ClubMahindra

September 1, 2021

MHRIL/SE/21-22/58

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/ Madam,

Sub: Compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") — Details of Voting Results of the 25th Annual General Meeting

We wish to inform you that the 25th Annual General Meeting ("AGM") of the Company was held on Wednesday, September 1, 2021 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") as per the provisions of the Companies Act, 2013 ("Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") along with the Circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"). The proceedings of the AGM were deemed to be conducted at the Registered Office of the Company at Mahindra Towers, 2nd Floor, No. 17/18, Patullos Road, Chennai – 600 002 which was the deemed venue of the AGM.

As per the provisions of the Act and SEBI Listing Regulations read with the aforesaid MCA Circulars, the Company had provided the facility of remote e-voting and e-voting at the AGM to the Shareholders to enable them to cast their vote electronically on the Resolutions mentioned in the Notice of the 25th AGM. The remote e-voting was open from Thursday, August 27, 2021 (9.00 a.m. IST) to Tuesday, August 31, 2021 (5.00 p.m. IST).

The Board of Directors had appointed Mr. M. Damodaran, Managing Partner, M Damodaran & Associates LLP, Practicing Company Secretaries, as the Scrutinizer for the remote e-voting and e-voting at the AGM. Mr. M. Damodaran has carried out the scrutiny of all the electronic votes received upto 5.00 p.m. (IST) on Tuesday, August 31, 2021 and e-voting at the AGM provided till the conclusion of the AGM and has submitted his report on September 1, 2021.

Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of the 25th AGM have been duly approved by the Shareholders with requisite majority.

In this regard, please find enclosed the:

- Disclosure pertaining to the voting results of remote e-voting and e-voting at the AGM, pursuant to provisions of Regulation 44(3) of SEBI Listing Regulations as Annexure A.
- Consolidated Report of the Scrutinizer dated September 1, 2021, pursuant to Section 108 of the Act and Rules made thereunder.

Mahindra Holidays & Resorts India Limited Mumbai

ClubMahindra

The voting results declared along with the consolidated Scrutinizer's Report shall be hosted on the website of the Company at www.clubmahindra.com and on the website of KFin Technologies Private Limited at https://evoting.kfintech.com/public/Downloads.aspx.

Kindly take the same on record.

Thanking you,

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

Mahindra Holidays & Resorts India Limited Mumbai

Dhanraj Mulki
General Counsel & Company Secretary

Encl: As above

Cc: KFin Technologies Private Limited
(formerly known as Karvy Fintech Private Limited)
Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad - 500032

ClubMahindra

Annexure A

Details of results of remote e-voting and e-voting at the AGM pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of AGM	September 1, 2021
Total no. of Shareholders on cut off date (August 25, 2021)	51,782
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group Public	Not applicable
No. of shareholders who attended the meeting through VC/ OAVM: Promoter and Promoter Group Public	 2 59

Mahindra Holidays & Resorts India Limited
Mumbai

Mahindra Holidays & Resorts India Limited

Corporate Office: Mahindra Tower, 1st Floor, 'A' Wing, Dr. G.M. Bhosle Marg, P.K. Kurne Chowk, Worli, Mumbai - 400 018.
t: +91 22 3368 4722

Registered Office : Mahindra Tower, 2nd Floor, 17/18 Patullos Road, Chennai - 600 002 t +91 44 3504 1000 f +91 44 3027 7778
e: memberrelations@clubmahindra.com / www.clubmahindra.com / CIN: L55101TN1996PLC036595

ClubMahindra

Item No. 1

Resolution required: (Ordinary / Special)	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Reports of the Board of Directors and Auditors thereon - **Ordinary Resolution**
Whether Promoter / Promoter Group are interested in the Agenda/ Resolution	N.A.

