

REF: NS: SEC
17th May, 2023

**The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001.**

Dear Sir,

Re: Notice issued to Debenture Holders pursuant to Regulation 15(6) of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021

(ISIN - INE101A08112, Security Code - 959586 and Scrip ID - 619MML25)

Please note that the Company has issued Notice to all the Debenture holders of 6.19%, Unsecured Listed, Rated, Redeemable Non-Convertible Debentures issued on private placement basis ("NCDs") in terms of Regulation 15(6) of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021.

A copy of the Notice issued thereof is attached as 'Annexure' for your ready reference.

Request you to kindly take the same on record.

Thanking You,
Yours faithfully,
For **MAHINDRA AND MAHINDRA LIMITED**

**NARAYAN SHANKAR
COMPANY SECRETARY**

Encl.: a/a

Date: 17th May, 2023

To
The Debenture Holders

Dear Sir/Madam,

Sub.: Notice under Regulation 15(6) of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 pertaining to 6.19% Non-Convertible Debentures ("NCDs") issued by the Company (ISIN - INE101A08112, Scrip Code - 959586 & Scrip ID - 619MML25)

With reference to your exercise of "Put Option" on the aforesaid NCDs dated 4th May, 2023 and in terms of Supplementary Debenture Trustee Agreement dated September 3, 2020 (the "Agreement") in relation to the aforesaid NCDs and with specific reference to paragraph (8)(iii) of Schedule I (Terms and Conditions of the Debentures) of the Agreement, we, hereby acknowledge receipt of Put Options Notices exercised by all the Debenture Holders.

Please note that in terms of Regulation 15(6) of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 and the terms of the Agreement, the aforesaid NCDs would be redeemed on 8th June, 2023 (being Put Option Date) prior to maturity of the aforesaid NCDs and the Company would pay the redemption amount and all other amounts payable under the Transaction Documents or otherwise in respect of such Debentures held by you.

The copy of this Notice is also submitted to Axis Trustee Services Limited, Debenture Trustees to the NCDs and BSE Limited.

This is for your information and records.

Yours faithfully,
For **MAHINDRA & MAHINDRA LIMITED**

NARAYAN SHANKAR
Digitally signed by
NARAYAN SHANKAR
Date: 2023.05.17
17:10:22 +05'30'

NARAYAN SHANKAR
COMPANY SECRETARY

CC: Axis Trustee Services Limited The Secretary
The Ruby, 2nd Floor, SW, 29, BSE Limited
Senapati Bapat Marg, Dadar Phiroze Jeejeebhoy Towers
West, Mumbai- 400028. Dalal Street, Fort, Mumbai 400 001.