



Notice

NOTICE IS HEREBY GIVEN THAT THE 44TH ANNUAL GENERAL MEETING OF MAHINDRA INTERTRADE LIMITED WILL BE HELD ON FRIDAY, 2ND SEPTEMBER 2022 AT 11.30 A.M AT MAHINDRA TOWERS, P. K. KURNE CHOWK, WORLI, MUMBAI – 400018 THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESS:

The proceedings of the 44th Annual General Meeting (“AGM”) shall be deemed to be conducted at the Registered Office of the Company at Mahindra Towers, P. K. Kurne, Chowk, Worli, Mumbai – 400018 which shall be the deemed venue of the AGM.

ORDINARY BUSINESS:

- 1. Consideration and Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2022 and the Reports of the Board of Directors and Auditors thereon**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2022 and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be considered and adopted.”

- 2. Consideration and Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2022 and the Reports of the Auditors thereon**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2022 and the Reports of the Auditors thereon, as circulated to the Members, be considered and adopted.”

- 3. Declaration of Dividend on Equity Shares**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT a Dividend of ₹26 per share (260%) on 1,21,00,007 fully paid-up Equity Shares of the face value of ₹10 each and a pro-rata dividend of ₹7.80 per Equity Share on 1,50,00,000 partly paid-up Equity Shares of the face value of ₹10 each, (₹3 per share paid-up for the year ended 31st March 2022) aggregating to ₹43.16 Crores, subject to withholding taxes, as recommended by the Board of Directors, be declared and that the said Dividend be distributed out of the Profits for the year ended 31st March 2022.”

- 4. Re-appointment of Mr. Bharat Doshi (DIN: 00012541), as a Director liable to retire by rotation**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Bharat Doshi (DIN: 00012541), who retires by rotation and being eligible for re-appointment, be re-appointed as a Director of the Company.”

- 5. Re-appointment of Mr. Parag Shah (DIN: 00374944), as a Director liable to retire by rotation**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT Mr. Parag Shah (DIN: 00374944), who retires by rotation and being eligible for re-appointment, be re-appointed as a Director of the Company.”

- 6. Re-appointment of M/s. B S R & Co. LLP., Chartered Accountants, (ICAI Registration Number 101248W/W-100022), as the Statutory Auditors of the Company**

To consider and if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and all other applicable provisions if any of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or amendment(s) or re-enactment(s) thereof for the time being in force] and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. B S R & Co. LLP., Chartered Accountants, (ICAI Firm Registration Number 101248W/W-100022), (“BSR”), be re-appointed as the Statutory Auditors of the Company, to hold office for a second term of 5 (five) consecutive years, from the conclusion of this 44th Annual General Meeting (AGM) until the conclusion of the 49th AGM to be held in the year 2027, at a remuneration to be determined by the Board of Directors of the Company, in addition to out of pocket expenses as may be incurred by them during the course of audit.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof), be authorised on behalf of the Company, including but not limited to determine role and responsibilities/ scope of work of the Statutory Auditors, to negotiate, finalise, amend, sign, deliver and execute the terms of appointment, including any contract or document in this regard and to alter and vary the terms and conditions of remuneration arising out of increase in scope of work, amendments to the Accounting Standards or the Companies Act, 2013 or Rules framed thereunder or such other law as may become applicable to the Company and such other requirements resulting

in any change in the scope of work, etc., without being required to seek any further consent or approval of the Members of the Company and to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for the purpose of giving effect to this Resolution and with power to the Board to settle all questions, difficulties or doubts that may arise in respect of the implementation of this Resolution.”

SPECIAL BUSINESS

- 7. Ratification of Remuneration to Cost Auditors**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and pursuant to the recommendation of the Audit Committee, the remuneration payable to M/s. Shilpa & Co., Cost Accountants having Firm Registration Number 100558, re-appointed by the Board of Directors of the Company as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year ending 31st March 2023, amounting to ₹2,09,000/- (Rupees Two Lakh Nine Thousand Only) (plus Goods and Services Tax and reimbursement of out of pocket expenses) be ratified.

RESOLVED FURTHER THAT approval of the Members be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

- 8. Appointment of Vice Admiral Anil Kumar Chopra (Retd.) (DIN: 02572393), as the Non-Executive and Independent Director**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (‘the Act’), the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), Vice Admiral Anil Kumar Chopra (Retd.) (DIN: 02572393), who was appointed as an Additional (Non-Executive and Non-Independent) Director of the Company, w.e.f. 23rd June 2022 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company and who qualifies for being appointed as the Non-Executive and Independent Director and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director

being so eligible be appointed as the Non-Executive and Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from 23rd June 2022 to 22nd June 2027.”

- 9. Appointment of Mr. Ranjan Pant (DIN: 00005410), as a Non-Executive and Non-Independent 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 all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Ranjan Pant (DIN: 00005410), who was appointed by the Board of Directors as an Additional (Non-Executive and Non-Independent) Director of the Company, with effect from 23rd June 2022 under section 161 of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company in terms of section 161 of the Companies Act, 2013 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 of the Company, being so eligible, be appointed as the Non-Executive and Non-Independent Director of the Company, liable to retire by rotation.”