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of Votes - against (5)	%of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)*100
Promoter and Promoter Group	Remote E-voting	89890615	89890615	100.00	89890615	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**89890615**	**100.00**	**89890615**	**0**	**100.00**	**0.00**
Public - Institutions	Remote E-voting	22032544	18891599	85.7441	18891599	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**18891599**	**85.7441**	**18891599**	**0**	**100.00**	**0.00**
Public - Non Institutions	Remote E-voting	21710625	1295813	5.9686	1295764	49	99.9962	0.0038
	E-voting at the AGM		4253	0.0196	4253	0	100.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**1300066**	**5.9882**	**13,00,017**	**49**	**99.9962**	**0.0038**
Total		**133633784**	**110082280**	**82.3761**	**110082231**	**49**	**100.0000**	**0.0000**

Mahindra Holidays & Resorts India Limited

Corporate Office: Mahindra Tower, 1st Floor, 'A' Wing, Dr. G.M. Bhosle Marg, P.K. Kurne Chowk, Worli, Mumbai - 400 018. t: +91 22 3368 4722

Registered Office : Mahindra Tower, 2nd Floor, 17/18 Patullos Road, Chennai - 600 002 t +91 44 3504 1000 f +91 44 3027 7778 e: memberrelations@clubmahindra.com / www.clubmahindra.com / CIN: L55101TN1996PLC036595

Mahindra Holidays & Resorts India Limited Mumbai

ClubMahindra

Item No. 2

Resolution required: (Ordinary / Special)	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021 and the Report of the Auditors thereon - **Ordinary Resolution**
Whether Promoter / Promoter Group are interested in the Agenda/ Resolution	N.A.

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of Votes - against (5)	%of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)*100
Promoter and Promoter Group	Remote E-voting	89890615	89890615	100.00	89890615	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**89890615**	**100.00**	**89890615**	**0**	**100.00**	**0.00**
Public - Institutions	Remote E-voting	22032544	18891599	85.7441	18891599	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**18891599**	**85.7441**	**18891599**	**0**	**100.00**	**0.00**
Public - Non Institutions	Remote E-voting	21710625	1295813	5.9686	1295764	49	99.9962	0.0037
	E-voting at the AGM		4253	0.0196	4253	0	100.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**1300066**	**5.9882**	**1300017**	**49**	**99.9962**	**0.0038**
Total		**133633784**	**110082280**	**82.3761**	**110082231**	**49**	**100.0000**	**0.0000**

Mahindra Holidays & Resorts India Limited Mumbai

ClubMahindra

Item No. 3

Resolution required: (Ordinary / Special)	Re-appointment of Mr. Arun Nanda (DIN: 00010029) as a Director, liable to retire by rotation - **Ordinary Resolution**
Whether Promoter / Promoter Group are interested in the Agenda/ Resolution	N.A.

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of Votes - against (5)	%of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)*100
Promoter and Promoter Group	Remote E-voting	89890615	89890615	100.00	89890615	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**89890615**	**100.00**	**89890615**	**0**	**100.00**	**0.00**
Public - Institutions	Remote E-voting	22032544	18891599	85.7441	17976449	915150	95.1558	4.8442
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**18891599**	**85.7441**	**17976449**	**915150**	**95.1558**	**4.8442**
Public - Non Institutions	Remote E-voting	21710625	18,234	0.0840	18,179	55	99.6984	0.3016
	E-voting at the AGM		4253	0.0196	4253	0	100.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**22487**	**0.1036**	**22,432**	**55**	**99.7554**	**0.2446**
Total		**133633784**	**108804701**	**81.4201**	**107889496**	**915205**	**99.1589**	**0.8411**

Mahindra Holidays & Resorts India Limited

Corporate Office: Mahindra Tower, 1st Floor, "A' Wing, Dr. G.M. Bhosle Marg, P.K. Kurne Chowk, Worli, Mumbai - 400 018
t: +91 22 3368 4722

Registered Office : Mahindra Tower, 2nd Floor, 17/18 Patullos Road, Chennai - 600 002 t +91 44 3504 1000 f +91 44 3027 7778
e: memberrelations@clubmahindra.com / www.clubmahindra.com / CIN: L55101TN1996PLC036595

Mahindra Holidays & Resorts India Limited Mumbai

ClubMahindra

Item No. 4

Resolution required: (Ordinary / Special)	Appointment of Mr. Diwakar Gupta (DIN: 01274552) as an Independent Director of the Company for a term of 5 consecutive years commencing from December 1, 2021 to November 30, 2025 – **Ordinary Resolution**
Whether Promoter / Promoter Group are interested in the Agenda/ Resolution	N.A.

