



Mangalore Chemicals
& Fertilizers Limited

722/SE/2021

November 26, 2021

National Stock Exchange of
India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
MUMBAI - 400 051

BSE Limited,
Floor 25, Phiroze Jeejeebhoy
Towers, Dalal Street
MUMBAI - 400 001

Dear Sir/Madam,

Company's Scrip Code in BSE : 530011 MANGCHEM
Company's Symbol in NSE : MANGCHEFER
ISIN : INE558B01017

Sub: Postal Ballot Notice - Disclosure under Reg 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find enclosed herewith a copy of Postal Ballot Notice pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, which is being sent to the Members of the Company for seeking their approval by remote e-voting process ("e-voting") for below mentioned business:

- Appointment of Mr. Shubhabrata Saha as a Director
- Appointment and Remuneration of Mr. Shubhabrata Saha as Managing Director

Pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder read with General Circulars No.14/2020 dated April 08, 2020, No. 17 /2020 dated April 13, 2020, No. 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 and No. 10/2021 dated June 23, 2021 ("MCA Circulars") issued by Ministry of Corporate Affairs and SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and regulations, if any, the Notice is being sent only by email to all its members who have registered their email addresses with the Company or depository(ies)/ depository participants/ Cameo Corporate Services Limited (STA) and whose names are recorded in the Register of Members/ Beneficial owners of the Company as on the Cut-off date i.e. November 19, 2021.

The members, whose email addresses are not registered, are requested to register the same by following the detailed procedure prescribed in the Notice.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility to its members. The e-voting shall commence on November 29, 2021 at 10.00 A.M. (IST) and end on December 28, 2021 at 5.00 P.M. (IST). The e-voting facility shall be disabled by CDSL thereafter. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. November 19, 2021.

The resolutions, if passed by requisite majority, shall be deemed to have been passed on December 28, 2021 i.e. last day of the e- voting period.



Mangalore Chemicals
& Fertilizers Limited

The result of the e-voting by Postal Ballot will be announced on December 29, 2021 by 5.00.P.M. (IST)

The Postal ballot Notice is uploaded on the website of the Company at www.mangalorechemicals.com

Please take the above information on record.

Thanking you,

Yours faithfully,

For Mangalore Chemicals & Fertilizers Limited

Vijayamahantesh Khannur
Company Secretary

Encl: As above



MANGALORE CHEMICALS & FERTILIZERS LIMITED
CIN: L24123KA1966PLC002036
Registered Office: Level 11, UB Tower, UB City, No. 24, Vittal Mallya Road,
Bengaluru – 560 001
Tel: 080-4585 5599, E-mail: shares.mcfl@adventz.com,
Website: www.mangalorechemicals.com

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014]

To
The Members,

NOTICE is hereby given pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any amendment(s), statutory modifications or reenactment thereof for the time being in force), read with the General Circular No.14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular 22/2020 dated June 15, 2020 and General Circular No. 33/2020 dated September 28, 2020 General Circular 39/2020 dated December 31, 2020 and General Circular 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars"), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and as amended from time to time), and pursuant to other applicable laws and regulations, if any, that the resolutions appended below are proposed for the approval of the members through Postal Ballot by remote e-voting process ("e-voting")

SPECIAL BUSINESS:

1. Appointment of Mr. Shubhabrata Saha as a Director:

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution;**

RESOLVED THAT pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Shubhabrata Saha (DIN 03036747) be and is hereby appointed as Director of the Company.

2. Appointment and Remuneration of Mr. Shubhabrata Saha as Managing Director

To consider and if thought fit, to pass, the following resolution as an **Special Resolution;**

RESOLVED THAT based on the recommendation of the Nomination and Remuneration Committee of the Company and pursuant to the provisions of Section 2(54), 2(78), 196, 197, 198,199, 200, 202, 203 and all other applicable provisions of the Companies Act, 2013 (“the Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Schedule V of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification or re-enactment thereof for the time being in force and Article 105 of the Articles of Association of the Company and subject to such approvals, permissions and sanctions as may be required, and subject to such conditions and modifications, as may be prescribed or imposed by any of the authorities including the Central Government in granting such approvals, permissions, sanctions, approval of the shareholders be and is hereby accorded for the appointment of Mr. Shubhabrata Saha (DIN: 03036747) as Managing Director to be designated as Key Managerial personnel, for a period of 5 (five) years from September 16, 2021 to September 15, 2026.