- 10. To approve change in the name of the Company and consequent amendments in the Memorandum of Association and Articles of Association of the Company**

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 4, 13, 14, 15 and other applicable provisions, if any, of the Companies Act, 2013 (‘Act’) read with applicable Rules framed thereunder including any statutory modification(s) or re-enactment(s) thereof for the time being in force, including any amendment, modification or re-enactment thereof or any other applicable law(s), regulation(s), guideline(s) and subject to such approvals, consents, sanctions and permissions as may be required from the Central Government or appropriate regulatory and statutory authorities, the approval of the Members of the Company be and is hereby accorded to change the name of the Company from “Mahindra Intertrade Limited” to “Mahindra Accelo Limited” and the name clause in the Memorandum of Association be substituted as under;

(l) The name of the Company is Mahindra Accelo Limited

RESOLVED FURTHER THAT pursuant to Sections 13, 14 and other applicable provisions, if any, of the Act, upon issuance of the fresh certificate of incorporation by the Registrar of Companies consequent upon change of name, the old name “Mahindra Intertrade Limited” wherever as appearing in the Memorandum of Association and Articles of Association and other relevant documents, papers and



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places of the Company, as applicable, be substituted by the new name "Mahindra Accelo Limited".

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board (including its Committee(s) thereof and/or any Director or any officer of the Company delegated with powers necessary for the purpose) be and is hereby authorised to do all such acts, deeds, matters and things, as may be necessary, proper or expedient to give effect to this Resolution including filing necessary application with the Registrar of Companies, Central Government, and other concerned regulatory and statutory authorities, if any, without being required to seek any further consent or approval of the Company to the end and intent that they shall be deemed to have all necessary powers by the authority of this Resolution."

11. To alter the Articles of Association of the Company by adoption of new set of Articles of Association in alignment with the Companies Act, 2013

To consider and if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder ("Act"), (including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded to the alteration of the existing Articles of Association of the Company by adoption of a new set of Articles of Association in substitution and to the entire exclusion of the Articles contained in the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the approval of the Members be accorded to the Board of Directors of the Company (including any Committee thereof) to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

**By Order of the Board of Directors of
Mahindra Intertrade Limited**

**Romali M. Malvankar
Company Secretary
Membership No. A29447**

Registered Office Address:

Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai – 400018, India.
CIN: U51900MH1978PLC020222
Email: malvankar.romali@mahindra.com
Website: <http://www.mahindraaccelo.com>
Contact No.: 022-24905623
Place: Mumbai
Date: 25th July 2022

NOTES:

1. In compliance with the provisions of the Ministry of Corporate Affairs ("MCA") General Circular No. 2/2022 dated 5th May 2022 read with MCA General Circular No. 20/2020 dated 5th May 2020, read together with MCA General Circular Nos. 14 & 17 /2020 dated 8th April 2020, 13th April 2020 respectively, the Company will be conducting this Annual General Meeting ("AGM" or "Meeting") through Video Conferencing/Other Audio Visual Means ("VC"/"OAVM") without the physical presence of the Members at a common venue.

In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification/ Guidance on applicability of Secretarial Standards – 1 and 2 dated 15th April 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the registered office of the Company i.e. at Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai – 400018, which shall be the deemed venue of the AGM. Since the AGM will be held through VC/ OAVM, the Route Map is not annexed to this Notice.

Pursuant to the above mentioned MCA Circulars, physical attendance of the Members is not required at the AGM and attendance of the Members through VC/ OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013 ("the Act").

2. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the Company is being held through VC / OAVM and the Notice of AGM and Annual Report for the financial year 2021-22 will be sent via e-mail to all Members who have registered their e-mail addresses with the Company. Members may note that the Notice will be available on the Company's website at <http://www.mahindraaccelo.com>.

3. The Explanatory Statement as required under Section 102 of the Act, is annexed hereto, which includes information as required under Clause 1.2.5 of the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this 44th AGM. Further, additional information with respect to Item No. 4 to Item No. 6 is also annexed hereto.

The Board of Directors have considered and decided to include the Item Nos. 7 to 11 given above as Special Business in the forthcoming AGM, as they are unavoidable in nature.

4. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a Proxy to attend and vote on his/her behalf and the Proxy need not be a Member of the Company. Since this AGM is being held through VC/ OAVM pursuant to the applicable MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available

for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

5. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Act and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Act and relevant documents referred to in this Notice of AGM and explanatory statement, will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. 2nd September 2022. Members seeking to inspect such documents can send an email to malvankar.romali@mahindra.com.

6. Your Company has offered demat facility to its Members by admitting its securities with National Securities Depository Limited (NSDL) under the International Securities Identification Number (ISIN) INE901K01010 (for fully paid-up 1,21,00,007 equity shares of ₹10 each) and ISIN IN9901K01018 (for partly paid-up 1,50,00,000 equity shares of ₹10 each ₹3 paid-up). The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) is KFin having their office at Selenium, Tower-B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana – 500032.

7. The Board has recommended Dividend @260% for the year ended on 31st March 2022, i.e. ₹26 per equity share on 1,21,00,007 fully paid-up equity shares of ₹10 each and a pro-rata dividend of ₹7.80 per equity share on 1,50,00,000 partly paid-up equity shares of face value of ₹10 each, ₹3 per share paid-up, aggregating to ₹43.16 Crores (subject to withholding taxes as applicable.)

8. The Dividend on equity shares for the year ended 31st March 2022, if declared at the AGM, would be paid subject to deduction of tax at source, as may be applicable, after 2nd September 2022, to all the members, (i) whose names appear as Beneficial Owners as at the end of business hours on 2nd September 2022, being the Record Date fixed for the purpose, in the list of Beneficial Owners to be furnished by National Securities Depository Limited (NSDL) in respect of all the shares held in electronic form.

