

The background of the entire page is a photograph of a bird's nest hanging from a branch. The nest is made of dry grass and twigs, forming a teardrop shape. Below the nest, a small yellow and brown bird is captured in mid-flight, its wings spread. The background is a soft-focus green, suggesting a lush environment.

Shaping a greener future

ANNUAL REPORT 2013-14

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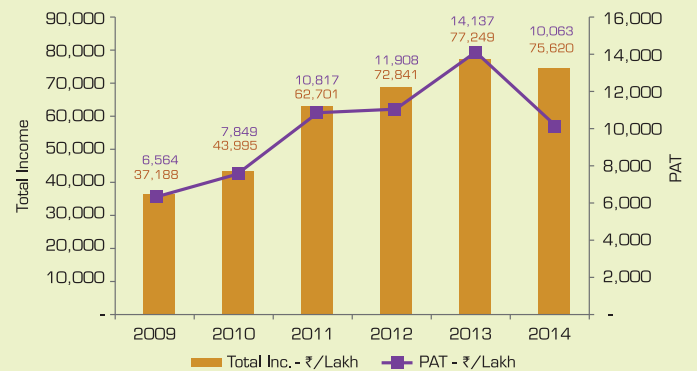
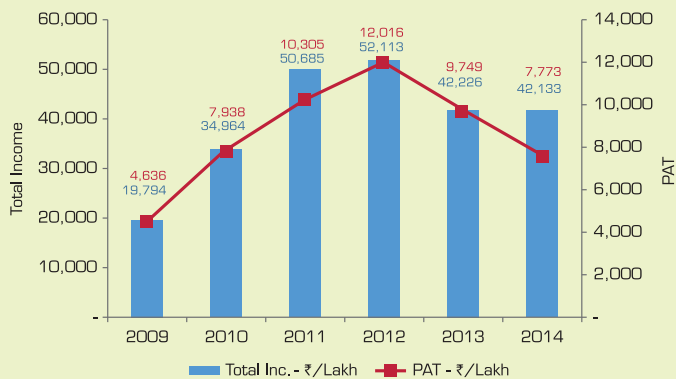
Mahindra
LIFESPACES

FINANCIAL HIGHLIGHTS

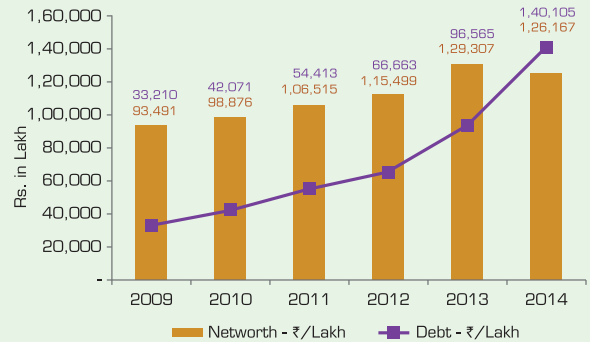
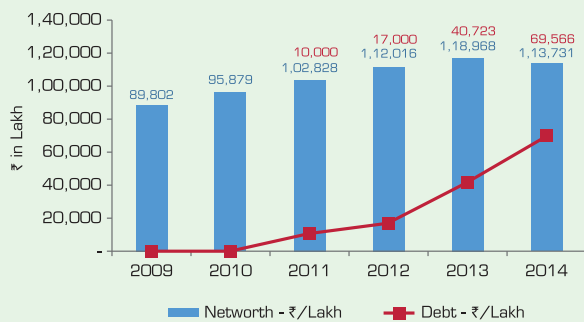
STANDALONE