RESOLVED FURTHER THAT the remuneration payable to Mr. Shubhabrata Saha (DIN: 03036747), during a period of three (3) years with effect from September 16, 2021 to September 15, 2024 as Managing Director and his other terms of appointment shall be as follows:

- a) Basic Salary: The Basis Salary shall be in the range of Rs. 10,00,000 per month to Rs. 20,00,000 per month with the annual increments as may be decided by the Board of Directors on the recommendation of the Nomination and Remuneration Committee based on merit after taking into account other relevant factors
- b) Flexi Pay and Variable Pay: The Flexi Pay and Variable Pay shall be according to the applicable policies / schemes of the Company from time to time during his tenure, as may be decided by the Board of Directors or the Nomination and Remuneration Committee
- c) Retirement Benefits & Other Perquisites: As per the Company’s policies as applicable to Senior Executives, subject to the relevant provisions of the Companies Act, 2013.
- d) Termination: By giving the other party, 3 months’ notice

Provided that the remuneration payable by way of salary, perquisites, allowances, performance bonus and other benefits are in accordance with the provisions of Section 197 and Schedule V of the Act, including any statutory modifications or re-enactments thereof.

RESOLVED FURTHER THAT notwithstanding anything contained herein, where in any financial year, during a period from September 16, 2021 to September 15, 2024 of Mr. Shubhabrata Saha (DIN: 03036747) as Managing Director, the Company has no profits or profits are inadequate, Mr. Shubhabrata Saha (DIN: 03036747), Managing Director, be paid with the above remuneration as the minimum remuneration by way of salary, perquisites, allowances, performance bonus and other benefits as specified above and that the perquisites pertaining to contribution to provident fund, superannuation fund, national pension scheme or gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company and / or the Nomination and Remuneration Committee, be and are hereby authorized to vary, increase, enhance or widen from time to time the terms and conditions of appointment of Mr. Shubhabrata Saha (DIN: 03036747), Managing Director during the period of 5 (five) years from September 16, 2021 to September 15, 2026 and remuneration for a period of three (3) years with effect from September 16, 2021 to September 15, 2024 within the scale of Basic Salary of Rs. 10,00,000 per month to Rs. 20,00,000 per month and consequential variation in other allowances, benefits and perquisites within the overall limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof.

By Order of the Board of Directors

Bengaluru
November 25, 2021

Vijayamahantesh Khannur
Company Secretary
A19257

NOTES:

1. The related Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") is annexed hereto along with the additional information in respect of the Director seeking appointment.
2. In line with the MCA Circulars, the Postal Ballot Notice is being sent only by email to those shareholders who have registered their e-mail addresses with the Company or Depository Participant / Depository / Cameo Corporate Services Limited, the Company's Registrar & Transfer Agent (RTA) and whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the closure of business hours on November 19, 2021. In compliance with the requirements of the MCA Circulars, hard copies of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the members for this Postal Ballot and the shareholders are requested to carefully read the instructions indicated in this Notice and communicate their assent (for) or dissent (against) through e-voting only.
3. The Postal Ballot Notice is placed on the website of the Company at www.mangalorechemicals.com and on the website of the stock exchanges at www.bseindia.com and www.nseindia.com and on the website of Central Depository Services (India) Limited (CDSL), the agency engaged by the Company for providing the facility of Remote e-voting to the Members of the Company at www.evotingindia.com.
4. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on cut-off date i.e. November 19, 2021. The person who is not a member as on cut-off date should treat this notice for information purpose only.

5. The resolutions, if passed by requisite majority, shall be deemed to have been passed on December 28, 2021, i.e. last day specified for receipt of votes through e-voting process.
6. Members who have not yet registered their email ids, are hereby requested to register their email ids
 - **Members with Physical Holding**: A signed scanned copy of request letter mentioning the folio no, email id , Mobile No., PAN (self attested copy) that is to be registered may be sent to the Company's e-mail id : shares.mcfi@adventz.com and/or to the Company's RTA, Cameo Corporate Services Limited at investor@cameoindia.com
 - **Members with Demat Holding**: Register through respective Depository Participants (DPs)
7. A Member cannot exercise his/her vote by proxy on Postal Ballot (e-voting).
8. In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility to the shareholders to exercise their votes electronically and vote on the resolutions through the e-voting service facility arranged by Central Depositories Services (India) Limited. The instructions for e-voting are provided as part of this Postal Ballot Notice.
9. Mr. Sudhir V Hulyalkar, Practicing Company Secretary (Membership No. FCS 6040 and CP No. 6137) has been appointed by the Board of Directors of the Company as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
10. The Scrutinizer shall submit his report to the Chairman of the Company, or any other Director or Company Secretary of the Company upon completion of scrutiny of the votes cast through e-voting. The result of the voting by Postal Ballot will be announced on December 29, 2021 by 5.00 P.M.(IST) at the Registered Office of the Company and the same shall be displayed on the Notice Board at the Registered Office and on the website of the Company at www.mangalorechemicals.com and will also be communicated to the Stock Exchanges.
11. All the material documents referred to in the Postal Ballot Notice and Explanatory Statement will be available for inspection by the Members at the registered office of the Company on all working days, (i.e. Monday to Friday) between 10.00 A.M. (IST) to 1.00 P.M. (IST) from the date of dispatch of the Notice up to the last date of e-voting i.e. from November 26, 2021 to December 28, 2021.

