

REF:NS:SEC:

17th November, 2017

National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor,
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400051.

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

Bourse de Luxembourg
Societe de la Bourse de Luxembourg
Societe Anonyme/R.C.B. 6222,
B.P. 165, L-2011 Luxembourg.

London Stock Exchange Plc
10 Paternoster Square
London EC4M 7LS.

Sub: Intimation of incorporation of a new step down Subsidiary Company in Netherlands

With reference to the captioned subject, we would like to inform you that Mahindra Agri Solutions Limited, a direct subsidiary of the Company has incorporated a subsidiary company namely 'Mahindra Fresh Fruits Distribution Holding Company (Europe) B.V.' in Netherlands on 17th November, 2017.

The details 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 Annexure A to this letter.

This is for your information.

Kindly acknowledge receipt.

Yours faithfully,
For MAHINDRA & MAHINDRA LIMITED


NARAYAN SHANKAR
COMPANY SECRETARY

Encl: as above

Acquisition (including agreement to acquire):

Sr No	Details of Events that need to be provided	Information of such events(s)
a)	name of the target entity, details in brief such as size, turnover etc.	<p>Mahindra Fresh Fruits Distribution Holding Company (Europe) B.V. ("MFFDH") has been incorporated through a Deed of Incorporation dated 17th November, 2017 by Mahindra Agri Solutions Limited ("MASL"), a direct subsidiary of the Company as the 'Incorporator' in Rotterdam, Netherlands.</p> <p>Pursuant to:</p> <p>(i) the Deed of Incorporation, MASL has agreed to subscribe to 100% of the Equity Share Capital of MFFDH and</p> <p>(ii) the provisions of the Dutch Civil Code, MFFDH has become a wholly owned subsidiary of MASL and in turn a step down subsidiary of the Company with effect from 17th November, 2017.</p> <p>Issued Capital: EUR 10,000</p> <p>Size/Turnover: Not Applicable (Incorporated on 17th November, 2017)</p>
b)	<p>whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired?</p> <p>If yes, nature of interest and details thereof and whether the same is done at "arm's length"</p>	<p>This initial subscription by MASL in MFFDH does not fall within the purview of Related Party Transaction.</p> <p>The promoter/promoter group/group companies of the Company does not have any interest in the above entity.</p>
c)	industry to which the entity being acquired belongs	Agri Industry



d)	objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of listed entity/the Company)	Mahindra Fresh Fruits Distribution Holding Company (Europe) B.V. is incorporated to acquire or invest in companies and entities engaged in agriculture, fresh fruit or agricultural produce, agricultural services, agricultural marketing, agricultural procurement or agricultural consultant activities.
e)	brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable.
f)	indicative time period for completion of the acquisition	Not Applicable
g)	nature of consideration - whether cash consideration or share swap and details of the same	Cash
h)	cost of acquisition or the price at which the shares are acquired	Pursuant to the Deed of Incorporation, Mahindra Agri Solutions Limited has agreed to subscribe to 10,000 shares at a face value of EUR 1 per share.
i)	percentage of shareholding / control acquired and / or number of shares acquired	100% shares of Mahindra Fresh Fruits Distribution Holding Company (Europe) B.V. shall be acquired by Mahindra Agri Solutions Limited, pursuant to the Deed of Incorporation. Total number of Shares: 10,000 shares at a face value of EUR 1 per share.
j)	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Mahindra Fresh Fruits Distribution Holding Company (Europe) B.V. is incorporated to acquire or invest in companies and entities engaged in agriculture, fresh fruit or agricultural produce, agricultural services, agricultural marketing, agricultural procurement or agricultural consultant activities. History/Turnover: Not Applicable Country: Netherlands Date of incorporation - 17 th November, 2017