9. **TDS ON DIVIDEND:** Pursuant to the Income-tax Act, 1961, as amended by the Finance Act, 2020, dividend income has become taxable in the hands of shareholders with effect from 1st April 2020 and therefore, the Company shall be required to deduct tax at source (TDS) from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, shareholders are requested to refer to the Finance Act, 2021 and amendments thereof.

The Company shall arrange to email the soft copy of TDS certificate to the Shareholders at the registered email ID in due course, post payment of the said Dividend.

10. Members are requested to update the change in their contact details including e-mail address and are also requested to update their bank account details in their respective demat accounts, to enable the Company to provide timely credit of dividend in their bank accounts. The Company or KFin cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members.

11. **Nomination:** Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.

12. **Transfer of Shares permitted in demat form only:** As per the provisions of the Companies Act, 2013, the securities of un-listed public companies can be transferred only in dematerialised form with effect from 2nd October 2018, except in case of transmission of securities.

13. Corporate Members (i.e. other than Individuals, HUF, NRIs, etc.) are entitled to appoint authorised representatives to attend the AGM through VC/OAVM on their behalf and cast their votes through show of hands at the AGM. Corporate Members intending to authorise their representatives to participate and vote at the Meeting are requested to send a certified copy of the Board resolution/authorisation letter to the Company at malvankar.romali@mahindra.com, authorising its representative(s) to attend and vote through VC/ OAVM on their behalf at the Meeting, pursuant to section 113 of the Act.

14. Instructions for Members for attending the AGM through VC/ OAVM:

i. The Company is providing facility for attending the 44th AGM through VC / OAVM via Microsoft Teams platform. Members may join the AGM through VC Facility by following the procedure as mentioned below.

ii. The video streaming link of the 44th AGM will be kept open for the Members to join 15 minutes before the time scheduled to start the AGM i.e. from 11:15 a.m. and the Company may close the window for joining the VC / OAVM facility 15 minutes after the scheduled time to start the 44th AGM i.e. up to 11:45 a.m.

iii. Members may note that the VC / OAVM facility, provided by the Company, allows participation of all the Members of the Company.

iv. Members are encouraged to join the 44th AGM through laptops/desktops with front camera and internet with a good speed to avoid any disturbance during the 44th AGM and seamless experience.

v. Please note that Members connecting from their mobile devices or tablets or through laptop/desktops via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

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- vi. Members can express their views and submit questions/queries in advance to Chairman at doshi.bharat@mahindra.com with copy to Company Secretary at malvankar.romali@mahindra.com (Designated Email IDs) with regard to the Financial Statements or any other agenda item to be placed at the 44th AGM and the Members will also be allowed to pose questions during the course of the Meeting.
- vii. To attend the AGM of the Company through VC / OAVM facility, Members shall log-on to the link provided in the e-mail by which this notice is being sent and follow the procedure below:
- The 44th AGM link will appear as a Calendar Invite on your registered e-mail ID. Click and select – **Join Teams Meeting** to join the 44th AGM. Members can join through any web browser or through Microsoft Team Application.
 - You have two choices: (a) Download the Windows app: Download the Teams app or (b) Join on the web instead: Join a Teams Meeting on the web.
 - Type in your name and turn-on the Camera and Microphone before joining the AGM. You can choose the audio and video settings you want and can also Turn on background blur to keep the focus on you instead of what's behind you.
 - Select Join Now.
 - You will now enter the Meeting, through the lobby admission.
15. Members can join the Meeting by clicking on the link provided in the email sent along with this notice convening the said 44th AGM. Members who need any technical or other assistance before or during the said 44th AGM, can connect with the technical team at COLLABORATIONDESK@mahindra.com or contact Mr. Vinay Vaishya at +91 99671 50220 or can also e-mail to malvankar.romali@mahindra.com or at +91-9619632454.
16. Members are requested to communicate their assent/dissent on the agenda items as mentioned in this notice of the 44th AGM by show of hands/sending an email to the Chairman at doshi.bharat@mahindra.com with cc to the Company Secretary of the Company at malvankar.romali@mahindra.com ("Designated email IDs") through their registered e-mail ID prior to the AGM quoting their folio no./DP-ID Client ID, name of joint shareholders, if any, number of shares.
17. If during the VC / OAVM AGM, a poll on any matter proposed to be transacted at the AGM is required or demanded under section 109 and other applicable provisions of the Act read with rules framed thereunder the same shall be conducted in compliance with the said provisions of the Act and the said MCA circulars. Members shall cast their votes on resolutions on poll only through their email address registered with the Company by sending an email in advance to the Chairman at doshi.bharat@mahindra.com with copy to Company Secretary at malvankar.romali@mahindra.com (Designated Email IDs) quoting their folio no./DP-ID Client ID, name of joint shareholders, if any, number of shares and scanned copy of self-attested PAN card. Corporate Members shall also send to the Company scanned copy of the relevant Board Resolution/Authority letter etc. in PDF/JPG format with details and proofs of authorised signatory(ies) who shall vote on their behalf.
18. The Resolutions shall be deemed to be passed at Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai-400018 on the date of the 44th AGM, subject to receipt of the requisite number of votes in favour of the Resolution.
19. Additional Information as per Clause 1.2.5 of the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment at this 44th AGM is as follows:

ITEM NO. 4

Mr. Bharat Doshi (DIN: 00012541), Director, who retires by rotation being eligible, offers himself for re-appointment at the 44th Annual General Meeting of the Company.