CONSOLIDATED

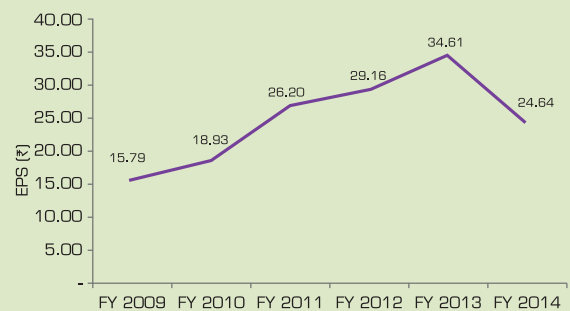
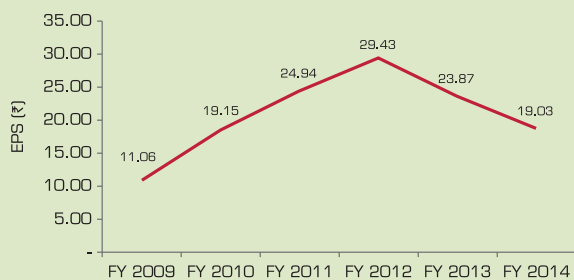
Total Income & PAT



Debt & Networth



EPS



FINANCIAL HIGHLIGHTS - STANDALONE

₹ In lakhs

	F - 2014	F - 2013	F - 2012	F - 2011	F - 2010	F - 2009	F - 2008	F - 2007	F - 2006	F - 2005
Net Worth	113,731	118,968	112,016	102,828	95,879	89,802	86,375	77,077	19,279	19,474
Borrowings	69,566	40,723	17,000	10,000	-	-	-	89	12,729	5,303
Net Fixed Assets	2,857	2,557	2,907	3,192	3,237	3,482	2,688	3,282	3,427	3,758
Investments	75,027	43,114	44,860	36,214	40,955	36,153	50,291	32,578	9,577	9,364
Book Value Per Equity Share (₹)	278	291	274	252	232	218	209	190	41	42
Operating Income	30,707	35,152	46,895	47,656	32,065	16,540	17,212	15,552	12,113	9,146
Other Income	11,426	7,073	5,217	3,029	2,899	3,254	4,784	773	300	349
Operating Expenses	21,879	22,577	30,199	31,367	21,267	12,433	11,181	11,981	8,660	6,212
Other expenses	10,114	6,060	5,159	4,381	2,947	1,585	2,437	2,239	2,005	1,949
Profit Before Tax	10,139	13,588	16,755	14,937	10,750	5,777	8,378	2,105	1,748	1,334
Profit After Tax	7,773	9,749	12,016	10,305	7,938	4,636	6,539	1,417	1,099	786
Basic Earning per Share (₹)	19.03	23.87	29.43	24.94	19.15	11.06	16.00	3.82	0.51	2.53
Diluted Earning per Share (₹)	19.03	23.87	29.43	24.94	19.15	11.06	16.00	3.81	0.51	-
Equity Dividend per share (₹)	6.00	6.00	6.00	5.00	3.50	2.50	2.50	1.50	1.00	-

Contents

Notice	1
Directors' Report	11
Management Discussion and Analysis	20
Report on Corporate Governance	29
Auditors' Report	44
Accounts	47
Statement Pursuant to Section 212	78
Consolidated Audit Report and Accounts	80

Board of Directors

Mr. Arun Nanda
Mr. Uday Y. Phadke
Mr. Sanjiv Kapoor
Mr. Shailesh Haribhakti
Mr. Anil Harish
Dr. Prakash Hebalkar
Ms. Anita Arjundas

Chairman

Managing Director & Chief Executive Officer

Leadership Team

Ms. Anita Arjundas
Ms. Sangeeta Prasad
Mr. Rajendra Joshi
Mr. Lokesh Kumar Gupta
Mr. Deepak Porayath
Mr. S. Chandru
Mr. Sanjay Srivastava
Mr. Sriram S. Mahadevan
Mr. Ramesh Ranganathan
Mr. Suhas Kulkarni
Mr. Eric Hauptstein
Ms. Smeeta Neogi
Mr. Jayant Manmadkar
Mr. Lancelot Cutinha
Mr. Siddharth Bafna

Managing Director & Chief Executive Officer, MLDL and CEO - Real Estate Sector
CEO - Integrated cities and Industrial clusters Business & Business Head - South
Business Head - West
Vice President – Operations, North
Vice President – Operations, Bangalore
COO, Mahindra World City, Chennai
COO, Mahindra World City, Jaipur
Business Head – Special Projects
Head – Business Development
Sr. Vice President – Legal & Company Secretary
Chief Project Officer
Vice President - Marketing
Chief Financial Officer
Head – Human Resources
General Manager – Strategy & Investor Relations

Company Secretary

Mr. Suhas Kulkarni

Auditors

M/s. B. K. Khare & Co.

