

Ref: MLLSEC/20/2024

Date: 3 February 2024

To

**BSE Limited,**  
**(Security Code: 540768)**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**National Stock Exchange of India Ltd.,**  
**(Symbol: MAHLOG)**  
Exchange Plaza, 5th Floor, Plot No. C/1,  
“G” Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051

Dear Sirs,

**Sub: Update on litigation – Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

**Ref: Intimations dated 31 October 2023 and 14 August 2023 under Regulation 30 of the SEBI Listing Regulations**

This is with reference to intimation filed by the Company on 31 October 2023 informing of a development in relation to the ongoing litigation, details of which were disclosed on 14 August 2023, whereby the H’ble High Court of Judicature at Bombay had quashed the demand and penalty proceedings instituted by Dy. Commissioner of Income tax under the Income Tax Act, 1961 for disallowance of ESOP expense for the Assessment Year 2018-19 (enclosed as Annexure A to this letter). The matter was remanded back to the Faceless Assessing Officer to follow due process and pass an order in accordance with law.

In continuation to the above, we would further like to inform you that, the Assessment Unit, Income Tax Department w.r.t Faceless Assessment (“Assessing Officer”) in relation to the ongoing litigation vide its Order dated 1 February 2024 has disallowed the ESOP expense for the Assessment Year 2018-19 as a revenue expenditure and has raised a demand of Rs. 3.12 Crores (as against Rs. 3.47 Crores ascertained to be payable vide Assessment Order dated 24 June 2023 which was quashed by the H’ble High Court).

The details of the development on the said petition of the Company is provided in Annexure I as per the requirements of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023.

Copy of the said Order was received by the Disclosure Committee today viz. Saturday, 3 February 2024 at 10:26 a.m. (IST).

Based on a preliminary assessment, prevailing law and advice of counsel, the Company is hopeful of a favourable outcome and does not reasonably expect the same to have any material financial impact on the Company.

This intimation is also being uploaded on the website of the Company at <https://mahindralogistics.com/disclosures-under-sebi-regulation/>.

Thanking you,  
For **Mahindra Logistics Limited**

**Jignesh Parikh**  
**Company Secretary**  
*Enclosure: As above*

**Annexure I****Update on development of pending litigation(s)**

(Clause 8 of Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023)

<b>Sr. No.</b>	<b>Disclosure</b>	<b>Update</b>
1.	The details of any change in the status and/or any development in relation to such proceedings:	The Assessment Unit, Income Tax Department w.r.t Faceless Assessment ("Assessing Officer") in relation to the ongoing litigation, has disallowed the ESOP expense for the Assessment Year 2018-19 as a revenue expenditure and has raised a demand of Rs. 3.12 Crores (as against Rs. 3.47 Crores ascertained to be payable vide Assessment Order dated 24 June 2023 which was quashed by the H'ble High Court) vide its Order dated 1 February 2024.
2.	In the case of litigation against key management personnel or its promoter or ultimate person in control, regularly provide details of any change in the status and / or any development in relation to such proceedings:	Not Applicable.
3.	In the event of settlement of the proceedings, details of such settlement including - terms of the settlement, compensation/ penalty paid (if any) and impact of such settlement on the financial position of the listed entity:	Not Applicable.

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Ref: MLLSEC/150/2023

Date: 31 October 2023

To,

**BSE Limited,**  
**(Security Code: 540768)**  
 Phiroze Jeejeebhoy Towers,  
 Dalal Street, Fort,  
 Mumbai - 400 001

**National Stock Exchange of India Ltd.,**  
**(Symbol: MAHLOG)**  
 Exchange Plaza, 5th Floor, Plot No. C/1,  
 "G" Block, Bandra-Kurla Complex,  
 Bandra (East), Mumbai – 400 051

Dear Sirs,

**Sub: Update on litigation – Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)**

**Ref: Intimation dated 14 August 2023 on disclosure of continuing events/information under Regulation 30 of the SEBI Listing Regulations**

This is with reference to intimation filed by the Company on 14 August 2023 disclosing the details of the pending litigation(s) or dispute(s) in accordance with the requirements of Regulation 30(4) and Clause 8 of Para B of Part A of Schedule III of the SEBI Listing Regulations read with Clause 8.1 of the SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023.

In continuation to the above, we would like to inform you of a development vide Order passed by the H’ble High Court of Judicature at Bombay, in relation to the ongoing litigation disclosed in Annexure A) of the said intimation with respect to petition filed by the Company before the H’ble High Court of Judicature at Bombay for quashing the demand and penalty proceedings instituted by Dy. Commissioner of Income tax under the Income Tax Act, 1961 for assessment year 2018-19 (enclosed as Annexure II to this letter).

The details of the development on the said petition of the Company is provided in Annexure I as per the requirements of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023.

Copy of the said Order was received by the Disclosure Committee today viz. Monday, 30 October 2023 at 21:24 p.m. (IST).

Based on a preliminary assessment, prevailing law and advice of counsel, the Company is hopeful of a favourable outcome and does not reasonably expect the same to have any material financial impact on the Company.