The following additional information is provided in respect of Mr. Bharat Doshi (DIN: 00012541):

Name	Mr. Bharat Doshi
Age	72 Years
Qualifications	Fellow Member of the Institute of Chartered Accountants of India and the Institute of Company Secretaries of India and holds a master's degree in Law from Mumbai University, India. Alumnus of Harvard Business School (PMD) and Fellow of the Salzburg Seminar on 'Asian Economies: Regional and Global Relationships'.
Experience	Mr. Bharat Doshi is a former Executive Director and Group CFO of Mahindra & Mahindra Limited. He was also the Chairman of Mahindra & Mahindra Financial Services Limited from 2008 to 2016. He was nominated as a Director, on the Central Board of Directors of the Reserve Bank of India in March 2016 for a period of 4 years. He is the Chairman of the Board of Mahindra Intertrade Limited since December 2006, Director on the Board of Mahindra Holdings Limited, member of board of governors of the Mahindra United World College of India, Mahindra Foundation (USA), Mahindra Foundation (UK). He is also one of the trustees of Mahindra Foundation, K. C. Mahindra Education Trust and Lalit Doshi Memorial Foundation. He was an Independent Director on the Boards of both Dr. Reddy's Laboratories Ltd (2016 to 2021) and Godrej Consumer Products Ltd (2001 to 2019). He also serves on the Advisory Board of Excellence Enablers, an organisation committed to promoting corporate governance in India. He is also a member of the Global Leadership Council of LeapFrog Investments, one of the leading impact investing firms. He served as the President of Bombay Chamber of Commerce and Industry for the year 2009-10.
Terms & conditions of appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable)	Appointed as a Director w.e.f. 27 th December 1990, liable to retire by rotation, pursuant to the provisions of the Companies Act, 2013. Remuneration payable in the form of Commission of ₹18,00,000/- and sitting fees paid of ₹3,10,000/- for attending Board and Committee Meetings as a Member for the financial year ended 31 st March 2022. Remuneration paid in the form of Commission of ₹12,00,000/- and sitting fees paid of ₹2,70,000/- for attending Board and Committee Meetings as a Member for the financial year ended 31 st March 2021.
Date of first appointment on the Board	27 th December 1990
Shareholding in the company	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel (KMPs) of the company	He is not related to any Director, Manager and other Key Managerial Personnel (KMPs) of the Company
The number of Meetings of the Board attended during the year	Out of the 5 Board Meetings held during the Financial Year 1 st April 2021 to 31 st March 2022, Mr. Bharat Doshi has attended all 5 Board Meetings.
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Details of other Directorships 1. Mahindra Holdings Limited- Director 2. The Mahindra United World College of India-Director Foreign companies: NIL Details of other Membership/Chairmanship of Committees: 1. Mahindra Holdings Limited Loans & Investments Committee – Member 2. The Mahindra United World College of India Corporate Social Responsibility Committee - Member

Notice (contd.)

ITEM NO. 5

Mr. Parag Shah (DIN:- 00374944), Director, who retires by rotation being eligible, offers himself for re-appointment at the 44th Annual General Meeting of the Company.

The following additional information is provided in respect of Mr. Parag Shah (DIN:- 00374944)

Name	Mr. Parag Shah
Age	46 years
Qualifications	BS Degree in Computer Engineering from the Illinois Institute of Technology with special electives in Psychology and Manufacturing Technology. He is also a graduate of the General Management Program from Harvard Business School.
Experience	<p>Mr. Parag Shah is Head, Mahindra Accelo and a member of the Group Executive Board of the Mahindra Group. In a career spanning over 22 years, Mr. Parag Shah has held various positions with the Mahindra Group. He has extensive experience in building new businesses, startups, turn arounds, joint ventures, and mergers & acquisitions.</p> <p>He is a member of the Group Diversity Council. He is the Group lead for business representation in Israel.</p> <p>Prior to his current assignment, he was the Managing Partner of Mahindra Partners, the 1 Bn USD Private Equity and Venture Capital division of the Group which was responsible for incubation, turnaround and investments in several sectors like Cleantech, Retail, Boat Manufacturing, Consulting, Media, Healthcare, Conveyor Systems, AI & Analytics.</p> <p>He has been recognised by Economic Times & Spencer Stuart as India's Top 40 Business Leaders under the age of 40. He was also featured by India Today as 'Leaders of Tomorrow' in their anniversary issue. Parag has been an Executive Committee Member of the CII National Committee on Private Equity and Venture Capital, FICCI Solar Energy Task Force, CII National Committee on Renewable Energy, American Alumni Association in addition to other external associations. He is part of the CII National Healthcare Council. He is also an angel investor & is on the advisory board of Trustees of The IndUS Entrepreneurs, Mumbai (TiE).</p> <p>He is affiliated with various NGO associations such as Sabarkanta Relief Committee and S&G Charitable Trust. He has also been a Founder Director of "Executives Without Borders", an NGO based in USA.</p>
Terms & conditions of appointment (along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable)	<p>Appointed as the Director w.e.f. 22nd July 2010, liable to retire by rotation, pursuant to the provisions of the Companies Act, 2013.</p> <p>NIL</p> <p>Remuneration paid in the form of commission of ₹9,36,940 for the financial year ended 31st March 2021</p>
Date of first appointment on the Board	22 nd July 2010
Shareholding in the company	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel (KMPs) of the company	He is not related to any Director, Manager and other Key Managerial Personnel (KMPs) of the company
The number of Meetings of the Board attended during the year	Out of the 5 Board Meetings held during the Financial Year 1 st April 2021 to 31 st March 2022, Mr. Parag Shah has attended all 5 Board meetings.

