

5<sup>th</sup> April, 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", 5<sup>th</sup> Floor,  
Plot No.C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai - 400 051.

**Scrip Code : M&MFIN**

Dear Sirs,

**Sub: Reconciliation of Share Capital Audit Report for the Fourth Quarter  
ended 31<sup>st</sup> March, 2019**

In compliance with SEBI Circular No. D&CC/FITTC/CIR-16/2002 dated 31<sup>st</sup> December, 2002, as amended from time to time, we submit herewith the Report made by M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, with regard to Reconciliation of Share Capital Audit of the Company as at 31<sup>st</sup> March, 2019 and certifying due compliance with related requirements during the quarter ended on that date.

We request you to kindly take the same on record.

Thanking you,

Yours Faithfully,  
**Mahindra & Mahindra Financial Services Limited**

*Arnavaz*

**Arnavaz M. Pardiwalla**  
**Company Secretary & Compliance Officer**

Encl: a/a



## RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

(Pursuant to Regulation 76 of the SEBI (Depositories and Participants) Regulations 2018  
R/w SEBI Circular dated 31.12.2002)

1.	Report for quarter ended	<b>31.03.2019</b>					
2.	ISIN	INE774D01024					
3.	Face Value	Rs.2/- each					
4.	Name of the Company	<b>Mahindra &amp; Mahindra Financial Services Limited</b>					
5.	Registered Office Address	Gateway Building, Apollo Bunder, Mumbai - 400 001, Maharashtra.					
6.	Correspondence Address	Mahindra Towers, 4 <sup>th</sup> Floor, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai - 400 018.					
7.	Telephone and Fax Nos.	Ph. No. : 022-66526000 Fax No. : 022-24984170					
8.	Email Address	investorhelpline_mmfs@mahindra.com					
9.	Name of the Stock Exchange where the company's Securities are listed:	National Stock Exchange of India Limited BSE Limited					
		<b>Number of Shares</b>			<b>% of Total Issued Capital</b>		
10.	Issued Capital	61,77,64,960			100.00		
11.	Listed Capital (Exchange Wise) All (as per company records)	61,77,64,960			100.00		
12.	Held in dematerialised form in CDSL	83,44,278			1.35		
13.	Held in dematerialised form in NSDL	60,90,87,147			98.60		
14.	Physical	3,33,535			0.05		
15.	Total No. of Shares (12+13+14)	<b>61,77,64,960</b>			<b>100.00</b>		
16.	Reasons for differences if any, between (10&11), (10&15) and (11&15)	Nil					
17.	Certifying the details of changes in share capital during the quarter under consideration as per Table below:						
	<b>Particulars</b>	<b>No. of shares</b>	<b>Applied/ Not Applied for listing</b>	<b>Listed on Stock exchanges (Specify name)</b>	<b>Whether intimated to CDSL</b>	<b>Whether intimated to NSDL</b>	<b>In principle approval pending for Stock Exchange (specify names)</b>
	Nil	Nil	Nil	Nil	Nil	Nil	Nil
18.	Register of Members is updated (Yes /No)				Yes		
	If not, updated up to which date				N.A.		

## Manish Ghia & Associates

19.	Reference of previous quarter with regard to excess dematerialised shares, if any	Nil		
20.	Has the Company resolved the matter mentioned in Point No.19 above, in the current quarter? If not reason why?	N.A.		
21.	Mention that total number of requests, if any, confirmed after 21 days and the total number of requests pending beyond 21 days with the reason for delay:			
	<b>Total No. of demat requests</b>	<b>No. of requests</b>	<b>No. of shares</b>	<b>Reason for delay</b>
	Confirmed after 21 days	Nil	Nil	N.A.
	Pending for more than 21 days	Nil	Nil	N.A.
22.	Name, Telephone & Fax No. of Compliance Officer of the Company	<b>Ms. Arnavaz M. Pardiwalla,</b> Company Secretary & Compliance Officer Ph No.: 022-66526000 Fax No.:022-24984170		
23.	Name, Address, Telephone & Fax No., Regn No. of the Auditor	<b>Mr. Manish L. Ghia</b> Partner, C. P. No. 3531 <b>Manish Ghia &amp; Associates</b> Company Secretaries 4, Old Chandan Niwas, 1 <sup>st</sup> Floor, M. V. Road, Off. Andheri-Kurla Road, Behind Andheri Gymkhana, Andheri (East), Mumbai – 400 069. Tel No. 022 26815400; Fax No. 022 26815455 Email: mg@mgconsulting.in		
24.	Appointment of common agency for share registry work (if yes, name and address)	<b>Karvy Fintech Private Limited</b> SEBI Registration No.: INR000000221 Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Phone No. : 040-67162222 Fax No. : 040-23001153 Email: einward.ris@karvy.com Website: www.karvyfintech.com		
25.	Any other detail that the auditor may like to provide, (e.g. BIFR Company, delisting from Stock Exchange, company changed its name etc.)	Nil		



For Manish Ghia & Associates  
Company Secretaries

*(Handwritten Signature)*

CS Manish L. Ghia  
Partner

M. No. FCS 6252; C.P. No. 3531

Place : Mumbai  
Date : 5<sup>th</sup> April, 2019