Mahindra

Mahindra & Mahindra Ltd.
Mahindra Towers, Worli,
Mumbai 400 018, India.
Tel : +91 (022) 2493 1441, 2496 1441
Fax : +91 (022) 2497 5081

REF:NS:SEC:
10th August, 2012

The Secretary
National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor,
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400051.

Dear Sir,

Sub: Disclosure of Voting Results of the 66th Annual General Meeting of the Company held on 8th August, 2012, as per the requirements of Clause 35A of the Equity Listing Agreement

At the 66th Annual General Meeting ("AGM") of Mahindra & Mahindra Limited held on 8th August, 2012 at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg (New Marine Lines), Mumbai – 400 020, all the items of business contained in the Notice of the AGM dated 30th May, 2012 were transacted and approved by the Shareholders.

The details of the voting results at AGM are enclosed in the format prescribed under Clause 35A of the Equity Listing Agreement.

Kindly acknowledge receipt.

Thanks you,

Yours faithfully,
For MAHINDRA & MAHINDRA LIMITED

NARAYAN SHANKAR
COMPANY SECRETARY

Encl: as above

MAHINDRA FOR YOU
1800 425 1624
OVER 100 COMPANIES. JUST 1 NUMBER

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Date of the AGM/~~EGM~~	:	8th August, 2012
Total number of Shareholders on record date – Book Closure date being 14th July, 2012 to 8th August, 2012	:	1,96,473
Total number of Shareholders as on the last beneficiary position date before AGM (i.e. 3rd August, 2012)	:	1,92,135
Number of Shareholders present in the Meeting either in person or through proxy	:	
Promoters and Promoter Group	:	27
Public		916
Number of Shareholders attended the Meeting through Video Conferencing	:	Not arranged
Promoters and Promoter Group	:	
Public		

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Agenda-wise

Item Nos.	Details of the Agenda	Resolution required (Ordinary/ Special)	Mode of voting (Show of hands/ Poll/Postal ballot/E-voting)	Remarks
1.	2.	3.	4.	5.
	Ordinary Business			
1.	Adoption of the Audited Balance Sheet as at 31st March, 2012 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and the Auditors thereon	Ordinary	Show of hands	Passed with requisite majority *
2.	Declaration of Dividend on Ordinary (Equity) Shares	Ordinary	Show of hands	Passed with requisite majority *
3.	Re-appointment of Mr. Deepak S. Parekh as a Director	Ordinary	Show of hands	Passed with requisite majority *
4.	Re-appointment of Mr. A. K. Nanda as a Director	Ordinary	Show of hands	Passed with requisite majority *
5.	Re-appointment of Mr. Narayanan Vaghul as a Director	Ordinary	Show of hands	Passed with requisite majority *
6.	Re-appointment of Mr. R. K. Kulkarni as a Director	Ordinary	Show of hands	Passed with requisite majority *

* All Shareholders except one Shareholder who abstained from voting

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1.	2.	3.	4.	5.
7.	Re-appointment of Messrs Deloitte Haskins & Sells, Chartered Accountants, the retiring Auditors of the Company, as Auditors of the Company	Ordinary	Show of hands	Passed with requisite majority *
	Special Business			
8.	Appointment of Dr. Vishakha N. Desai as a Director	Ordinary	Show of hands	Passed with requisite majority *
9.	Appointment of Mr. Vikram Singh Mehta as a Director	Ordinary	Show of hands	Passed with requisite majority *
10.	Re-appointment of Mr. Anand G. Mahindra as the Managing Director of the Company for a period of five years and to approve his remuneration	Special	Show of hands	Passed with requisite majority *
11.	Re-appointment of Mr. Bharat Doshi as the Executive Director of the Company upto 31st March, 2015 and to approve his remuneration	Special	Show of hands	Passed with requisite majority *
12.	Alteration of the Articles of Association of the Company by inserting Article Nos. 78A, 145A, 206(3) and proviso to Article 146	Special	Show of hands	Passed with requisite majority *

* All Shareholders except one Shareholder who abstained from voting

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Besides the above, the Company had received a Notice under section 257 of the Companies Act, 1956, from a Member proposing himself to be appointed as a Director at the Annual General Meeting. The said proposal was put to vote and on a show of hands all the other Members present in person voted against the proposal and accordingly, the proposal was not carried.

In case of Poll/Postal ballot/E-Voting: Not Applicable

Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	-	-	-	-	-	-	-
Public - Institutional holders	-	-	-	-	-	-	-
Public - Others	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

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