Chartered Accountants

Bankers

Central Bank of India
HDFC Bank Limited

Legal Advisors

Khaitan & Co.
Little & Co.

Registrar and Share Transfer Agents

Sharepro Services (India) Private Limited
13 AB Samhita Warehousing Complex,
Sakinaka Telephone Exchange Lane,
Off Andheri - Kurla Road, Sakinaka,
Andheri (E), Mumbai-400 072
Tel : 022-67720300, 67720400
Fax : 022-28591568, 28508927
E-mail: sharepro@shareproservices.com
Website : www.shareproservices.com

Registered Office

5th Floor, Mahindra Towers
Worli, Mumbai 400 018

Branch Offices

- **Delhi Office**
Mahindra Towers, 2A,
Bhikaiji Cama Place,
New Delhi 110 066
- **Chennai Office**
The Canopy, II Floor, Unit No. II,
Mahindra World City, Special Economic Zone,
Natham Sub P.O., Near Paranur Railway Station,
Chengelpet 603 002, Tamil Nadu
- **Hyderabad Office**
Survey No. 78/2, & 78/3,
Next to Indu Fortune Fields,
Kukatpally, Hyderabad – 500 072
- **Mumbai Office**
Chemtex House, Ground Floor,
Main Street Road, Hiranandani Gardens,
Powai, Mumbai 400 076

301, 3rd Floor, Building 1,
Nirmal Galaxy Aavor,
L.B.S. Marg, Mulund (West),
Mumbai - 400 080
- **Pune Office**
CTS 6017, Pimpri - Nehru Nagar Road,
Next to Dr. Beck Company, Pimpri,
Pune 411 018. Maharashtra

NOTICE

The Fifteenth Annual General Meeting of **MAHINDRA LIFESPACE DEVELOPERS LIMITED** (CIN: L45200MH1999PLC118949) will be held on Thursday, 7th day of August, 2014 at 3.00 p.m. at Y. B. Chavan Centre, General Jagannathrao Bhonsle Marg, Next to Sachivalaya Gymkhana, Mumbai - 400 021, to transact the following business :

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31st March, 2014, including the Statement of Profit & Loss for the year ended on that date, audited Balance Sheet as at 31st March, 2014 and the Reports of the Directors' and the Auditors' thereon.

2. To declare dividend on Equity Shares.

3. To appoint a Director in place of Mr. Arun Nanda (DIN 00010029), who retires by rotation and being eligible, offers himself for re-appointment.

4. **Appointment of and fixing of remuneration of Auditors**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139, 141 and all other applicable provisions of the Companies Act, 2013 and Rules made thereunder, M/s. B. K. Khare & Co., Chartered Accountants, Mumbai (ICAI Registration Number- 105102W), the retiring Auditors of the Company, be re-appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting, until the conclusion of the next Annual General Meeting of the Company at a remuneration to be determined by the Board in addition to out of pocket expenses as may be incurred by them during the course of the Audit."

SPECIAL BUSINESS:

5. **Appointment of Mr. Shailesh Haribhakti as an Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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) read with Schedule IV to the Companies Act, 2013, Mr. Shailesh Haribhakti (DIN 00007347), Director of the Company who retires by rotation at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, and who meets the criteria of the independence as provided under Section 149(6) of the Companies Act, 2013 be and is hereby appointed as

an Independent Director of the Company, not liable to retire by rotation, from the date of this Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company".

6. **Appointment of Mr. Sanjiv Kapoor as an Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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) read with Schedule IV to the Companies Act, 2013, Mr. Sanjiv Kapoor (DIN 00004005), Director of the Company in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, and who meets the criteria of the independence as provided under Section 149(6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the date of this Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company".

