

REF:NS:SEC
26th August, 2022

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 400 001.

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: Update on events pertaining to Cessation of SsangYong Motor Company and its Subsidiaries as Subsidiaries of the Company

Further to our letter dated 7th April, 2022, we have been informed that the interested parties of SsangYong Motor Company (SYMC) [including the Company as a shareholder and unsecured creditor of SYMC] have approved a rehabilitation plan prepared by the Receiver.

The said rehabilitation plan reflects the investment agreement between the KG consortium and SYMC pursuant to which the KG consortium will acquire the debt-ridden SYMC for 930 billion won (equivalent to approximately Rs 5,523 crores) through primary equity investments in SYMC. Subsequent to such interested parties' vote procedure, the Seoul Bankruptcy Court (Court) in attendance also approved the rehabilitation plan.

As part of the rehabilitation plan and upon primary investments by KG Group and certain capital restructuring to be undertaken in accordance with the rehabilitation plan:

- ✓ The current outstanding dues of the Company would be restructured partly in cash and partly by conversion into equity and the current equity shareholding will get diluted.
- ✓ KG Group led Consortium would get a stake of 80.50% in SYMC against their investment.
- ✓ The Company will get a cash payment of approximately 10 billion won (equivalent to approximately Rs.59.38 crores) and ultimately the shareholding of the Company will stand reduced to approximately 5.15%.
- ✓ Mahindra Electric Mobility Limited, a subsidiary of the Company, would get a stake of approximately 0.04% and cash payment of approximately 0.24 billion won (equivalent to approximately Rs.1.42 crores) against settlement of its outstanding dues.

Based on current estimates of the value of the settlement, and the carrying value of the Company's exposure to SYMC as of 30th June, 2022, the Company expects no further impairment or write-off due to this rehabilitation plan.



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Upon implementation of the rehabilitation plan, SYMC and the following subsidiaries of SYMC ("SYMC subsidiaries") would cease to be subsidiaries of the Company:

- SsangYong Australia Pty Limited (100% owned by SYMC)
- SsangYong European Parts Center B.V (100% owned by SYMC)
- SY Auto Capital Co., LTD (51% owned by SYMC)

In the consolidated financial results, the Company has ceased consolidating SYMC and its subsidiaries, as subsidiaries from 28th December, 2020 and has classified it as discontinued operations. SYMC and its subsidiaries are at present considered as subsidiaries of the Company under the Companies Act, 2013.

The details for cessation of SYMC and SYMC subsidiaries 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.

You are requested to kindly note the same.

Yours faithfully,
For MAHINDRA AND MAHINDRA LIMITED

NARAYAN SHANKAR
COMPANY SECRETARY

Encl: as above

**Cessation of subsidiaries of the Company:
Annexure A - SsangYong Motor Company ("SYMC") & SYMC subsidiaries**

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;	In the consolidated financial results, the Company has ceased consolidating SYMC as a subsidiary & SYMC subsidiaries from 28 th December, 2020 and has classified it as discontinued operations.
b)	Date on which the agreement for sale has been entered into;	The interested parties of SYMC (including the Company as a shareholder and unsecured creditor of SYMC) and the Court have on 26 th August, 2022 approved the rehabilitation plan prepared by the Receiver.
c)	The expected date of completion of sale/disposal;	As per Court Approved Plan
d)	Consideration received from such sale/disposal;	<p>The Company will not receive any consideration on account of the proposed primary investment being made by KG Group led Consortium in SYMC.</p> <p>As part of the rehabilitation plan and upon primary investments by KG Group and certain capital restructuring to be undertaken in accordance with the rehabilitation plan:</p> <ul style="list-style-type: none"> ✓ The current outstanding dues of the Company would be restructured partly in cash and partly by conversion into equity and the current equity shareholding will get diluted. ✓ KG Group led Consortium would get a stake of 80.50% in SYMC against their investment. ✓ The Company will get a cash payment of approximately 10 billion won (equivalent to approximately Rs.59.38 crores) and ultimately the shareholding of the Company will stand reduced to approximately 5.15%. ✓ Mahindra Electric Mobility Limited, a subsidiary of the Company, would get a stake of approximately 0.04% and cash payment of approximately 0.24 billion won (equivalent to approximately Rs.1.42 crores) against settlement of its outstanding dues.

e)	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	<ul style="list-style-type: none">➤ The Consortium is led by chemical-to-steel firm KG Group based in South Korea➤ The buyer does not belong to the promoter / promoter group / group companies.
f)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";	The transaction does not fall within related party transactions.
g)	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not applicable