

REF:NS:SEC:

26<sup>th</sup> May, 2017

**National Stock Exchange of India Limited**  
"Exchange Plaza", 5<sup>th</sup> 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 a new Subsidiary Company.**

Dear Sirs,

With reference to the captioned subject, we would like to inform you that Merakisan Private Limited has become a subsidiary of Mahindra Greenyard Private Limited (Formerly known as Mahindra Univeg Private Limited) with effect from 25<sup>th</sup> May, 2017. Mahindra Greenyard Private Limited is a step down subsidiary of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> 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

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## 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>Merakisan Private Limited (hereinafter referred to as "Merakisan")</p> <p><u>Paid up Capital:</u> Rs.2,20,73,040/- (Rupees Two Crores Twenty Lakhs Seventy Three Thousand and Forty Only), as detailed below:</p> <table border="1" data-bbox="853 931 1528 1205"> <thead> <tr> <th>Type of shares</th> <th>No. of shares of Rs. 10/ each</th> <th>Value</th> </tr> </thead> <tbody> <tr> <td>Equity</td> <td>15,07,304</td> <td>1,50,73,040</td> </tr> <tr> <td>Preference</td> <td>7,00,000</td> <td>70,00,000</td> </tr> <tr> <td><b>TOTAL</b></td> <td><b>22,07,304</b></td> <td><b>2,20,73,040</b></td> </tr> </tbody> </table> <p><u>Turnover as on 31<sup>st</sup> March, 2017:</u> Rs. 1,45,82,689/- (Rupees One Crore Forty Five Lakhs Eighty Two Thousand Six hundred and Eighty Nine Only).</p>	Type of shares	No. of shares of Rs. 10/ each	Value	Equity	15,07,304	1,50,73,040	Preference	7,00,000	70,00,000	<b>TOTAL</b>	<b>22,07,304</b>	<b>2,20,73,040</b>
Type of shares	No. of shares of Rs. 10/ each	Value												
Equity	15,07,304	1,50,73,040												
Preference	7,00,000	70,00,000												
<b>TOTAL</b>	<b>22,07,304</b>	<b>2,20,73,040</b>												
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 is not a related party transaction of the Company.</p> <p>Upon allotment of 3,00,000 (Three Lakhs) Optionally Convertible Preference Shares ("OCPS") of Rs. 10/- (Rupees Ten Only) each by Merakisan to Mahindra Greenyard Private Limited (Formerly known as Mahindra Univeg Private Limited) ("MGPL"), Merakisan has become a subsidiary of MGPL.</p>												



		<p>MGPL is a subsidiary of Mahindra Agri Solutions Limited (Formerly known as Mahindra Shubhlabh Services Limited), which in turn is a subsidiary of Mahindra &amp; Mahindra Limited.</p> <p>The promoter/promoter group/group companies of the Company have no other 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 the Company);	<p>MGPL is in the business of distribution of fruits.</p> <p>Merakisan is in the business of procuring and marketing agricultural produce including fruits and vegetables.</p> <p>The Investment in Merakisan is to augment disintermediation at various levels in the fruits and vegetables delivery value chain facilitated by a digital technology platform, directly benefitting the farmer and end consumer.</p>
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;	The total cost of acquisition of 3,00,000 (Three Lakhs) OCPS is Rs. 30,00,000/- (Rupees Thirty Lakhs Only)												
i)	percentage of shareholding / control acquired and / or number of shares acquired;	<p>3,00,000 (Three Lakhs) OCPS acquired at Face Value of Rs. 10/- each aggregating Rs. 30,00,000/- (Rupees Thirty Lakhs Only).</p> <p>The total Paid up Equity and Preference Share Capital of Merakisan is Rs.2,20,73,040/- (Rupees Two Crores Twenty Lakhs Seventy Three Thousand and Forty Only), out of which MGPL holds 54.36% as detailed below:</p> <table border="1" data-bbox="853 996 1528 1294"> <thead> <tr> <th>Type of shares</th> <th>No. of shares of Rs. 10/ each</th> <th>Value</th> </tr> </thead> <tbody> <tr> <td>Equity</td> <td>5,00,000</td> <td>50,00,000</td> </tr> <tr> <td>Preference</td> <td>7,00,000</td> <td>70,00,000</td> </tr> <tr> <td><b>TOTAL</b></td> <td><b>12,00,000</b></td> <td><b>1,20,00,000</b></td> </tr> </tbody> </table>	Type of shares	No. of shares of Rs. 10/ each	Value	Equity	5,00,000	50,00,000	Preference	7,00,000	70,00,000	<b>TOTAL</b>	<b>12,00,000</b>	<b>1,20,00,000</b>
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<b>TOTAL</b>	<b>12,00,000</b>	<b>1,20,00,000</b>												
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);	<p>Merakisan was incorporated on 13<sup>th</sup> July, 2016 in India.</p> <p>The Main Object of the Company is:</p> <p>To carry on the business of procuring and marketing agricultural produce including fruits and vegetables.</p> <p>Currently, Merakisan is operating in the Indian Market.</p>												

