are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares { i.e., Grand Total (A) + (B) + (C) indicated in Statement at para (I)(a) above}
		Not Applicable		
	TOTAL			

  
Anil Khatri  
Company Secretary



**(III)(a) Statement showing the voting pattern of shareholders, if more than one class of shares/securities is issued by the issuer.**

Category	Category of Shareholder	Number of Voting Rights held in each class of securities			Total Voting Rights	Total Voting rights i.e. (VI)	
		Class X	Class Y	Class Z	(III + IV + V)	As a percentages of (A + B)	As a percentages of (A + B + C)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)
(A)	<b>Promoter and Promoter Group</b>						
(1)	<b>Indian</b>						
(a)	Individuals/Hindu Undivided Family						
(b)	Central Government/ State Government(s)						
(c)	Bodies Corporate						
(d)	Financial Institutions/Banks						
(e)	Any Other (specify)						
	<b>Sub-Total (A)(1)</b>						
(2)	<b>Foreign</b>						
(a)	Individuals (Non Resident Individuals/ Foreign Individuals)						
(b)	Bodies Corporate						
(c)	Institutions						
(d)	Any Other (specify)						
	<b>Sub-Total (A)(2)</b>						
	<b>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>						
(B)	<b>Public Shareholding</b>						
(1)	<b>Institutions</b>						
(a)	Mutual Funds/UTI						
(b)	Financial Institutions/Banks						
(c)	Central Government/ State Government(s)						
(d)	Venture Capital Funds						
(e)	Insurance Companies						
(f)	Foreign Institutional Foreign Venture Capital						
(g)	Investors						
(h)	Any Other (specify)						
	<b>Sub-Total (B)(1)</b>						
(2)	<b>Non-Institutions</b>						
(a)	Bodies Corporate						
(b)	Individuals -						
	i. Individual shareholders holding nominal share capital up to Rs. 1 lakh.						
	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.						
(c)	Any Other (specify)						
	<b>Sub-Total (B)(2)</b>						
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>						
	<b>TOTAL (A)+(B)</b>						
	<b>and against which</b>						
(C)	<b>Depository Receipts have been issued</b>						
	<b>GRAND TOTAL (A)+(B)+(C)</b>						

NOT APPLICABLE

For Tech Mahindra Limited

  
Anil Khatri  
Company Secretary