Name	Mr. Parag Shah
Other Directorships, Membership/ Chairmanship of Committees of other Boards	<p>Details of other Directorships</p> <ol style="list-style-type: none"> HDFC Asset Management Company Limited – Independent Director Mahindra Auto Steel Private Limited – Chairman (Additional Non-Executive and Non-Independent Director) The Indian and Eastern Engineer Company Private Limited - Director PSL Media & Communications Limited - Director Mahindra Consulting Engineers Limited – Director Mahindra Marine Private Limited – Chairman New Delhi Centre for Sight Limited – Director Mahindra Waste to Energy Solutions Limited – Director Medwell Ventures Private Limited - Nominee Director <p>Foreign companies:</p> <ol style="list-style-type: none"> PT Mahindra Accelo Steel Indonesia - President Commissioner Mahindra Middle east Electrical Steel Service Centre FZC - Director <p>Details of other Membership/ Chairmanship of Committees of other Board's :-</p> <ol style="list-style-type: none"> HDFC Asset Management Company Limited <p>Nomination and Remuneration Committee- Member</p> <ol style="list-style-type: none"> Mahindra Waste To Energy Solutions Limited <p>Nomination and Remuneration Committee - Member</p> <ol style="list-style-type: none"> Mahindra Auto Steel Private Limited – Audit Committee - Chairman <p>Corporate Social Responsibility Committee -Member</p>

ADDITIONAL INFORMATION ON ITEM NO. 6

The Members of the Company at their 39th Annual General Meeting (AGM) held on 23rd June 2017, appointed M/s. B S R & Co. LLP, Chartered Accountants, Mumbai (Firm Registration No. 101248W/W-100022), as the Statutory Auditors of the Company, for a term of 5 consecutive years, to hold office from the conclusion of 39th AGM until the conclusion of the 44th AGM of the Company to be held in the year 2022, subject to ratification at every subsequent AGM held after the 39th AGM, at such remuneration as mutually agreed between the Board of Directors of the Company and the Auditors, plus applicable taxes and out of pocket expenses as may be incurred by them during the course of audit.

Pursuant to the notification issued by the Ministry of Corporate Affairs on 7th May 2018, the Members of the Company at their 41st AGM held on 14th June 2019 approved that the matter relating to appointment of Auditors shall not be placed for ratification at every subsequent AGM.

In terms of the provisions of Section 139 of the Companies Act, 2013, the Companies (Audit and Auditors) Rules, 2014, and other applicable provisions, the Company can appoint or re-appoint an audit firm as statutory auditors for not more than two (2) terms of five (5) consecutive years.

Accordingly, Messrs B S R & Co. LLP are eligible for re-appointment for a second term of 5 (five) years and have given their consent for their re-appointment as Statutory Auditors of the Company and have issued a certificate confirming that their re-appointment, if made, will be within the limits prescribed

under the provisions of section 139 read with section 141 of the Companies Act, 2013 ('the Act') and the rules made thereunder.

Messrs B S R & Co. LLP have confirmed that they are eligible for the proposed appointment under the Act, the Chartered Accountants Act, 1949 and the rules or regulations made thereunder. As confirmed to Audit Committee and stated in their report on financial statements, the Auditors have reported their independence from the Company and its subsidiaries according to the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') and the ethical requirements relevant to audit.

Considering their performance for the last 5 years, the Audit Committee has recommended the re-appointment of Messrs B S R & Co. LLP to the Board of Directors of the Company, which the Board has accepted and approved, subject to the approval of the Members. The recommendation is based on various factors like Audit Methodology, Controls, Knowledge and Reputation of the Firm. It is hereby proposed to re-appoint Messrs B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 101248W/ W-100022), as the Statutory Auditors of the Company for a second consecutive term of 5 (five) years, who shall hold office from the conclusion of this 44thAGM until the conclusion of the 49th AGM of the Company.

The Board of Directors on the recommendation of the Audit Committee has approved a remuneration of ₹27,00,000/- excluding applicable taxes and reimbursement of out-of-pocket expenses on actuals for conducting the audit for the financial year ended 31st March 2022 and approved remuneration of ₹10,00,000/- excluding applicable taxes and reimbursement

Notice (contd.)

of out-of-pocket expenses on actuals for conducting the audit of the consolidated accounts on a voluntary basis for the financial year ended 31st March 2022. The Board of Directors in consultation with the Audit Committee may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The remuneration proposed to be paid to the Statutory Auditors for the subsequent years of the second and final term will be determined judiciously by the Board of Directors from time to time based on the recommendations of the Audit Committee and in consultation with the Statutory Auditors, which will be commensurate with the services rendered by them during the said tenure. Besides the audit services, the Company would also avail other permitted services from the Statutory Auditors, as may be required from time to time, for which the Auditors will be remunerated separately on mutually agreed terms.

Mr. Jayesh Thakkar, the signing partner for the audit of the Company had attended the last AGM of the Company through audio-video-Conference over Microsoft Teams.

Brief profile of the Statutory Auditors is as under:

Messrs. BSR & Co. (‘the firm’) was constituted on 27th March 1990 as a partnership firm having Firm Registration No. as 101248W. It was converted into limited liability partnership i.e. Messrs. B S R & Co. LLP on 14th October 2013 thereby having a new Firm Registration Number 101248W/W-100022. The registered office of the firm is at 14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Centre, Western Express Highway, Goregaon (East), Mumbai – 400 063. Messrs. B S R & Co. LLP is a member entity of B S R & Affiliates, a network registered with the Institute of Chartered Accountants of India. B S R & Co. LLP is registered in Mumbai, Gurgaon, Bangalore, Kolkata, Hyderabad, Pune, Chennai, Chandigarh, Ahmedabad, Vadodara, Noida, Jaipur and Kochi. B S R & Co. LLP has over 3000 staff and 100+ Partners. B S R & Co. LLP audits various companies listed on stock exchanges in India including companies in the Automotive, Financial Services, etc.