This intimation is also being uploaded on the website of the Company at <https://mahindralogistics.com/disclosures-under-sebi-regulation/>.

Kindly take the same on record.

Thanking you,

For **Mahindra Logistics Limited**

RUCHIE RAVI  
 KHANNA

Digitally signed by RUCHIE RAVI KHANNA  
 Date: 2023.10.31 10:08:42 +05'30'

**Ruchie Khanna**

**Company Secretary**

*Enclosure: As above*

**Annexure I**

**Update on development of pending litigation(s)**

(Clause 8 of Para B of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023)

Sr. No.	Disclosure	Update
1.	The details of any change in the status and/or any development in relation to such proceedings:	<p>The H'ble High Court of Judicature at Bombay has, vide its Order dated 25 October 2023, quashed and set aside the Assessment Order dated 24 June 2023 for the consequential Demand Notice issued under Section 156 the Income Tax Act, 1961 ("the Act") and the Show Cause Notice dated 24 June 2023 for initiating penalty proceeding issued under Section 274 read with Section 270A of the Act, for assessment year 2018-19, amounting to Rs. 3.47 crores.</p> <p>The matter has been remanded back to the Faceless Assessing Officer to follow due process and pass an order in accordance with law.</p> <p>In view of the same, the writ petition filed by the Company with the H'ble High Court of Judicature at Bombay stands disposed off.</p>
2.	In the case of litigation against key management personnel or its promoter or ultimate person in control, regularly provide details of any change in the status and / or any development in relation to such proceedings:	Not Applicable.
3.	In the event of settlement of the proceedings, details of such settlement including - terms of the settlement, compensation/ penalty paid (if any) and impact of such settlement on the financial position of the listed entity:	Not Applicable.

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Annexure II

Ref: MLLSEC/112/2023

14 August 2023

To,

**BSE Limited,**  
**(Security Code: 540768)**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai - 400 001

**National Stock Exchange of India Ltd.,**  
**(Symbol: MAHLOG)**  
Exchange Plaza, 5th Floor, Plot No. C/1,  
"G" Block, Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051

Dear Sirs,

**Sub: Disclosure of Continuing Events/Information as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Pursuant to amendment to Regulation 30 of SEBI Listing Regulations vide notification dated 14<sup>th</sup> June, 2023, which came into effect from 15<sup>th</sup> July, 2023, the Company is required to disclose any continuing event or information which becomes material upon notification of the said amendment.

Accordingly, the Company in accordance with the requirement of Clause 8 of Para B of Part A of Schedule III of SEBI Listing Regulations read with Clause 8.1 of the SEBI Circular dated 13<sup>th</sup> July, 2023 is required to disclose pendency of any litigation(s) or dispute(s), the outcome of which can reasonably be expected to have an impact on the listed entity.

Based on the Company's assessment, prevailing law and basis the advice of the counsel in certain matters, the outcome of such pending litigations/disputes is not reasonably expected to have any material financial impact on the Company and hence details of the same are not required to be disclosed. However, the Company is disclosing the details of pending litigations/disputes at High Court and Supreme Court that breach materiality thresholds under SEBI Listing Regulations as Annexures A and B (wherever applicable).

There are other pending litigations/disputes which are initiated by/against the Company at different forums viz. Commissioner of Income Tax (Appeals), Income Tax Appellate Tribunal, Employee Provident Fund Commissioner, National Company Law Tribunal, Workmen Compensation Commissioner, Labour Commissioner etc. The Company does not reasonably expect any material financial impact on account of these cases also.

This intimation is also being uploaded on the website of the Company and can be accessed at the weblink: <https://mahindralogistics.com/disclosures-under-sebi-regulation-46/>.

Kindly take the above on record.

Thanking you,

For **Mahindra Logistics Limited**

**RUCHIE**  
**KHANNA**  
**Ruchie Khanna**  
**Company Secretary**

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RUCHIE KHANNA  
Date: 2023.08.14  
23:48:30 +05'30'

*Enclosure: As above*

**Details with respect to Material pending litigations/disputes of the Company under Regulation 30(6) read with Regulation 30(4)(i)(d) and Schedule III of the SEBI Listing Regulations and the SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023**

**Annexure A - Litigations pertaining to Direct Tax Writ Petition filed by the Company with High Court of Judicature at Bombay against notice of demand by Deputy Commissioner of Income Tax**

Sl.	Name of the opposing party	Court/ Tribunal/ Agency where litigation is filed	Brief details of the dispute/ litigation	Assessment Year (AY)	Expected financial implications, if any, due to compensation, penalty etc*	Quantum of claims, if any#
1	Income Tax Department	High Court of Judicature at Bombay	The Income Tax Assessing Officer had disallowed ESOP expense for the Assessment year 2018-19 during the faceless assessment without giving sufficient opportunity to the Company of being heard. The Company filled writ against the same and the honourable high court remanded back the case to Deputy Commissioner of Income Tax ("DCIT"). DCIT again disallowed the expense without giving sufficient justification. The Company filled writ against the same on the grounds of judicial indiscipline and violation of natural justice.	2018-19	Nil Disclosed as Contingent Liability in the Financial Statements.	Disputed tax demand is of Rs. 3.47 crore

\*Based on a preliminary assessment, prevailing law and advice of counsel, the Company is hopeful of a favourable outcome and does not reasonably expect the same to have any material financial impact on the Company. The amount disclosed under "Expected financial implications" is the Contingent Liability position as at 30<sup>th</sup> June, 2023 including notional interest calculated till the said date on demands outstanding, if any. The notional interest will continue to be calculated up to the date of conclusion of litigation on demands outstanding, if any.