7. **Appointment of Mr. Anil Harish as an Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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) read with Schedule IV to the Companies Act, 2013, Mr. Anil Harish (DIN 00001685), Director of the Company in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, and who meets the criteria of the independence as provided under Section 149(6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the date of this Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company."

8. **Appointment of Dr. Prakash Hebalkar as an Independent Director**

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 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) read with Schedule IV to the Companies Act, 2013, Dr. Prakash Hebalkar (DIN 00370499), Director of the Company in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, and who meets the criteria of the independence as provided under Section 149(6) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, from the date of this Annual General Meeting till the conclusion of the 16th Annual General Meeting of the Company”.

9. Appointment and Remuneration of Managing Director & CEO

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT subject to the provisions of Sections 196, 197 and 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 and 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 and sanctions, approval of the Company be and is hereby accorded to the re-appointment and remuneration of Ms. Anita Arjundas, (DIN 00243215) as the Managing Director of the Company under the Companies Act, 2013 to be designated as Managing Director & Chief Executive Officer (MD & CEO) for a period of five years with effect from 23rd June, 2014 to 22nd June, 2019 (both days inclusive), on terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to the “Board” which term shall be deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and /or remuneration as it may deem fit and as may be acceptable to Ms. Anita Arjundas, subject to the same not exceeding the limits specified under Schedule V of the Companies Act, 2013 or any statutory modification(s) or re-enactments thereof;

RESOLVED FURTHER THAT notwithstanding anything herein, where in any financial year during the tenure of the MD & CEO, the Company has no profits or its profits are inadequate, the Company may subject to receipt

of the requisite approvals including approval of Central Government, if any, pay to the MD & CEO the above remuneration as the minimum remuneration by way of salary, perquisites, performance pay, other allowances and benefits as specified in the explanatory statement annexed to the Notice convening this Meeting and that the perquisites pertaining to contribution to provident fund, superannuation fund or annuity fund, gratuity and leave encashment shall not be included in the computation of the ceiling on remuneration specified in Section II and Section III of part II of Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution without being required to seek any further consent or approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.”

10. Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT in supersession of Resolution No.7 passed at the 12th Annual General Meeting held on 21st July, 2011 under Section 293(1)(d) of the Companies Act, 1956, the consent of the Company be and is hereby accorded pursuant to the provisions of Section 180(1)(c), 180(2) and other applicable provisions of the Companies Act, 2013 read with such Rules as may be applicable and the Memorandum and Articles of Association of the Company, the Board of Directors of the Company (which term shall be deemed to include any duly authorized committee(s) thereof, for the time being exercising the powers conferred by the Board by this resolution) for borrowing from time to time, any sum or sums of money for the business of the Company upon such terms and conditions and with or without security as the Board of Directors may in its absolute discretion think fit, notwithstanding that the money to be borrowed together with the money already borrowed by the Company will exceed aggregate of its paid-up share capital and free reserves, apart from the temporary loans obtained or to be obtained from time to time from Company's Bankers in the ordinary course of business, provided however that the sums so borrowed and remaining outstanding on account of principal amount shall not, at any time, exceed ₹15,000,000,000 (Rupees One Thousand Five Hundred Crore only).

RESOLVED FURTHER THAT the Board be and is hereby authorised to decide all terms and conditions in relation to such borrowing at their absolute discretion and to do all such acts, deeds and things, to execute all such documents, instruments in writing as may be required to give effect to this resolution.”

