

REF. NS: SEC  
19<sup>th</sup> April, 2024

**National Stock Exchange of India Ltd.,  
Exchange Plaza, 3<sup>rd</sup> Floor  
Plot No.3-1."G" Block, I.F.B. Centre,  
Bandra-Kurla-Complex, Bandra (East),  
Mumbai - 400 051**

**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**

Dear Sir,

**Sub: Certificate under Regulation 40(9) and 61(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the captioned Regulations, we are submitting herewith certificate from Practicing Company Secretary for the year ended 31<sup>st</sup> March, 2024.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,  
For **Mahindra & Mahindra Limited**

**NARAYAN SHANKAR  
COMPANY SECRETARY**

Encl: a/a

# **M Siroya and Company**

## **Company Secretaries**

A-103, Samved Building (Madhukunj), Near Ekta Bhoomi, Rajendra Nagar, Borivali (E), Mumbai-400 066  
Telefax:+91 22 28706523; Mobile: 93243 10151; E-mail:siroyam@gmail.com; [www.msiroya.com](http://www.msiroya.com)

### **CERTIFICATE UNDER REGULATION 40(9) AND 61(4) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

#### **FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024**

#### **1. Equity Shares**

I, Mukesh Siroya, holding Certificate of Practice No. 4157, have, in my capacity as Company Secretary in Whole-time Practice, examined all the relevant books, registers, files and other documents relating to **Mahindra and Mahindra Limited ("Company")** maintained by **KFin Technologies Limited ("KFin") (Formerly known as KFin Technologies Private Limited)** pertaining to transfer of equity shares of the Company for the period from **April 1, 2023 to March 31, 2024** for the purpose of issuing a Certificate as per regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations") and based on the information provided by the Company, I hereby certify that during the financial year ended on March 31, 2024:

- A) (i) Share Certificate(s) relating to the transfer of shares received as entered in the Memorandum of Transfers have been issued, pursuant to Regulation 40(3) of the Regulations, within fifteen days of the date of lodgment for transfer except those rejected on technical grounds- **As the Transfer of Shares in Physical Form has been barred by SEBI, no Physical Share Transfer Request(s) were processed during the period;**
- (ii) Share Certificate(s) / Letter of Confirmation(s) have been issued, pursuant to the Regulations, within stipulated time of the respective date(s) of lodgment for deletion, change of name and transmission of shares except those rejected on technical grounds; and
- (iii) Share Certificate(s) / Letter of Confirmation(s) have been issued, pursuant to the Regulations, within thirty days of the date of lodgment for sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies from respective date of lodgment except those rejected on technical grounds.
- B) Any other information, if applicable - None

#### **2. Non-Convertible Debentures**

I, Mukesh Siroya, holding Certificate of Practice No. 4157, in my capacity as Company Secretary in Whole-time Practice further certify under Regulation 61(4) of the Regulations that all the Non-Convertible Debentures ("NCDs") issued by the Company are held in dematerialized mode and as such there are no requests received pertaining to transfer/transmission of NCDs, sub-division, consolidation, renewal, exchange or endorsement of calls/allotment monies of NCDs of the Company for the period from **April 1, 2023 to March 31, 2024**.

**For M Siroya and Company**  
**Company Secretaries**

**MUKESH**  
**KUMAR**  
**SIROYA**

Digitally signed  
by MUKESH  
KUMAR SIROYA  
Date: 2024.04.19  
18:37:43 +05'30'

**Mukesh Siroya**  
**Proprietor**  
**CP No.: 4157; M. No.: FCS 5682**  
**UDIN: F005682F000182507**  
**PR No: - 1075/2021**  
**Date: April 19, 2024**  
**Place: Mumbai**