#The amount of quantum of claim is the tax on the amount of expenses/ incomes being disputed by the Company/Tax Department.



**Annexure B - Litigations pertaining to Indirect Tax Litigation**

**Appeal filed by the Company with the Telangana VAT Appellate Tribunal against notice of demand by Deputy Commissioner of Income Tax**

Sr. no.	Name of the opposing party	Court/ Tribunal/ Agency where litigation is filed	Brief details of the dispute/ litigation	Relevant Period	Expected financial implications, if any, due to compensation, penalty etc*	Quantum of claims, if any#
1.	Department of Commercial Tax	Telangana VAT Appellate Tribunal ("TVAT")	<p>The Company has filed an appeal with the TVAT for Assessing Authority disallowing VAT levied by the Company at 5% under the Composite Scheme. For period April 2015 to June 2017, the assessing authority has ordered levy of VAT @ 14.5% under section 4(8) of the TVAT and issued demand order of Rs. 13.98 crore and penalty of Rs. 3.50 crore. The Company has already pre-deposited VAT of Rs. 8.43 crores against Tax demand.</p> <p>Being aggrieved by order, the Company has preferred an appeal before the Appellate Tribunal.</p>	Assessment 2018-19	<p>Nil</p> <p>Since disclosed as Contingent Liability in the Financial Statements</p>	Rs. 5.55 crore (demand differential VAT) and penalty of Rs. 3.50 crore, if levied

\*Based on a preliminary assessment, prevailing law and advice of counsel, the Company is hopeful of a favourable outcome and does not reasonably expect the same to have any material financial impact on the Company. The amount disclosed under "Expected financial implications" is the Contingent Liability position as at 30<sup>th</sup> June, 2023 including notional interest calculated till the said date on demands outstanding, if any. The notional interest will continue to be calculated upto the date of conclusion of litigation on demands outstanding, if any.

#The amount of quantum of claim is the amount disputed by the Company/tax department.

**Annexure C - Litigations where Company is a party**

Sr. no.	Name of the opposing party	Court/ Agency where litigation is filed	Brief details of the dispute/ litigation	Expected financial implications, if any, due to compensation, penalty etc*	Quantum of claims, if any#
1.	First Leasing Company of India Ltd.	Madras High Court	<p>The Company had availed vehicle leasing services from First Leasing Company of India Ltd.</p> <p>An Application filed by the Official Liquidator (“OL”) of First Leasing Company of India Ltd. against the Company vide notice dated 10 April 2018 towards alleged outstanding dues for leasing charges on account of foreclosure of vehicles and arrears of rent.</p> <p>The Company has contested the claim on merits.</p>	<p>Nil</p> <p>Disclosed as Contingent Liability in the Financial Statements</p>	Rs. 2.20 crore

\*Based on a preliminary assessment, prevailing law and advice of counsel, the Company is hopeful of a favourable outcome and does not reasonably expect the same to have any material financial impact on the Company. The amount disclosed under “Expected financial implications” is the Contingent Liability position as at 30<sup>th</sup> June, 2023 including notional interest calculated till the said date on demands outstanding, if any. The notional interest will continue to be calculated upto the date of conclusion of litigation on demands outstanding, if any.

#The amount of quantum of claim is the amount disputed by the Company.

Sr. no.	Name of the opposing party	Court/ Tribunal/ Agency where litigation is filed	Brief details of the dispute/ litigation	Expected financial implications, if any, due to compensation, penalty etc*	Quantum of claims, if any
1.	Mumbai Municipal Corporation, Metropolitan Magistrate 42 <sup>nd</sup> Court at Shindewadi, Dadar	High Court of Judicature at Bombay	<p>Mumbai Municipal Corporation Inspector has instituted prosecution against the Company's past Directors for alleged violation of the provisions of Mumbai Municipal Corporation Act, 1888 with respect to obtaining Trade License.</p> <p>The Company has filed quashing petition before the H'ble High Court of Mumbai wherein the H'ble High Court has stayed the proceedings before the Magistrate Court.</p>	Applicable fine, if any	Not Applicable

\* As per Section 471 of the Mumbai Municipal Corporation Act, 1888, an offence u/s 394(1)(e) [i.e., Certain articles not to be kept and certain trades, process and operations not to be carried on without licence] is punishable with a minimum fine of Rs.5,000/- and maximum fine of Rs.25,000/-.

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