

FORM D

**Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulations 13(4) (4A) and (6)]**

Details of change in shareholding or voting rights held by Director or Officer and his dependents or Promoter or Person who is part of Promoter Group of a listed company.

Name, PAN No. & Address of ~~Promoter/~~
~~Person who is part of Promoter Group~~
~~/Director/ Officer~~

Dr. Pawan Kumar Goenka
PAN - AAUPG4978P
Flat No. 602, 9 JVPD, 10th Road,
Juhu Vile Parle Scheme,
Vile Parle (West), Mumbai - 400056

No. & % of shares/ voting rights held by the
~~Promoter/Person who is part of Promoter~~
~~Group/ Director/Officer~~

1,57,700 equity shares of Mahindra & Mahindra
Limited representing 0.03% of the voting rights

Date of receipt of ~~Allotment advice/~~
acquisition/sale of shares/ voting rights

12th May, 2015
16,944 equity shares of Mahindra & Mahindra
Limited representing 0.00% of the voting rights

Date of intimation to company

13th May, 2015

Mode of acquisition (market
purchase/public/rights/preferential offer,
etc.)/sale

The shares are acquired under the Mahindra &
Mahindra Limited Employees Stock Option
Scheme and are transferred by Mahindra &
Mahindra Limited Employees' Stock Option
Trust pursuant to exercise of 16,944 Stock
Options granted.

No. & % of shares/voting rights post
acquisition/sale

1,74,644 equity shares of Mahindra & Mahindra
Limited representing 0.03% of the voting rights

Trading member through whom the trade
was executed with SEBI Registration No. of
the TM

Not applicable, as the shares are transferred
pursuant to Mahindra & Mahindra Limited
Employees Stock Option Scheme

Exchange on which the trade was executed

Not applicable

	No. of Shares	Amount in Rs.
Buy quantity/ Buy Value	16,944	50,58,156
Sell Quantity/ Sell Value	Nil	N.A.



Pawan Kumar Goenka