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of Votes - against (5)	%of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)*100
Promoter and Promoter Group	Remote E-voting	89890615	89890615	100.00	89890615	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**89890615**	**100.00**	**89890615**	**0**	**100.00**	**0.00**
Public - Institutions	Remote E-voting	22032544	18891599	85.7441	17995256	896343	95.2553	4.7447
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**18891599**	**85.7441**	**17995256**	**896343**	**95.2553**	**4.7447**
Public - Non Institutions	Remote E-voting	21710625	1295654	5.9678	1295584	70	99.9946	0.0054
	E-voting at the AGM		4253	0.0196	4253	0	100.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**1299907**	**5.9874**	**1299837**	**70**	**99.9946**	**0.0054**
Total		**133633784**	**110082121**	**82.3760**	**109185708**	**896413**	**99.1857**	**0.8143**

Mahindra Holidays & Resorts India Limited Mumbai

ClubMahindra

Item No. 5

Resolution required: (Ordinary / Special)	Appointment of Mr. Ruzbeh Irani (DIN: 01831944) as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation - **Ordinary Resolution**
Whether Promoter / Promoter Group are interested in the Agenda/ Resolution	N.A.

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of Votes - against (5)	%of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)*100
Promoter and Promoter Group	Remote E-voting	89890615	89890615	100.00	89890615	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**89890615**	**100.00**	**89890615**	**0**	**100.00**	**0.00**
Public - Institutions	Remote E-voting	22032544	18891599	85.7441	17632623	1258976	93.3358	6.6642
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**18891599**	**85.7441**	**17632623**	**1258976**	**93.3358**	**6.6642**
Public - Non Institutions	Remote E-voting	21710625	1295654	5.9678	1295584	70	99.9945	0.0054
	E-voting at the AGM		4253	0.0196	4253	0	100.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**1299907**	**5.9874**	**1299837**	**70**	**99.9946**	**0.0054**
Total		**133633784**	**110082121**	**82.3760**	**108823075**	**1259046**	**98.8563**	**1.1437**

Mahindra Holidays & Resorts India Limited Mumbai

ClubMahindra

Item No. 6

Resolution required: (Ordinary / Special)	Increase in Authorized Share Capital and consequent alteration to Memorandum of Association of the Company - **Ordinary Resolution**
Whether Promoter / Promoter Group are interested in the Agenda/ Resolution	N.A.

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of Votes - against (5)	%of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)*100
Promoter and Promoter Group	Remote E-voting	89890615	89890615	100.00	89890615	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**89890615**	**100.00**	**89890615**	**0**	**100.00**	**0.00**
Public - Institutions	Remote E-voting	22032544	18891599	85.7441	17995256	896343	95.2553	4.7447
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**18891599**	**85.7441**	**17995256**	**896343**	**95.2553**	**4.7447**
Public - Non Institutions	Remote E-voting	21710625	1295817	5.9686	1295725	92	99.9929	0.0071
	E-voting at the AGM		4253	0.0196	4253	0	100.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**13,00,070**	**5.9882**	**1299978**	**92**	**99.9929**	**0.0071**
Total		**133633784**	**110082284**	**82.3761**	**109185849**	**896435**	**99.1857**	**0.8143**

