

REF:NS:SEC:

29<sup>th</sup> May, 2018

**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.

Dear Sirs,

**Sub: Outcome of Meeting of the Board of Directors of Mahindra & Mahindra Limited held on 29<sup>th</sup> May, 2018**

This is to inform you that the Board of Directors of the Company at its Meeting held on 29<sup>th</sup> May, 2018, has:

- I.** Approved recommendation of a Dividend of Rs.7.5 (150%) per Ordinary (Equity) Share of the face value of Rs.5 each.

This is an intimation under Para A 4. a) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

The 72<sup>nd</sup> Annual General Meeting ("AGM") of the Company will be held on Tuesday, 7<sup>th</sup> August, 2018 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg (New Marine Lines), Mumbai - 400 020.

The Register of Members and Share Transfer Books of the Company will remain closed for payment of dividend and AGM from Saturday, 14<sup>th</sup> July, 2018 to Tuesday, 7<sup>th</sup> August, 2018, both days inclusive.

The dividend on Ordinary (Equity) Shares for the year ended 31<sup>st</sup> March, 2018, as recommended by the Board of Directors and as may be declared at the AGM, will be paid/dispatched after 7<sup>th</sup> August, 2018 to those Shareholders or their mandates:

- a) whose names appear as Beneficial Owners as at the end of the business hours on Friday, 13<sup>th</sup> July, 2018 in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and
- b) whose names appear as Members in the Register of Members of the Company after giving effect to valid share transfers in physical form lodged with the Company/its Registrars & Share Transfer Agents on or before Friday, 13<sup>th</sup> July, 2018.

- II. Approved enabling Resolution, subject to Shareholders' approval at the ensuing AGM of the Company, inter alia, including raising funds by way of issuance of Securities including but not limited to secured/unsecured redeemable Non-convertible Debentures under Private Placement basis for an aggregate amount not exceeding Rs.5,000 crores, and authorised the Loans & Investment Committee of the Company to determine the detailed terms and conditions thereof.

The Shareholders of the Company, at the last AGM held on 4<sup>th</sup> August, 2017, had approved issuance of Securities including but not limited to secured/unsecured redeemable Non-convertible Debentures and/or Commercial Papers under Private Placement basis for an aggregate amount not exceeding Rs.5,000 crores. Since the approval of the Shareholders in case of offer or invitation for Non-convertible Debentures has a validity of one year in terms of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, it is proposed to seek fresh approval from Shareholders at the ensuing AGM.

This is an intimation under Para A 4. d) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The approval of the Shareholders will also be sought at the ensuing AGM for the re-appointment of Mr. Nadir B. Godrej and Mr. M.M. Murugappan as Independent Directors for a further period of 2 consecutive years each commencing from 8<sup>th</sup> August, 2018 to 7<sup>th</sup> August, 2020.

The Meeting of the Board of Directors of the Company commenced at 10.30 a.m. and concluded at 1.30 p.m.

This intimation is also being uploaded on the Company's website at <http://www.mahindra.com>

Kindly acknowledge receipt.

Yours faithfully,  
For MAHINDRA & MAHINDRA LIMITED



NARAYAN SHANKAR  
COMPANY SECRETARY

cc:

National Securities Depository Limited  
Trade World, 4<sup>th</sup> Floor,  
Kamala Mills Compound,  
Senapati Bapat Marg, Lower Parel,  
Mumbai 400 013

Central Depository Services (India)  
Limited  
P.J. Towers, Dalal Street,  
Mumbai 400 001