None of the directors, key managerial personnel of the company and their relatives are in anyway concerned or interested financially or otherwise in the Resolution set out at item no. 6 of this Notice.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval of the Members.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013, ANNEXED TO THE NOTICE DATED 25TH JULY 2022

ITEM NO. 7

The Board of Directors, at its Meeting held on 26th April 2022, upon the recommendation of the Audit Committee, approved the appointment of M/s. Shilpa & Co., Cost Accountants having Firm Registration Number 100558, as the Cost Auditors of the Company for conducting the audit of the cost records of the

Company, for the financial year ending 31st March 2023, at a remuneration of ₹2,09,000/- (Rupees Two Lakh Nine Thousand Only) excluding applicable taxes plus reimbursement of out-of-pocket expenses.

Pursuant to section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, Members of the Company are required to ratify the remuneration to be paid to the cost auditors of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 7 of the Notice for ratification of the remuneration payable to the Cost Auditors for conducting the audit of the cost records of the Company for the financial year ending 31st March 2023.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 7 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 7 of the Notice for approval of the Members.

ITEM NO. 8

The Board of Director of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee has proposed to the Members of the Company, the appointment of Vice Admiral Anil Kumar Chopra (Retd.) (DIN: 02572393) as the Non-Executive and Independent Director on the Board of the Company, not liable to retire by rotation, who shall hold office for a term of 5 (five) consecutive years commencing from 23rd June 2022 to 22nd June 2027.

The Company has received notice in writing from a Member under section 160 of the Companies Act, 2013 (“the Act”) proposing the candidature of Vice Admiral Anil Kumar Chopra (Retd.), for the office of Independent Director of the Company.

Vice Admiral Anil Kumar Chopra (Retd.), is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as a Director.

In terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, he has registered himself with the databank maintained by the Indian Institute of Corporate Affairs, Manesar (“IICA”) and would be undertaking the online proficiency self-assessment test conducted by the IICA in due course.

In the opinion of the Board, Vice Admiral Anil Kumar Chopra (Retd.), fulfill the conditions for appointment as an Independent Director as specified in the Act and is independent of the management and is a person of integrity and possess relevant expertise and experience.

The Board is of the view that Vice Admiral Anil Kumar Chopra (Retd.) knowledge and experience will be of immense benefit and value to the Company.

Accordingly, based on the credentials, prestigious background, knowledge, substantial experience and skills and pursuant to

the recommendation of the Nomination and Remuneration Committee, the Board recommends his appointment to the Members, as Non- Executive and Independent Director of the Company, for a period of 5 years w.e.f. 23rd June 2022 to 22nd June 2027, not liable to retire by rotation pursuant to the provisions of the Companies Act, 2013.

Pursuant to Clause 1.2.5 of Secretarial Standard-2 (SS-2), the documents mentioned in this item of the Notice, including letter of appointment setting out terms and conditions of appointment will be available for inspection in electronic form on all working days at the Registered Office of the Company during specified business hours, i.e. 10.00 a.m. to 1.00 p.m. upto the date of AGM and the same shall also be available for inspection during the

The following additional information is provided in respect of Vice Admiral Anil Kumar Chopra (Retd.) as per Clause 1.2.5 of Secretarial Standard – 2:

Name	Vice Admiral Anil Kumar Chopra (Retd.)
Age	67 Years
Qualifications	<ul style="list-style-type: none"> National Defence College, New Delhi: Awarded M. Phil degree in Security Studies by Chennai University. Medal for best thesis. Naval War College, Mumbai: Higher Command Course Defence Services Staff College, Wellington: Awarded M. Sc degree by Chennai University. Medal for best dissertation. National Defence Academy, Khadakvasla. Awarded BSc degree by JNU.
Experience	<p>NAVY EXPERIENCE</p> <p>2014-15: FLAG OFFICER COMMANDING -IN - CHIEF, WESTERN NAVAL COMMAND</p> <p>2011 - 2014: FLAG OFFICER COMMANDING – IN - CHIEF, EASTERN NAVAL COMMAND</p> <ul style="list-style-type: none"> 2008 – 2011: DIRECTOR GENERAL, INDIAN COAST GUARD 2008: FLAG OFFICER COMMANDING, WESTERN FLEET 2007: ASSISTANT CHIEF OF NAVAL STAFF (POLICY AND PLANS) <p>SHIP COMMANDS</p> <ul style="list-style-type: none"> Commanding Officer, INS VIRAAAT 2003-04. India's largest warship/ aircraft carrier. Commanding Officer, INS RAJPUT 2000-01. Guided missile destroyer. Commanding Officer, INS KUTHAR 1993-94. Missile Frigate <p>OVERSEAS ASSIGNMENTS</p> <ul style="list-style-type: none"> 1998-99: Washington DC. Senior Fellow at the US Atlantic Council. 1996: Tokyo: Senior Officers Course at NIDS 1985-87: Rome, Italy. Development of Combat Systems for front-line warships. <p>AWARDS</p> <ul style="list-style-type: none"> PVSM (Param Vishist Seva Medal). Awarded by President of India in 2013 for distinguished service of the highest order. AVSM: (Ati Vishist Seva Medal): Awarded by President of India in 2007, for distinguished service. SOH: Sword of Honour for best all-round Cadet
Terms & conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	<p>To be appointed as an Independent Director of the Company for a period of 5 years w.e.f. 23rd June 2022 to 22nd June 2027, not liable to retire by rotation, pursuant to the provisions of the Companies Act, 2013.</p> <p>He would be entitled to receive remuneration in the form of sitting fees and reimbursement of expenses for participation in the Board and Committee Meetings and also Commission up to 1% of the net profits of the Company.</p>
Date of first appointment on the Board	23 rd June 2022
Shareholding in the company	Nil

Annual General Meeting. The Members may send their request for the same on the Designated Email IDs any time before or during the 44th AGM.