Mahindra Holidays & Resorts India Limited

Corporate Office: Mahindra Tower, 1st Floor, 'A' Wing, Dr. G.M. Bhosle Marg, P.K. Kurne Chowk, Worli, Mumbai - 400 018.
t: +91 22 3368 4722

Registered Office : Mahindra Tower, 2nd Floor, 17/18 Patullos Road, Chennai - 600 002 t +91 44 3504 1000 f +91 44 3027 7778
e: memberrelations@clubmahindra.com / www.clubmahindra.com / CIN: L55101TN1996PLC036595

Mahindra Holidays & Resorts India Limited Mumbai

ClubMahindra

Item No. 7

Resolution required: (Ordinary / Special)	Issue of Bonus Equity Shares in the proportion of 1 Equity Share of Rs. 10/- each for every 2 existing fully paid-up Equity Shares of Rs. 10/- each held by the Members of the Company. - **Ordinary Resolution**
Whether Promoter / Promoter Group are interested in the Agenda/ Resolution	N.A.

Category	Mode of Voting	No. of Shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]* 100	No. of votes - in favour (4)	No. of Votes - against (5)	%of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)*100
Promoter and Promoter Group	Remote E-voting	89890615	89890615	100.00	89890615	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**89890615**	**100.00**	**89890615**	**0**	**100.00**	**0.00**
Public - Institutions	Remote E-voting	22032544	18891599	85.7441	18891599	0	100.00	0.00
	E-voting at the AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**18891599**	**85.7441**	**18891599**	**0**	**100.00**	**0.00**
Public - Non Institutions	Remote E-voting	21710625	12,96,122	5.9700	12,96,073	49	99.9962	0.0038
	E-voting at the AGM		4,253	0.0196	4,253	0	100.0000	0.00
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		**1300375**	**5.9896**	**1300326**	**49**	**99.9962**	**0.0038**
Total		**133633784**	**110082589**	**82.3763**	**110082540**	**49**	**100.00**	**0.00**

Mahindra Holidays & Resorts India Limited Mumbai

Mahindra Holidays & Resorts India Limited

Corporate Office: Mahindra Tower, 1st Floor, "A' Wing, Dr. G.M. Bhosle Marg, P.K. Kurne Chowk, Worli, Mumbai - 400 018.
t: +91 22 3368 4722

Registered Office : Mahindra Tower, 2nd Floor, 17/18 Patullos Road, Chennai - 600 002 t +91 44 3504 1000 f +91 44 3027 7778
e: memberrelations@clubmahindra.com / www.clubmahindra.com / CIN: L55101TN1996PLC036595

CONSOLIDATED SCRUTINIZER'S REPORT
(Remote e-voting & e-voting at the AGM)
Form No. MGT 13

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")]

To,

The Chairman of the 25th Annual General Meeting ("AGM") of the Equity Shareholders of **MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED** (CIN: L55101TN1996PLC036595) held on Wednesday, September 1, 2021 at 9:00 A.M (IST) through Video Conferencing ('VC')/ Other Audio Visual Means('OAVM'). The venue of the AGM was deemed to be the Registered Office of the Company at Mahindra Towers, 2nd Floor, No. 17/18, Patullos Road, Chennai – 600 002.

Dear Sir,

1. I, M. Damodaran, Managing Partner of M Damodaran & Associates LLP, Practicing Company Secretaries had been appointed as a Scrutinizer by the Board of Directors of **MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED** ("the Company") for scrutinizing the remote e-voting and e-voting by Equity Shareholders at the AGM pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") in respect of the below mentioned resolutions proposed at the 25th AGM of the Equity Shareholders of the Company held on Wednesday, September 1, 2021 at 9:00 A.M (IST) through VC, submit my report as under:

2. The management of the Company is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and e-voting by Equity Shareholders at the AGM] for the resolutions contained in the Notice of the 25th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the process of voting through electronic means (i.e by remote e-voting and e-voting by Equity Shareholders at the AGM) is restricted to make a consolidated Scrutinizer's Report of the vote cast "in favor" or "against" the resolutions stated in the Notice of the AGM, based on the report generated from the e-voting system

