

REF:NS:SEC:

11th November, 2016

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: Appointment of an Additional Director - Disclosure under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Board of Directors of the Company at its Meeting held on 11th November, 2016 has approved the appointment of Mr. T.N. Manoharan, as an Additional Director of the Company who would be an Independent Director, with effect from 11th November, 2016. Mr. Manoharan has also been appointed as a member of the Audit Committee of the Board.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, including the brief profile of Mr. Manoharan 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

Appointment of an Additional Director:

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	Mr. T.N. Manoharan, is appointed as an Additional Director of the Company who would be an Independent Director, with effect from 11 th November, 2016.
b)	date of appointment/cessation (as applicable) & term of appointment;	<p>Date of Appointment - 11th November, 2016</p> <p>Term of Appointment - Upto the next Annual General Meeting of the Company as an Additional Director, and thereafter, subject to approval of the Members at the said Annual General meeting, as an Non-Executive Independent Director for a period of 5 years from 11th November, 2016</p>
c)	brief profile (in case of appointment);	<p>Mr. T.N. Manoharan is a law graduate and a fellow member of The Institute of Chartered Accountants of India. He also holds a Masters degree in Commerce.</p> <p>Mr. Manoharan is a Non-Executive Chairman on the Board of Canara Bank and an Independent Director on the Board of Directors of Tech Mahindra Limited.</p> <p>Mr. Manoharan was nominated by the Government of India to the Board of Satyam Computer Services Limited. He made significant contribution towards the revival of the erstwhile Mahindra Satyam within a short span of time.</p> <p>Mr. Manoharan served as the President of Institute of Chartered Accountants of India ("ICAI") during 2006-07 and was instrumental in charting the road map for several accounting reforms in the Indian system and pioneered proactive amendments to the Chartered</p>

		<p>Accountants Act, 1949. Mr. Manoharan was the Chairman of Accounting Research Foundation of ICAI & National Committee on Accounting Standards of Confederation of Indian Industry (CII). He was on the Board of the Insurance Regulatory and Development Authority ("IRDA") during 2006-07 and on the Committees constituted by Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), Ministry of Corporate Affairs (MCA), Comptroller and Auditor General of India ("C&AG") and Central Board of Direct Taxes ("CBDT") during 2006-07.</p> <p>Mr. Manoharan at present is the Chairman of the National Committee on Accounting Standards and Taxation of the Confederation of Indian Industry. He is a Member of the Appellate Authority, and of the working group constituted by International Accounting Standards Board ("IASB") for making recommendations on "IFRS for SMEs". He is also a Member of the Governing Council for Skill Development in BFSI Sector since September, 2016.</p> <p>Mr. Manoharan has been conferred the "Life Time Achievement" award in 2005 and "For the Sake of Honour" award in 2007 by the Rotary International and the "Super Achiever" award in 2006 by the Lions International. He received the "Business Leadership Award" from NDTV Profit in 2009 and the CNN IBN "Indian of the Year 2009" award in the Business category. The Government of India conferred him the "Padma Shri" award in 2010.</p>
d)	disclosure of relationships between directors (in case of appointment of a director);	Mr. T.N. Manoharan is not related to any other Director of the Company