Save and except Vice Admiral Anil Kumar Chopra (Retd.) and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 8 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 8 of the Notice for approval of the Members.

Notice (contd.)

Relationship with other Directors, Manager and other Key Managerial Personnel (KMPs) of the company	He is not related to any Director, Manager and other Key Managerial Personnel (KMPs) of the Company.
The number of Meetings of the Board attended during the year	NA
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Details of other Directorships – NIL Foreign Companies: NIL Details of other Membership/ Chairmanship of Committees of other Board's: - NIL

Item no. 9

The Board of Directors of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee has appointed Mr. Ranjan Pant (DIN: 00005410) as an Additional (Non- Executive and Non Independent) Director of the Company w.e.f. 23rd June 2022. He holds office upto the date of the ensuing Annual General Meeting pursuant to section 161 of the Companies Act, 2013 ("the Act") and the Articles of Association of the Company.

The Company has received notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director of the Company.

Mr. Ranjan Pant (DIN: 00005410) has given requisite declaration pursuant to Section 164 of the Companies Act, 2013 that he is not disqualified to be appointed as the Director of the Company and has given his consent to act as a Director.

The Board is of the view that Mr. Ranjan Pant's knowledge and experience will be of immense benefit and value to the Company and is a person of integrity and possess relevant expertise and experience.

Accordingly, based on the credentials, prestigious background, knowledge, substantial experience and skills and pursuant to the recommendation of the Nomination and Remuneration

The following additional information is provided in respect of Mr. Ranjan Pant (DIN: 00005410) as per Clause 1.2.5 of Secretarial Standard – 2:

Name	Mr. Ranjan Pant (DIN: 00005410)
Age	62 Years
Qualifications	Bachelor in Mechanical Engineering Honours from BITS, Pilani and an MBA in Finance from The Wharton School, University of Pennsylvania.

Committee, the Board recommends his appointment to the Members, as Non- Executive and Non- Independent Director of the Company, w.e.f. 23rd June 2022, liable to retire by rotation pursuant to the provisions of the Companies Act, 2013.

Save and except Mr. Ranjan Pant and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel ("KMP") of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 9 of the Notice. None of the Directors and KMP of the Company are inter-se related to each other.

Pursuant to Clause 1.2.5 of Secretarial Standard-2 (SS-2), the documents mentioned in this item of the Notice including letter of appointment setting out terms and conditions of appointment will be available for inspection in electronic form on all working days at the Registered Office of the Company during specified business hours, i.e. 10.00 a.m. to 1.00 p.m. upto the date of AGM and the same shall also be available for inspection during the Annual General Meeting. The Members may send their request for the same on the Designated Email IDs any time before or during the 44th AGM.

The Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval of the Members.

Name	Mr. Ranjan Pant (DIN: 00005410)
Experience	Mr. Ranjan Pant is a CEO Advisor, global strategy & change management consultant with over 30 years experience. In the last two decades, he has been a Board Director of several major companies. Mr. Pant began his career at Bain & Co., a Consulting firm, where he led the energy and utilities practice. He was also a director of internal consulting at General Electric. Mr. Pant has multi-Industry hands on implementation and Board experience, examples: Strategic: Portfolio Strategy, Pricing based Valuation, Capital Investment timing, Customer as Net Promoter; Operations: Post Merger Integration, Manufacturing productivity, Supplier Value Managed Relationships, Parts count simplification, New Product Introduction (NPI) speed, Cross-functional NPI co-location; Corporate: Role of Conglomerate corporate centre, Corporate Venture Capital; Human Resources: Senior Leadership transition, CEO Compensation; Digital: Platform business model, Artificial Intelligence product development; Board Director Committees: Shareholder, Nomination, Compensation, Audit, CSR. Mr. Pant is and has been a Board Director in leading companies, such as, HDFC Life, DSP Blackrock, Schneider Electric President Systems, Schneider Electric Infrastructure, BHEL. Mr. Pant is on the Board of Governors of the Indian Institute of Management Indore (IIM-Indore), where he Chairs the Finance Committee. He has, for several years, been a member of the jury panel for K C Mahindra Education Trust scholarships for post graduate studies for Indian students.
Terms & conditions of appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	It is proposed to appoint Mr. Ranjan Pant (DIN: 00005410) as the Non -Executive and Non-Independent Director of the Company to hold office w.e.f. 23 rd June 2022, liable to retire by rotation pursuant to the provisions of the Companies Act, 2013 He would be entitled to receive remuneration in the form of sitting fees and reimbursement of expenses for participation in the Board and Committee Meetings and also Commission up to 1% of the net profits of the Company.
Date of first appointment on the Board	23 rd June 2022
Shareholding in the company	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel (KMPs) of the company	He is not related to any Director, Manager and other Key Managerial Personnel (KMPs) of the Company
The number of Meetings of the Board attended during the year	NA
Other Directorships, Membership/ Chairmanship of Committees of other Boards	Details of other Directorships: 1. Schneider Electric President Systems Limited - Director 2. S P V Project Consultants Private Limited - Director 3. I S R Projects Private Limited - Director 4. Point RP Consulting Private Limited (OPC) - Director Foreign Companies: NIL Details of other Membership/ Chairmanship of Committees of other Board's: Schneider Electric President Systems Limited 1. Audit Committee- Chairman 2. Stakeholder Relationship Committee- Chairman 3. Risk Management Committee- Chairman 4. Nomination and Remuneration Committee- Chairman



Notice (contd.)

