

REF:NS:SEC:  
8<sup>th</sup> August, 2020

**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: Proceedings of 74<sup>th</sup> Annual General Meeting of the Equity Shareholders of the Company**

This is to inform you that the Shareholders of the Company, based on the facility provided for remote e-voting between Monday, 3<sup>rd</sup> August, 2020 (9:00 a.m. IST) and Thursday, 6<sup>th</sup> August, 2020 (5:00 p.m. IST) and electronic voting provided at the 74<sup>th</sup> Annual General Meeting held on 7<sup>th</sup> August, 2020 through Video Conferencing ("VC") at Gateway Building, Apollo Bunder, Mumbai - 400 001 (Deemed Venue) have, inter alia:

1. Adopted the Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 and the Reports of the Board of Directors and Auditors thereon.
2. Adopted the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2020 and the Report of the Auditors thereon.
3. Declared a Dividend of Rs.2.35 (47%) per Ordinary (Equity) Share of the face value of Rs.5 each.
4. Approved re-appointment of Mr. Anand G. Mahindra (DIN: 00004695), as a Director, who retired by rotation and being eligible had offered himself for re-appointment.
5. Ratified the remuneration payable to Messrs D. C. Dave & Co., Cost Accountants having Firm Registration Number 000611 who have been appointed as the Cost Auditors of the Company for conducting the Audit of the Cost Records of the Company, for the Financial Year ending 31<sup>st</sup> March, 2021.

*Cont...2*

6. Approved by way of a Special Resolution, the re-designation of Dr. Pawan Goenka (DIN: 00254502), as “Managing Director and Chief Executive Officer” with effect from 1<sup>st</sup> April, 2020, revision in the remuneration payable to him with effect from 1<sup>st</sup> August, 2020 upto his current term i.e. 11<sup>th</sup> November, 2020 and his re-appointment as “Managing Director and Chief Executive Officer” of the Company with effect from 12<sup>th</sup> November, 2020 to 1<sup>st</sup> April, 2021.
7. Approved by way of an Ordinary Resolution, the appointment of Dr. Anish Shah (DIN: 02719429), as a Director of the Company, liable to retire by rotation.
8. Approved by way of a Special Resolution, the appointment of Dr. Anish Shah (DIN: 02719429), as Whole-time Director designated as “Deputy Managing Director and Group Chief Financial Officer” from 1<sup>st</sup> April, 2020 to 1<sup>st</sup> April, 2021 and as the Managing Director of the Company designated as “Managing Director and Chief Executive Officer” with effect from 2<sup>nd</sup> April, 2021 to 31<sup>st</sup> March, 2025.
9. Approved by way of an Ordinary Resolution, the appointment of Mr. Rajesh Jejurikar (DIN: 00046823), as a Director of the Company, liable to retire by rotation.
10. Approved by way of a Special Resolution, the appointment of Mr. Rajesh Jejurikar (DIN: 00046823), as Whole-time Director designated as “Executive Director (Automotive and Farm Sectors)” for a period of 5 years with effect from 1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2025.
11. Approved by way of an Ordinary Resolution, the appointment of Mr. CP Gurnani (DIN: 00018234), as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Please take the same on record and oblige.

Yours faithfully,  
For MAHINDRA & MAHINDRA LIMITED



NARAYAN SHANKAR  
COMPANY SECRETARY