11. Maintenance of the Register of Members and related books at a place other than the Registered Office of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT in supersession of the Special Resolution No. 10 passed at the Annual General Meeting of the Company held on 24th July, 2009, and pursuant to the provisions of Section 94 and all other applicable provisions, if any, of the Companies Act, 2013, the Company hereby approves that the register of members and index of members - separately for each class of equity and preference shares, register and index of debenture holders, register and index of any other Security holders, Register of Renewed and Duplicate Shares / Debentures / Securities Certificates, Register of Sweat Equity Shares, Register of ESOP, and copies of all annual returns prepared, together with the copies of certificates and documents required to be annexed thereto under Sections 92 of the Act, and other related books be kept at the registered office of the Company’s Registrar and Transfer Agents viz. Sharepro Services (India) Private Limited, situated at, 13AB, Samhita Warehousing Complex, Second Floor, Sakinaka Telephone Exchange Lane, Off Andheri Kurla Road, Sakinaka, Andheri (East), Mumbai – 400 072 and also at its office at 912, Raheja Center, Free Press Journal Road, Nariman Point, Mumbai – 400 021.

RESOLVED FURTHER THAT the Registers, Indexes, Returns, documents etc. as aforesaid be kept open for inspection between the hours of 2.00 p.m. and 4.00 p.m. on any working day of the Registrars except when the Registers and Books are closed.”

12. Private Placement of Non-Convertible Debentures and/ or other Debt Securities

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder, as may be amended / enacted / re-enacted from time to time, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (“SEBI (ICDR) Regulations”) and subject to other required Rules, Regulations, Guidelines, Notifications and Circulars issued by the SEBI, the Reserve Bank of India (“RBI”), the Government of India (“GOI”), Ministry of Corporate Affairs (“MCA”), Registrar of Companies (“ROC”), the Stock Exchanges, Articles of Association of the Company and subject to receipt of necessary approvals as may be applicable and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals which may be agreed to by the Board of Directors of the Company (“the Board”, which term shall be deemed to include any Committee thereof which

the Board may have constituted or herein after constitute to exercise its powers including the powers conferred by this resolution), the approval of the Company, be and is hereby accorded to the Board for making offer(s) or invitation(s) to subscribe to Non-Convertible Debentures including but not limited to Bonds, and/or other Debt Securities, on Private Placement basis, in one or more tranches, to such person(s) / Financial Institution(s) / Bank(s) / Mutual Fund(s) / Body Corporate(s) / Company(ies) / any other entities on such terms and conditions as the Board may deem fit during a period of one year from the date of passing of this resolution upto an aggregate amount of ₹ 7,500,000,000 (Rupees Seven Hundred Fifty Crore Only) within the overall borrowing limits of the Company, as approved by the members, from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to arrange or settle or vary / modify the terms and conditions on which all such monies are to be borrowed from time to time, as to interest, repayment, pre-payment, security or otherwise, as it may deem expedient, and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may in its absolute discretion deems fit, without being required to seek any further consent for approval of the members or otherwise to the end and intent that it shall be deemed to have their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all documents or writing as may be necessary, proper or expedient for the purpose of giving effect to this Resolution and for matters connected therewith or incidental thereto including intimating the concerned authorities or any regulatory bodies and to delegate all or any of the powers conferred herein to any Committee of Directors, or officers of the Company and/or in such manner as it may deem fit.”

NOTES:

A. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND A PROXY NEED NOT BE A MEMBER.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. HOWEVER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

B) A form of proxy is enclosed to this notice. No instrument of proxy shall be valid unless:

i) it is signed by the member or by his/her attorney duly authorised in writing or, in the case of joint holders, it

is signed by the member first named in the register of members or his/her attorney duly authorised in writing or, in the case of body corporate, it is executed under its common seal, if any, or signed by its attorney duly authorised in writing; provided that an instrument of proxy shall be sufficiently signed by any member, who for any reason is unable to write his/her name, if his/her thumb impression is affixed thereto, and attested by a judge, magistrate, registrar or sub-registrar of assurances or other government gazetted officers or any officer of a Nationalised Bank.

