

October 17, 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 30th September, 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: 30th September 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
Total	NIL	NIL	NIL
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
Total	NIL	NIL	NIL
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
Total	NIL	NIL	NIL
Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities	127641181 of Rs. 10 each		

For Tech Mahindra Limited


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: 30/09/2012

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) Promoter and Promoter Group								
(1) Indian								
(a)	Individuals / Hindu Undivided Family	-	-	-	-	-	-	-
(b)	Central Government / State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	1	60676252	60676252	47.54	47.54	0	0.00
(d)	Financial Institutions / Banks	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-
	Sub-Total (A)(1)	1	60676252	60676252	47.54	47.54	0	0.00
(2) Foreign								
(a)	Individuals (NRIs / Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	2	11672165	11672165	9.14	9.14	0	0.00
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
(e)	Any Other	-	-	-	-	-	-	-
	Sub-Total (A)(2)	2	11672165	11672165	9.14	9.14	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	3	72348417	72348417	56.68	56.68	0	0.00
(B) Public Shareholding							NA.	NA.
(1) Institutions								
(a)	Mutual Funds / UTI	82	5821430	5821430	4.56	4.56	-	-
(b)	Financial Institutions / Banks	31	18029914	18029914	14.13	14.13	-	-
(c)	Central Government / State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	148	19293682	19293682	15.11	15.11	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Any Other	-	-	-	-	-	-	-
	Sub-Total (B)(1)	261	43145026	43145026	33.80	33.80	-	-
(2) Non-institutions								
(a)	Bodies Corporate	1129	2363559	2363559	1.85	1.85	-	-
(b)	Individuals							
(1)	Individual shareholders holding nominal share capital up to Rs. 1 Lakh	118777	6719527	6642033	5.25	5.25	-	-
(2)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	18	1800143	1800143	1.41	1.41	-	-
(c)	Qualified Foreign Investor(s)	-	-	-	-	-	-	-
(d)	Others							
(1)	Clearing Members	508	735585	735585	0.58	0.58	-	-
(2)	Market Maker	40	7061	7061	0.01	0.01	-	-
(3)	Foreign Nationals	6	58905	38680	0.05	0.05	-	-
(4)	Non Resident Indians (Repatriate)	1013	305317	267172	0.24	0.24	-	-
(5)	Non Resident Indians (Non Repatriate)	310	114193	113673	0.09	0.09	-	-
(6)	Hindu Undivided Families	761	34411	34411	0.03	0.03	-	-
(7)	Trusts	5	9037	9037	0.01	0.01	-	-
	Sub-Total (B)(2)	122567	12147738	12011354	9.52	9.52	-	-
	Total Public Shareholding (B)=(B)(1)+(B)(2)	122828	55292764	55156380	43.32	43.32	-	-
	TOTAL (A)+(B)	122831	127641181	127504797	100.00	100.00	-	-
(C) Shares held by Custodians and against which Depository Receipts have been issued		0	0	0	0.00	0.00	-	-
	GRAND TOTAL (A)+(B)+(C)	122831	127641181	127504797	100.00	100.00	0	0.00

For Tech Mahindra Limited


Anil Khatra
 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										
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	MAHINDRA & MAHINDRA LIMITED	60676252	47.54	0	0.00	0.00	0.00	0.00	0.00	0.00	
2	BRITISH TELECOMMUNICATIONS PLC	11611439	9.10	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	
TOTAL		72348417	56.68	0	0.00	0.00	0	0	0	0	0

(*) 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)	17841649	13.98	0	0	0	0	
2	ICICI PRUDENTIAL FOCUSED BLUECHIP EQUITY FUND (THRU VARIOUS SCHEMES)	2349040	1.84					
3	HSBC GLOBAL INVESTMENT FUNDS A/C HSBC GLOBAL INVESTMENT FUNDS MAURITIUS LIMITED	1357709	1.06					
TOTAL		21548398	16.88	0	0	0	0	0

For Tech Mahindra Limited


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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)	17841649	13.98	0	0	0	0	0
TOTAL		17841649	13.98	0	0	0	0	0

For Tech Mahindra Limited


Anil Khatri
Company Secretary



<u>(I)(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 (I)(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 (l)(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				

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(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) (VII)	As a percentages of (A + B + C) (VIII)
(I)	(II)	(III)	(IV)	(V)	(VI)		
(A)	Promoter and Promoter Group						
(1)	Indian						
(a)	Individuals/Hindu Undivided Family						
(b)	Central Government/ State Government(s)						
(c)	Bodies Corporate						
(d)	Financial Institutions/Banks						
(e)	Any Other (specify)						
	Sub-Total (A)(1)						
(2)	Foreign						
(a)	Individuals (Non Resident Individuals/ Foreign Individuals)						
(b)	Bodies Corporate						
(c)	Institutions						
(d)	Any Other (specify)						
	Sub-Total (A)(2)						
	Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)						
(B)	Public Shareholding						
(1)	Institutions						
(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)						
	Sub-Total (B)(1)						
(2)	Non-Institutions						
(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)						
	Sub-Total (B)(2)						
	Total Public Shareholding (B) = (B)(1)+(B)(2)						
	TOTAL (A)+(B)						
	and against which Depository Receipts have been issued						
(C)	GRAND TOTAL (A)+(B)+(C)						

For Tech Mahindra Limited


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