ITEM NO. 10

In order to enhance the Brand positioning of the products of the Company, the Board of Directors on 25th July 2022 has approved the proposal to change the name of the Company from “Mahindra Intertrade Limited” to “Mahindra Accelo Limited” subject to approvals, consents, sanctions and permissions of the Central Government, the Members of the Company, and other relevant Statutory and Regulatory authorities, as may be required.

The Registrar of the Companies has approved the availability of the name i.e. Mahindra Accelo Limited vide its approval dated 29th July 2022.

Pursuant to Section 13 and 14 of the Act, to give effect to the change in name of the Company and consequent amendment in the Memorandum of Association and Articles of Association of the Company, the approval of the members (shareholders) of the Company by way of special resolution is required.

The proposed change of name of the Company would not result in change of the legal status or constitution or operations or activities of the Company, nor would it affect any rights or obligations of the Company or the Members/ stakeholders of the Company.

Pursuant to Clause 1.2.5 of Secretarial Standard-2 (SS-2), a copy of the Memorandum of Association and Articles of Association of the Company mentioned in this item of the Notice will be available for inspection in electronic form on all working days at the Registered Office of the Company during specified business hours, i.e. 10.00 a.m. to 1.00 p.m. upto the date of AGM and the same shall also be available for inspection during the Annual General Meeting. The Members may send their request for the same on the Designated Email IDs any time before or during the 44th AGM.

None of the Directors, Key Managerial Persons or their relatives are in anyway concerned or interested financially or otherwise in the said Special Resolution.

The Board recommends the Special Resolution set out at Item No. 10 of the notice for approval of the members of the Company.

ITEM NO. 11

The existing Articles of Association (AOA) of the Company are required to be amended in order to align it with the provisions of the Companies Act, 2013 (Act). Given this position, it is considered expedient to wholly replace the existing AOA by a new set of AOA

to make it consistent with the provisions of the Act including the Rules framed thereunder. The new AOA to be substituted in place of the existing AOA are largely based on Table ‘F’ of the Act which sets out the model AOA for a company limited by shares.

Pursuant to the provisions of Section 14 of the Act, read with the applicable Rules, consent of the Members is sought by way of Special Resolution as set out at item no. 11 of the notice for adoption of new AOA of the Company.

The Board of Directors at the Meeting held on 25th July 2022, had accorded their approval for alteration of AOA.

Pursuant to Clause 1.2.5 of Secretarial Standard-2 (SS-2), a copy of the Articles of Association of the Company mentioned in this item of the Notice will be available for inspection in electronic form on all working days at the Registered Office of the Company during specified business hours, i.e. 10.00 a.m. to 1.00 p.m. upto the date of AGM and the same shall also be available for inspection during the Annual General Meeting. The Members may send their request for the same on the Designated Email IDs any time before or during the 44th AGM.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the aforesaid Special Resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 11 of the Notice for approval of Members.

**By Order of the Board of Directors of
Mahindra Intertrade Limited**

**Romali M. Malvankar
Company Secretary
Membership No. A29447**

Registered Office Address:

Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai – 400018, India.

CIN: U51900MH1978PLC020222

Email: malvankar.romali@mahindra.com

Website: <http://www.mahindraaccelo.com>

Contact No.: 022-24905623

Place: Mumbai

Date: 25th July 2022

INFORMATION AT A GLANCE

Sr. No.	Particulars	Details
1.	Day, Date and Time of AGM	Friday, 2 nd September 2022, 11:30 a.m. (IST)
2.	Mode	Video conference/other audio-visual means
3.	Participation through Video-Conferencing	Members can login from 11:15 a.m. (IST) on the date of AGM through Microsoft Teams Link which will be send separately.
4.	Helpline Number for VC participation	For any technical support in joining/attending the Meeting through Microsoft Teams, please connect at COLLABORATIONDESK@mahindra.com or contact Mr. Vinay Vaishya at +91 99671 50220 of IT Team.
7.	Recorded transcript	Will be made available post AGM at https://www.mahindraaccelo.com/investor-relation.php
8.	Dividend for FY22 recommended by Board	Dividend @ 260% on Equity Shares of the Company i.e. ₹26 per share on 1,21,00,007 fully paid-up Equity Shares of the face value of ₹10 each and a pro-rata dividend of ₹7.80 per Equity Share on 1,50,00,000 partly paid-up Equity Shares of the face value of ₹10 each, ₹3 per share paid- up for the year ended 31 st March 2022 aggregating to ₹43.16 Crores, subject to withholding taxes
9.	Record Date for Dividend	Friday, 2 nd September 2022
10.	Dividend payment dates	After Friday, 2 nd September 2022
16.	Name, address and contact details of e-voting service Provider and Registrar and Transfer Agent	KFin Technologies Limited (earlier known as Karvy Fintech Private Limited) Selenium, Tower B, Plot No. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana – 500032 Contact detail: Phone No.: 040-6716 1509 or call KFinTech's toll free No.: 1800-3094-001
17.	Email Registration & Contact Updation Process	Demat shareholders: Contact respective Depository Participant