THE INTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

- (i) The e-voting period begins on November 29, 2021 at 10.00 AM (IST) and ends on December 28, 2021 at 5.00 PM (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of November 19, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The cut-off date for e-voting facility is **November 19, 2021**, and members whose names appear in the register of members of the Company/in the register of beneficial owners maintained by the Depositories will be entitled to avail the service.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on “Shareholders” module.
- (v) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first-time user follow the steps given below:

| For Physical shareholders and other than individual shareholders holding shares in Demat. | |
|--|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details OR Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v). |

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through

CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN of MCF.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Facility for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen

signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at sudhir.compsec@gmail.com and to the Company at the email address viz; shares.mcfl@adventz.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. **For Physical shareholders-** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company at shares.mcfl@adventz.com /RTA at investor@cameoindia.com.
2. **For Demat shareholders-** please update your email id & mobile no. with your respective Depository Participant (DP).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Explanatory Statement for Item No. 1 and 2 pursuant to Section 102 of the Companies Act, 2013:

Based on the recommendation of Nomination and Remuneration Committee, the Board at its meeting held on September 16, 2021 approved the appointment of Mr. Shubhabrata Saha (DIN: 03036747) Managing Director for a period of five (5) years from September 16, 2021 to September 15, 2026, subject to the approval of the shareholders.

Mr. Shubhabrata Saha, is a MBA (NMIMS), BE (Electrical) graduate. He has extensive experience (over 29 years) with deep understanding of critical business drivers in both consumer and industrial sectors.

The Company may or may not have adequate profits during a period from September 16, 2021 to September 15, 2024 for payment of remuneration as per the details mentioned in the Resolution above. Thus, it is proposed to seek approval of the shareholders by way of a Special Resolution in accordance with first proviso to Para A of Section II of the Part II of Schedule V as per the details mentioned in the Resolution above.

Other Information required under Sec II of Part II of Schedule V.

It is hereby stated the Company has not committed any default in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor.

I. General Information:

- 1) Nature of industry: Manufacture of fertilizer and other plant nutrient products
- 2) Commencement of commercial production: 1976
- 3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable
- 4) Financial performance based on given indicators:

(Rs. In crore)

| Particulars | 2020-21 | 2019-20 | 2018-19 |
|-------------|---------|---------|---------|
| Sales | 2144.03 | 2710.84 | 3073.64 |
| EBITDA | 232.70 | 227.29 | 199.94 |

- 5) Foreign investments or collaborations, if any: None

II. Information about the appointee:

- 1) Background details: Mr. Shubhabrata Saha has been appointed as Managing Director of the Company from September 16, 2021 to September 15, 2026. He was associated with the Mahindra Group since 2001 where he held a broad range of leadership positions. His most recent being Chief Executive Officer at Farm Division- Mahindra & Mahindra Ltd., where he led the country's largest tractor manufacturer until Aug 2021.
- 2) Past remuneration: Not applicable
- 3) Job profile and his suitability: The position is of Managing Director and is heading day-to-day operations in the manufacturing sector.
- 4) Remuneration proposed: As disclosed above
- 5) Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person: The proposed remuneration is fully justifiable and comparable as prevalent in the industry keeping in view the profile and the position of Managing Director. Directors with similar profile and position in companies of similar size in the industry are paid similar remuneration.
- 6) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel or other Directors: None

III. Other Information:

- 1) Reason for loss or inadequate profits:
There is no loss or inadequate profits at present. However, for any reason not measurable at present, if there is loss or inadequate profits during a period of three (3) years from September 16, 2021 to September 15, 2024 for payment of remuneration as per the details mentioned in the Resolution above. Thus, it is proposed to seek approval of the shareholders.
- 2) Steps taken or proposed to be taken for improvement:
The Company proposed to increase the efficiency in its operations through improvement in energy consumption and exploring new market opportunities.

- 3) Expected increase in productivity and profits in measurable terms:
The management is expecting improvement in its productivity and profits through various measures.

