



Date: 11th July, 2019

To,
The Board of Directors
Mahindra CIE Automotive Limited
Mahindra Towers, P. K. Kurne Chowk,
Worli Mumbai – 400018

Dear Sir/Madam,

Sub: Proposal for re-appointment of Mr. Suhail Nathani as an Independent Director of Mahindra CIE Automotive Limited

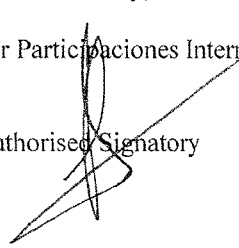
We, Participaciones Internacionales Autometal, DOS S.L., a company incorporated under the Laws of Spain, having our registered office at Alameda Mazarredo no 69, 8^o, 48009, Bilbao, Spain, in our capacity as a member of Mahindra CIE Automotive Limited (the Company) and pursuant to Article 144(2)(c) of the Articles of Association of the Company, propose appointment of Mr. Suhail Nathani as an Independent Director of the Company by the Members of the Company, pursuant to Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013.

We are enclosing herewith a brief profile of Mr. Suhail Nathani. We hereby request the Board of Directors and Nomination and Remuneration Committee of the Company to consider the above proposal and if though fit, place the same before the members of the Company for approval, along-with their recommendations.

Thanking You,
Yours faithfully,

For Participaciones Internacionales Autometal, DOS S.L.

Authorised Signatory



Mr. Suhail Amin Nathani



Mr. Nathani is the Managing Partner of Economic Laws Practice (ELP) a leading law firm in India. With over 25 years of experience, he has advised clients on transactional and advisory aspects of private equity investments, mergers & acquisitions, joint ventures, strategic alliances and corporate restructuring across multiple sectors. He regularly advises Indian and multi-national companies on cross border transactions, foreign direct investments and commercial contracts. He has advised listed as well as unlisted companies and intermediaries on various aspects relating to Indian securities laws.

Mr. Nathani has been widely recognised as a leading lawyer in India by several publications such as Chambers, Asia Legal 500, Who's Who Legal. He is an Honorary Adjunct Professor at the Jindal Global Law School and a member of the Apex Advisory Board at Adani Institute of Infrastructure Management. He is on the Government of Maharashtra's Panel for Task Force on review & amendment of laws related to charitable trusts in Maharashtra.

Mr. Nathani holds directorship in Siddhesh Capital Market Services Private Limited, Piramal Capital & Housing Finance Limited, UTI Trustee Company Private Limited, Salaam Bombay Foundation (Section 8 Co.), Aga Khan Agency For Habitat India (Section 8 Co.), Progressive Electoral Trust (Section 8 Co.) and Mahindra CIE Automotive Limited.

Mr. Nathani does not hold any shares of the Company and is not related to any Director of the Company.

Mr. Nathani, 54, holds a Master's Degree at Cambridge University, England and has also received an LL.M. from Duke University, USA. Apart from India, he is also admitted to the State Bar of New York.