

19th June, 2014

The Manager-Listing Department,
National Stock Exchange of India Limited,
"Exchange Plaza", 5th Floor,
Plot No.C/1, G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051.

Tel. No. 2659 8235/2659 8346

Fax No: 26598237/26598238/26598347/26598348

Name of the Scrip: Mahindra & Mahindra Financial Services Limited

Scrip Code : M&MFIN

Dear Sir,

**Sub: Results of Postal Ballot on the Special Resolutions as
proposed in the Notice dated 9th May, 2014**

This has reference to our letters dated 23rd April, 2014 and 13th May, 2014, regarding the captioned subject.

Mr. S. N. Ananthasubramanian, Scrutinizer submitted his report dated 18th June, 2014 to the Chairman of the Company and the results were declared by the Chairman of the Company at the Company's Corporate Office today i.e. 19th June, 2014.

The summarized results of the Postal Ballot is as under:-

	Special Resolution for increase in borrowing limits from Rs.38,000 crores to Rs.45,000 crores under Section 180 (1) (c) of the Companies Act, 2013 ("the Act") and creation of charge on the Company's property(ies) under Section 180(1) (a) of the Act.	Special Resolution for issue of Non-Convertible Debentures and/or other Debt Securities on a Private Placement basis under Sections 42 and 71 and all other applicable provisions of the Act read with the relevant Rules.
(1)	(2)	(3)
Total number of valid postal ballot forms received from the	470	419



equity shareholders who have cast their votes in the Postal Ballot Form:-		
• No. of valid Postal Ballot Forms in favour of the Resolution	460	395
• % to total valid postal ballot forms	97.87%	94.27%
• No. of valid postal ballot forms against the Resolution	10	24
• % to total valid postal ballot forms	2.13%	5.73%
Total Number of Equity Shareholders who have cast their votes on E-voting platform	412	412
• No. of Equity Shareholders who voted on E-voting platform in favour of the Resolution	381	377
• % to total Number of Equity Shareholders who have cast their votes on E-voting platform	92.48%	91.50%
• No. of Equity Shareholders who voted on E-voting platform	31	35



against the Resolution		
• % to total Number of Equity Shareholders who have cast their votes on E-voting platform	7.52%	8.50%
Total Number of valid votes (including E-votes)	43,29,86,123	42,58,68,060
Valid votes in favour of the Resolution (including E-votes)	43,06,00,538	42,27,89,997
% to total valid votes cast (including E-votes)	99.45%	99.28%
Valid votes against the Resolution	23,85,585	30,78,063
% to total valid votes cast (including E-votes cast)	0.55%	0.72%

Accordingly, the above Special Resolutions have been passed by the Shareholders by Requisite Majority.

Please acknowledge receipt of the same.

Thanking you,

Yours faithfully,

Mahindra & Mahindra Financial Services Limited

Arnavaz

Arnavaz M. Pardiwalla

Company Secretary & Compliance Officer

