Mahindra
Rise.

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:
4th June, 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 Sirs,

Sub: Transfer of the Company's Naval Systems Business forming part of the Company's Mahindra Defence Systems Division

This is to inform you that pursuant to the approval of the Shareholders accorded by way of Postal Ballot under section 293(1)(a) of the Companies Act, 1956, the Company has entered into a Business Transfer Agreement to transfer the Company's Naval Systems Business forming part of the Company's Mahindra Defence Systems Division together with congeries of rights of the Company in such Business to Mahindra Defence Naval Systems Private Limited, a wholly owned subsidiary of the Company with effect from 1st June, 2012 for a consideration based on the Net Asset Value of the assets being transferred as on 31st May, 2012.

Kindly take the above on record.

Yours faithfully,
For MAHINDRA & MAHINDRA LIMITED

NARAYAN SHANKAR
COMPANY SECRETARY

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