- ii) it is duly stamped and deposited at the Registered Office of the Company not less than 48 hours before the time fixed for the meeting, together with the power of attorney or other authority (if any), under which it is signed or a copy of that power of attorney certified by a notary public or a magistrate unless such a power of attorney or the other authority is previously deposited and registered with the Company / Registrar & Share Transfer Agent.
- C. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
- D. Members / proxies are requested to bring duly filled attendance slips sent herewith to attend the Meeting.
- E. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four (24) hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than three (3) days in writing of the intension to inspect the proxies lodged shall be required to be provided to the Company.
- F. As the number of members as on the date of meeting exceeds five thousand the quorum for the meeting as provided in Section 103 of the Companies Act, 2013 shall be thirty members personally present.
- G. As of 31st March, 2014:

Mr. Arun Nanda, Director holds 60,114 equity shares of the Company and his spouse jointly with Mr. Arun Nanda holds 600 equity shares in the Company. Mr. Uday Nanda, son of Mr. Arun Nanda holds 350 equity shares. Mr. Shailesh Haribhakti and Mr. Sanjiv Kapoor do not hold any shares in the Company. Mr. Anil Harish's son and daughter hold 3,500 equity shares each of the Company jointly with Mr. Anil Harish, aggregating 7,000 equity shares. Dr. Prakash Hebalkar holds 2,500 equity shares in the Company. Ms. Anita Arjundas holds 3,000 equity shares in the Company.

Brief resume of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional

areas, names of companies in which they hold directorships and memberships / chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report. None of the Directors of the Company are inter-se related to each other.

- H. Explanatory Statement as required under Section 102 of Companies Act, 2013 is annexed hereto.
- I. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 1st August, 2014 to Thursday, 7th August, 2014 (both days inclusive).
- J. Dividend, if declared, will be credited / dispatched between 8th August, 2014 to 12th August, 2014 to those members whose names will appear on the Register of Members of the Company and, in respect of those members who hold shares in the electronic form, as per the list of beneficial ownership furnished by National Securities Depository Limited (NSDL) and Central Depository Securities (India) Limited (CDSL) or to their mandate as of the close of business hours on Thursday, 31st July, 2014.
- K. A member desirous of getting any information on the accounts or operations of the Company is requested to forward his / her query to the Company at least seven working days prior to the meeting, so that the required information can be made available at the meeting.
- L. Pursuant to erstwhile Section 205C (2) of the Companies Act, 1956, (corresponding to Section 125 of the Companies Act, 2013) unpaid / unclaimed dividends for the financial year ended on 31st March, 2000, 2001, 2002 and 2006 have been transferred to the Investor Education & Protection Fund (IE & PF) on 19th September, 2007, 24th October, 2008, 20th November, 2009 and 23rd September, 2013 respectively. Given below is the table of dates by which members can claim the respective unclaimed dividend from the Company / Registrars and the date by which such unclaimed amount will be transferred to the IE & PF.

Equity Dividend for FY	Date of declaration of dividend	Date by which unclaimed dividend can be claimed	Proposed transfer of unclaimed Equity Dividend to IE & PF between
2006 - 2007	17 th September, 2007	17 th October, 2014	18 th October, 2014 to 15 th November, 2014
2007 - 2008	28 th July, 2008	27 th August, 2015	28 th August, 2015 to 26 th September, 2015
2008 - 2009	24 th July, 2009	26 th August, 2016	27 th August, 2016 to 25 th September, 2016
2009 - 2010	21 st July, 2010	22 nd August, 2017	23 rd August, 2017 to 21 st September, 2017
2010 - 2011	21 st July, 2011	22 nd August, 2018	23 rd August, 2018 to 20 th September, 2018
2011 - 2012	24 th July, 2012	28 th August, 2019	29 th August, 2019 to 28 th September, 2019
2012 - 2013	24 th July, 2013	29 th August, 2020	30 th August, 2020 to 29 th September, 2020

Members who have not encashed the dividend warrants so far are requested to make their claim to the Company's Registrar & Share Transfer Agents, M/s. Sharepro Services (I) Pvt. Limited, 13AB Samhita Warehousing Complex, Second Floor, Sakinaka Telephone Exchange Lane, Off Andheri- Kurla Road, Sakinaka, Andheri (East), Mumbai – 400 072.

