

NOTICE IS HEREBY GIVEN THAT THE FIFTEENTH ANNUAL GENERAL MEETING OF TECH MAHINDRA BUSINESS SERVICES LIMITED WILL BE HELD, ON WEDNESDAY, THE 22ND DAY OF JULY, 2020 AT 5.30 P.M. IST THROUGH VIDEO CONFERENCE (“VC”)/OTHER AUDIT VISUAL MEANS (“OAVM”), TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Manoj Bhat (DIN: 05205447) who retires by rotation and being eligible, offers himself for re-appointment.

**By Order of the Board
For Tech Mahindra Business Services Limited**

Place : Mumbai

Date : July 15, 2020



**Birendra Sen
Director**



**Suchitra Kerkar
Director**

NOTES:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013, is not required to be annexed hereto as there is no Special Business to be transacted at the Meeting.
2. The login credentials to attend the meeting through VC/OAVM shall be shared at registered emails id of Members.
3. In view of the outbreak of COVID-19 pandemic, social distancing measures and in terms of Ministry of Corporate Affairs ("MCA") Circular No. 20/2020 dated 5th May, 2020 read with Circular 14/2020 dated 8th April, 2020, Circular 17/2020 dated 13th April, 2020 ("MCA Circulars"), physical presence of the Members at common venue ay the Annual General Meeting (AGM) is being conducted through Video Conference ("VC")/ Other Audio Visual Means ("OAVM"). The deemed venue for the AGM shall be the Registered Office of the Company.
4. Pursuant to the Circular No. 14/2020 dated April 08, 2020, and Circular No. 20/2020 dated May 05, 2020 issued by the MCA, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, body corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. Corporate members intending to authorize their authorized representatives to attend the meeting through video conferencing are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
6. Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and the Members can join the AGM by following the procedure mentioned in this Notice.
7. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

8. Since the AGM will be held through VC/OAVM, the route map is not annexed with the Notice.
9. The registers of Directors and KMP along with their shareholding maintained under Section 170 of the Companies Act, 2013, will be available on demand for the inspection by the members at the Annual General Meeting. The copies of such records shall be shared with them on their registered email ids. The members can reach out to Company Secretary at MK00598140@TechMahindra.com
10. Members may attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and JOIN MEETING tab. By Clicking on JOIN MEETING they will be redirected to Meeting Room via browser or by running Temporary Application. In order to join the Meeting, follow the step and provide the required details (mentioned above – Meeting Id/Password/Email Address) and Join the Meeting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- i. Member will be provided with a facility to attend the AGM through VC/OAVM through the Webex Facility/Microsoft Teams. Members may login by using their credentials.
- ii. Members are encouraged to join the Meeting through Laptops for better experience.
- iii. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

DETAILS PURSUANT TO SECRETARIAL STANDARD-2 ON GENERAL MEETINGS IN RESPECT OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT.

Mr. Manoj Bhat (DIN: 05205447)

Mr. Manoj Bhat age 47 is the Chief Financial Officer of Tech Mahindra Limited. He has a rich experience of more than 20 years in the IT and ITES industry across various roles in Finance, Corporate Planning & Development, Merger & Acquisitions, and Strategy. He has played a key role in Tech Mahindra's organic and non-organic growth initiatives.

He has managed the acquisition and integration of more than 20 acquisitions for Tech Mahindra with the largest one being the Satyam acquisition. He has also been leading the profitability transformation journey in Tech Mahindra.

Mr. Bhat has a Bachelor's degree in Technology from IIT Mumbai and a postgraduate diploma in management (PGDM) from IIM Bangalore.

He was first appointed on the Board on 31st October, 2017 and is also a member of CSR Committee of the Company. He is a Director of Tech Mahindra Arabia Limited and Pininfarina S.P.A. He has attended all the Board Meetings during the year 2019-20 and holds 1 share of the Company jointly with Tech Mahindra Limited.

Mr. Manoj Bhat is deemed to be interested in this proposed resolution.