IV. Other Disclosures::

| Name of the Director | Salary | Sitting fees | Perquisites | Stock Options | Bonus | Retirement benefit | Terms of service contract |
|-----------------------|--------|--------------|-------------|---------------|-------|--------------------|---|
| Arun Duggal @ | Nil | 2.40 | Nil | Nil | Nil | Nil | NA |
| N Suresh Krishnan & | 90.40 | 0.70 | Nil | Nil | Nil | Nil | Completed his tenure of 5 years as MD on 31.12.2020. Non-Executive Director w.e.f. 01.01.2021 and liable to retire by rotation. |
| Akshay Poddar | Nil | 2.70 | Nil | Nil | Nil | Nil | Director liable to retire by rotation |
| Sunil Sethy # | Nil | 0.95 | Nil | Nil | Nil | Nil | NA |
| Rita Menon | Nil | 4.70 | Nil | Nil | Nil | Nil | Re-appointed as Independent Director for a period of 3 years w.e.f 29.07.2020 |
| D A Prasanna | Nil | 5.10 | Nil | Nil | Nil | Nil | Re-appointed as Independent Director for a period of 5 years w.e.f 06.05.2021 |
| K. Prabhakar Rao | 76.25 | Nil | 11.01 | Nil | 21.00 | 13.61 | Appointment as Director - Works for 2 years w.e.f 01.08.2020. Termination with 6 months' notice by either party |
| Dipankar Chatterji | Nil | 4.50 | Nil | Nil | Nil | Nil | Appointment as Independent Director for a period of 3 years w.e.f 14.05.2019 |
| Shashi Kant Sharma \$ | Nil | 1.20 | Nil | Nil | Nil | Nil | NA |

@ up to 28.09.2020, # up to 31.07.2020, \$ up to 15.09.2020,
& salary up to 31.12.2020 and sitting fee w.e.f. 01.01.2021

Mr. Shubhabrata Saha is interested in the resolution set out at Item No. 1 & 2 of the Notice. The relatives of Shubhabrata Saha may be deemed to be interested in the resolution set out at Item No. 1 & 2 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the above appointment.

The Board of Directors recommends passing of an Ordinary Resolution as set out at Item No.1 and Special Resolution for Item No.2 of this notice for the approval of the members.

Details of Director seeking appointment:

| | |
|---|--|
| Name of the Director | Mr. Shubhabrata Saha |
| DIN | 03036747 |
| Date of Birth | December 22,1967 |
| Age | 53 |
| Nationality | Indian |
| Inter-se relationship with Directors of the Company | None |
| Date of First Appointment | September 16, 2021 |
| Qualification | MBA (NMIMS), BE (Electrical) |
| Functional Expertise & Experience including brief resume. | <p>Shubhabrata Saha is an inspirational leader with proven history of achieving business objectives within large, medium & start-up organizations. He has extensive experience (over 29 years) with deep understanding of critical business drivers in both consumer and industrial sectors. He has been highly successful in building stakeholder relationships, seizing control of critical problem areas and delivering on customer commitments. He takes pride in building outperformance culture by leveraging people potential & weaving passion & energy at work”.</p> <p>Shubhabrata was associated with the Mahindra Group since 2001 where he held a broad range of leadership positions. His most recent being Chief Executive Officer at Farm Division- Mahindra & Mahindra Ltd., where he led the country’s largest tractor manufacturer until Aug 2021. He joined the tractor business to lead its sales, channel and service functions in 2015 and rose to becoming the COO and thereafter the CEO. He was responsible for driving sustained excellence across key business metrics leading to strong financial outcomes.</p> <p>Prior to this, between 2012 and 2015 he was the Business Head for the Spares Business Unit where he was responsible for the transformation of the business by the aggregation of the spare parts operations of Mahindra group’s entire mobility business. Between 2008 and 2012, he was the CEO of Mahindra First Choice Wheels which he helped scale up as India’s largest multi-brand used car company across both physical and digital mediums.</p> |

| | |
|--|--|
| | <p>Shubhabrata's first association with M&M was as Head – Sales & Marketing (Spare Business Unit) from August 2001 to October 2008 where he was instrumental in creating an independent end-to-end strategic business unit. He also synergized and integrated the independent Automotive and Farm business spares supply chains, logistics & IT systems and processes to form a robust, responsive and cost optimized unified operating structure.</p> <p>Prior to the Mahindra Group, he worked with Cummins India, Exxon Mobil and Allied Domecq Spirits and Wine. He started his career with Blowplast in 1992.</p> |
| Appointment/Re-appointment | Appointment |
| Terms and Conditions of re-appointment | As per resolution |
| Directorship held in other companies (excluding foreign companies & Section 8 companies) as on 16th September, 2021 | - |
| Membership/Chairmanship of Committees of public Companies (includes only Audit Committee and Stakeholders Relationship Committee) as on 16th September, 2021 | - |
| Shareholding in the Company, including shareholding as a beneficial owner | NIL |
| Remuneration last drawn | Not applicable |
| Remuneration proposed to be paid | As per resolution |
| Number of meetings of the Board attended during the year. | One |

By Order of the Board of Directors

Bengaluru
November 25, 2021

Vijayamahantesh Khannur
Company Secretary
A19257