

MRF Limited, Regd. Office: 114, Greams Road, Chennai 600 006.

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071/SH/SE/BOARD/January/2017/KGG/2 03rd February, 2017

National Stock Exchange of India Ltd Exchange Plaza 5th Floor Plot No.C/1G Block Bandra-Kurla Complex Bandra (E) Mumbai 400 051 Bombay Stock Exchange Ltd Floor 24 P J Towers Dalal Street Mumbai 400 001

Dear Sir,

Unaudited Financial Results & Limited Review Report for the quarter and nine months ended 31st December, 2016

Please refer our letter dated 24th January, 2017.

Pursuant to the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Board of Directors at its Meeting held today, interalia considered and approved the following:

- 1. Unaudited Financial Results for the quarter and nine months ended 31st December, 2016 along with Limited Review Report by the Auditors of the Company.
- Declaration of a Second Interim Dividend of Rs.3/- per equity share [30%] for the financial year ending 31st March,2017. The Company has fixed 15th February,2017 [15.02.2017] as the record date for the purpose of payment of Second Interim Dividend. The Dividend declared will be paid on or after 23rd February,2017 [23.02.2017].
- Issue of Non-Convertible Debentures not exceeding Rs. 500 Crores through Private Placement basis. For this purpose, approval of the shareholders is proposed to be obtained by way of postal ballot.

The meeting of the Board of Directors of the Company commenced at 11.00 a.m and concluded at 1.30 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully, For MRF LIMITED,

S DHANVANTH KUMAR COMPLIANCE OFFICER