



May 31, 2016

MHRIL/SE/16-17/87

Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051
Scrip Code: MHRIL

Department of Corporate Services
BSE Limited
Floor 25, PJ Towers,
Dalal Street
Mumbai - 400 001
Scrip Code: 533088

Dear Sir,

Sub: Declaration in respect of Audit Reports with an unmodified opinion for the financial year ended March 31, 2016

Ref: Our Letter No. MHRIL/SE/16-17/69 dated May 17, 2016

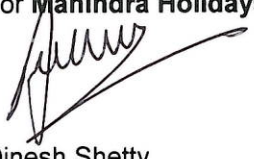
In furtherance of our letter no. MHRIL/SE/16-17/69 dated May 17, 2016, pertaining to submission of Audited Financial Results (Standalone and Consolidated) for the year ended March 31, 2016, whereby we submitted Form A for the Consolidated and Standalone Audit Reports on the Financial Results in accordance with Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable on that date.

In addition to the above and pursuant to SEBI Circular No. CIR/CFD/CMD/56/2016 dated May 25, 2016, we hereby give a declaration that the Statutory Auditors, M/s. Deloitte Haskins & Sells, Chartered Accountants, Chennai have submitted their Audit Reports for the year ended March 31, 2016, with an unmodified opinion.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **Mahindra Holidays & Resorts India Limited**


Dinesh Shetty
General Counsel & Company Secretary



Mahindra Holidays & Resorts India Limited

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