

REF:NS:SEC:

7<sup>th</sup> August, 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.

**Sub: Re-appointment of Independent Directors - Disclosure under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We wish to inform you that, at the 72<sup>nd</sup> Annual General Meeting held on 7<sup>th</sup> August, 2018, the Shareholders of the Company have approved the re-appointment of Mr. M. M. Murugappan and Mr. Nadir B. Godrej as Independent Directors of the Company to hold office for a second term of two consecutive years on the Board of the Company commencing from 8<sup>th</sup> August, 2018 to 7<sup>th</sup> August, 2020.

The details of re - appointment of Mr. M. M. Murugappan and Mr. Nadir B. Godrej 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.: a/a

## Annexure A

### Re-appointment of Independent Directors

#### Mr. M. M. Murugappan and Mr. Nadir Godrej

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	reason for change viz. appointment, resignation, removal, death or otherwise	At the 72 <sup>nd</sup> Annual General Meeting held on 7 <sup>th</sup> August, 2018, the shareholders of the Company have re-appointed Mr. M.M. Murugappan and Mr. Nadir Godrej as Independent Directors of the Company, not liable to retire by rotation, to hold office for a second term of two consecutive years on the Board of the Company commencing from 8 <sup>th</sup> August, 2018 to 7 <sup>th</sup> August, 2020.
b)	date of appointment/cessation (as applicable) & term of appointment;	Date of Re-appointment - 8 <sup>th</sup> August, 2018 Term of Appointment - Two consecutive years on the Board of the Company commencing from 8 <sup>th</sup> August, 2018 to 7 <sup>th</sup> August, 2020.
c)	brief profile (in case of appointment);	As per Annexure B
d)	disclosure of relationships between directors (in case of appointment of a director);	Mr. M. M. Murugappan and Mr. Nadir Godrej are not related to any Director of the Company.
e)	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/2018/24, dated 20 <sup>th</sup> June, 2018.	Mr. M. M. Murugappan and Mr. Nadir Godrej are not debarred from holding the office of director by virtue of any SEBI order or any other such authority.



## ANNEXURE B

### Brief Profile of Independent Directors

#### Mr. M. M. Murugappan

Mr. M. M. Murugappan has completed 62 years of age. Mr. M. M. Murugappan holds a Bachelor's degree in Chemical Engineering from the AC College of Technology, University of Madras, India and a Master of Science Degree also in Chemical Engineering from the University of Michigan, Ann Arbor, Michigan, USA.

He is a member of the American and Indian Institutes of Chemical Engineers and the Plastics & Rubber Institute. He was recently elected as a Fellow Member of the Indian Ceramic Society.

Mr. M. M. Murugappan was first appointed as a Director on the Board of the Company on 28<sup>th</sup> August, 1992.

Mr. M. M. Murugappan serves as the Executive Chairman of the Corporate and Supervisory Board of the Murugappa Group. He is the Chairman of Tube Investments of India Limited ("TII"), TI Financial Holdings Limited, Cholamandalam MS General Insurance Company Limited, Wendt India Limited, Carborundum Universal Limited ("CUMI"), Coromandel International Limited and Volzhsky Abrasive Works. He is also on the board of Cyient Limited, Ambadi Investments Limited, Cholamandalam Health Insurance Limited, Murugappa Organo Water Solutions Private Limited, M.M. Muthiah Research Foundation and Idea Lab (India) Private Limited.

#### Mr. Nadir B. Godrej:

Mr. Nadir B. Godrej has completed 66 years of age. A Bachelor of Chemical Engineering from the Massachusetts Institute of Technology and a Master of Chemical Engineering from Stanford University, Mr. Nadir B. Godrej completed his MBA from the Harvard Business School.

Mr. Nadir B. Godrej was first appointed as a Director on the Board of the Company on 28<sup>th</sup> August, 1992.

A veteran of the Indian industry, Mr. Nadir B. Godrej has played an important role in developing the animal feed, agricultural input and chemicals businesses owned by Godrej. His active interest in research related to these areas has resulted in several patents in the field of agricultural chemicals and surfactants.

Mr. Nadir B. Godrej is the Chairman of Godrej Agrovet Limited, Astec Lifesciences Limited, Godrej Tyson Foods Limited & Creamline Dairy Products Limited and Managing Director of Godrej Industries Limited. He is also a Director in other companies such as Godrej Consumer Products Limited, Godrej Properties Limited, The Indian Hotels Co. Limited, Godrej & Boyce Mfg. Co. Limited, Isprava Vesta Private Limited and in foreign companies such as Godrej International Limited and ACI Godrej Agrovet Private Limited.