In terms of the relevant Rules for the said IE&PF, the Company has uploaded the information in respect of the Unclaimed Dividends in respect of the financial year from 2006-07 to 2011-12, as on the date of the 14th Annual General Meeting held on 24th July, 2013, on the website of the Company www.mahindralifespaces.com and website of the IE&PF www.iepf.gov.in

- M. Members can avail of the facility of nomination in respect of shares held by them in physical form in accordance with the provisions of Section 72 of the Companies Act, 2013 (erstwhile section 109A of the Companies Act, 1956). Members desiring to avail of this facility may send their nomination in the prescribed Form SH - 13 duly filled in to Sharepro Services (I) Pvt. Limited.
- N. Members are requested to: a) intimate to the Company's Registrar & Share Transfer Agents, Sharepro Services (I) Pvt. Limited, changes, if any, in their registered addresses at an early date b) quote their folio numbers / client ID / DP ID in all correspondence.
- O. Members holding shares under multiple folios in the identical order of names are requested to consolidate their holdings into one folio.
- P. Members are requested to note that the Company's shares are under compulsory Demat trading for all investors. Members are, therefore, requested to dematerialise their shareholding to avoid inconvenience and eliminate risks associated with physical shares and for ease of portfolio management.
- Q. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Registrar & Share Transfer Agents, Sharepro Services (I) Pvt. Limited.
- R. Non-Resident Indian members are requested to inform Registrar & Share Transfer Agents, Sharepro Services (I) Pvt. Limited, immediately of:
 - (a) Change in their residential status on return to India for permanent settlement.
 - (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- S. As per the circular dated 21st March, 2013 issued by Securities and Exchange Board of India (SEBI), Companies whose securities are listed on the stock exchanges shall use approved electronic mode of payment for making cash payments (such as dividend) to the investors. We would

therefore request you to do the following:

- i. In case of holding of shares in demat form, update your bank account details with your Depository Participant (DP) immediately.
 - ii. In case of physical shareholding, submit bank details alongwith photocopy of the cancelled cheque of your account to the Company's Registrar & Share Transfer Agents, M/s. Sharepro Services (I) Pvt. Limited, 13AB Samhita Warehousing Complex, Second Floor, Sakinaka Telephone Exchange Lane, Off Andheri - Kurla Road, Sakinaka, Andheri (East), Mumbai – 400 072.
- T. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. As per provisions of Section 20 of the Companies Act, 2013 read with Rules thereunder, a document may be served on any member by sending it to him by post or by registered post or by speed post or by courier or by delivering at his office or address, or by such electronic or other mode as may be prescribed including by facsimile telecommunication or to electronic mail address, which the member has provided to his/her Depository Participant / the Company's Registrar & Share Transfer Agents from time to time for sending communications, provided that a member may request for delivery of any document through a particular mode, for which he shall pay such fees as may be determined by the company in its annual general meeting. In cases where any member has not registered his/her e-mail address with the company, the service of documents etc. will be effected by other modes of service as provided in Section 20 of the Companies Act, 2013 read with the relevant Rules thereunder. Those members, who desire to receive notice / documents through e-mail, are requested to communicate their e-mail ID and changes thereto from time to time to his/her Depository Participant / the Company's Registrar & Share Transfer Agents, M/s. Sharepro Services (I) Pvt. Limited, as the case may be.
 - U. Printed copies of the Notice of the 15th Annual General Meeting of the Company *inter alia* indicating the process and manner of e-voting along with Attendance Slip, Ballot Paper and Proxy Form is being sent to all members in the permitted mode. In addition, Notice of the 15th Annual General Meeting of the Company in electronic form *inter alia* indicating the process and manner of e-voting along with Attendance Slip, Ballot Paper and Proxy Form is also being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes.
 - V. Members may also note that the Notice of the 15th Annual General Meeting and the Annual Report for the year 2013 - 2014 will also be available on the Company's website www.mahindralifespaces.com for their download. Even after registering for e-communication, members are entitled to receive such communication in printed form, upon making a request for the same. For any communication, the members may also send requests to the Company's investor email id: investor@mahindralifespaces.com