

20th February, 2019

The General Manager-Department of
Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Scrip Code : 532720

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.

Scrip Code : M&MFIN

Dear Sir,

**Sub: Disclosure under Regulation 30 of Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provisions of Regulation 30(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read together with Para A of Part A of Schedule III of the Listing Regulations, we hereby inform that a Meeting of the duly authorised Committee was held today, i.e. on 20th February, 2019 from 2.40 p.m. to 3.10 p.m. approving the allotment of 262 Secured Redeemable Principal Protected - Market Linked Non-Convertible Debentures("NCDs") of the face value of Rs. 10,00,000 each, at premium, aggregating to Rs.26.20 Crores.

The details of the said allotment are furnished in Annexure 'A' enclosed herewith.

This intimation is also being uploaded on the Company's website at <http://www.mahindrafinance.com>.

Kindly take the same on record.

Thanking you,

Yours Faithfully,
Mahindra & Mahindra Financial Services Limited

Arnavaz

Arnavaz M. Pardiwalla
Company Secretary & Compliance Officer

Encl: As above



Annexure 'A'

Issuance of Debt Securities										
Sr. No.	Requirements of disclosure	Details								
(i)	Size of the issue	: Series AA2019 (Additional Issuance II) - Rs.26.20 Crores								
(ii)	Whether proposed to be listed? If yes, name of the stock exchange(s)	: Yes Wholesale Debt Market Segment of BSE Limited.								
(iii)	Tenure of the instrument	: Residual Tenure Series AA2019 (Additional Issuance II): 749 days from the pay in date of additional issuance, i.e. from 20 th February, 2019.								
	Deemed date of allotment and	: Series AA2019 (Additional Issuance II): 20 th February, 2019 (Original date of Allotment: 29 th January, 2019)								
	Date of maturity	: Series AA2019 (Additional Issuance II): 10 th March, 2021.								
(iv)	Coupon/interest offered (Redemption / Maturity Value)	: <u>Underlying/Reference Index</u> : 10 year Government security: 7.17 G-Sec 2028 having ISIN: IN0020170174 and Maturity on 8 th January, 2028, as published by Financial Benchmarks India Private Limited (FBIL) on its website viz. www.fbil.org.in Series AA2019 (Additional Issuance II): <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 70%;">Scenario</th> <th style="width: 30%;">Redemption/ Maturity Value (Rs. Per Debenture)</th> </tr> </thead> <tbody> <tr> <td>If Underlying Performance \geq60% of the Initial Fixing level</td> <td>Rs.11,90,377</td> </tr> <tr> <td>If Underlying Performance < 60% but \geq 25% of the Initial Fixing level</td> <td>Rs.11,89,219</td> </tr> <tr> <td>If Underlying Performance < 25% of the Initial Fixing level</td> <td>Rs.10,00,000</td> </tr> </tbody> </table>	Scenario	Redemption/ Maturity Value (Rs. Per Debenture)	If Underlying Performance \geq 60% of the Initial Fixing level	Rs.11,90,377	If Underlying Performance < 60% but \geq 25% of the Initial Fixing level	Rs.11,89,219	If Underlying Performance < 25% of the Initial Fixing level	Rs.10,00,000
	Scenario	Redemption/ Maturity Value (Rs. Per Debenture)								
If Underlying Performance \geq 60% of the Initial Fixing level	Rs.11,90,377									
If Underlying Performance < 60% but \geq 25% of the Initial Fixing level	Rs.11,89,219									
If Underlying Performance < 25% of the Initial Fixing level	Rs.10,00,000									
Schedule of payment of Coupon/interest and principal	: Series AA2019 (Additional Issuance II): Redemption Value linked to underlying performance.									
(v)	Initial Fixing Level	: Last Traded (closing) Price of 7.17 G-Sec 2028 as on Initial Fixing Date, as published by FBIL on www.fbil.org.in i.e. Rs. 97.58								



(vi)	Charge/Security, if any, created over the assets	:	Debentures are secured by way of pari passu charge in terms of the Registered Debenture Trust Deed dated 13 th November, 2018 on Aurangabad Branch office along with other Debenture holders and exclusive charge on receivables under Hire Purchase/Lease/Loan contracts, owned Assets and Book debts to the extent of 100% of Debenture outstanding.
(vii)	Special rights/interest/privileges attached to the instruments and changes thereof	:	Nil
(viii)	Delay in payment of interest/principal amount for a period of more than three months from the due date or default in payment of interest/principal	:	N.A.
(ix)	Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and/or the assets along with its comments thereon, if any.	:	N.A.
(x)	Details of redemption of Debentures	:	Series AA2019 (Additional Issuance II): Redemption at the end of 771 days from the original date of allotment i.e. from 29 th January, 2019.

Mahindra & Mahindra Financial Services Limited

Arnavaz

Arnavaz M. Pardiwalla

Company Secretary & Compliance Officer

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