Corporate Office : New No. 6, Old No. 12, Appavoo Gramani 1st Street, Mandaveli, Chennai, Tamil Nadu - 600028 Ph : +91 44 4360 1111 E-mail : secretarial@mdassociates.co.in
Branch Office : 530/B, Sri Sai Nilaya, 18th Main Road, Sector-3, HSR Layout, Bengaluru, Karnataka - 560 102. Ph : +91 80 4174 0768 E-mail : info.blr@mdassociates.co.in

provided by KFin Technologies Private Limited ("KFintech") (formerly known as Karvy Fintech Private Limited), engaged by the Company to provide the facilities of voting through electronic means (i.e by remote e-voting and e-voting by Equity Shareholders at the AGM).

3. The remote e-voting commenced on August 27, 2021 (Friday) at 09.00 A.M (IST) and ended on August 31, 2021 (Tuesday) at 05.00 P.M. (IST).

4. The Equity Shareholders present at the AGM through VC voted through e-voting facility provided by KFintech at the AGM.

5. The Equity Shareholders holding shares as on August 25, 2021 (Wednesday), cut-off date, were entitled to vote on the resolutions stated in the Notice of the 25th AGM of the Company.

6. As per the information given by the Company the names of the Equity Shareholders who had voted by remote e-voting through the facility provided by KFintech had been blocked and only those Equity Shareholders who had attended the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system at the AGM.

7. On completion of e-voting at the AGM, the votes cast through remote e-voting and e-voting by Equity Shareholders at the AGM were unblocked and downloaded on September 1, 2021 at 12.39 P.M. (IST) in presence of two witnesses who are not in the employment of the Company. The e-voting data/results downloaded from the e-voting system of KFintech were scrutinized and reviewed, the votes were counted, and the results were prepared.

8. Based on the data downloaded from KFintech e-voting system, the total votes cast in favor or against all the resolutions proposed in the Notice of the AGM are as under:

CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE AGM OF MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED

Item No: 1

Adoption of Audited Standalone Financial Statements, Reports of the Board of Directors and Auditors Report for the Financial Year 2020-21.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	149	147	110077978	100.00	2	49	0.00	100.00
e-voting at the AGM	13	13	4253	100.00	0	0	0.00	100.00
Total	162	160	110082231	**100.00**	2	49	0.00	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	1	4
e-Voting at the AGM	0	0
Total	1	4



Item No: 2

Adoption of Audited Consolidated Financial Statements and Auditors Report for the Financial Year 2020-21.

Passed as an Ordinary Resolution as follows:

Mod e of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	149	147	110077978	100.00	2	49	0.00	100.00
e-voting at the AGM	13	13	4253	100.00	0	0	0.00	100.00
Total	162	160	110082231	**100.00**	2	49	0.00	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	1	4
e-Voting at the AGM	0	0
Total	1	4



Item No: 3

Appointment of Mr. Arun Nanda (DIN: 00010029), who retires by rotation and being eligible, offers himself for reappointment.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	145	136	107885243	99.1588	9	915205	0.8412	100.00
e-voting at the AGM	13	13	4253	100.00	0	0	0.00	100.00
Total	158	149	107889496	**99.1589**	9	915205	0.8411	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	5	1277538
e-Voting at the AGM	0	0
Total	5	1277538

Item No: 4

Appointment of Mr. Diwakar Gupta (DIN: 01274552) as an Independent Director of the Company for a term of 5 years commencing from December 1, 2020 to November 30, 2025.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	147	142	109181455	99.1857	5	896413	0.8143	100.00
e-voting at the AGM	13	13	4253	100.00	0	0	0.00	100.00
Total	160	155	109185708	**99.1857**	5	896413	0.8143	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	3	118
e-Voting at the AGM	0	0
Total	3	118

Item No: 5

Appointment of Mr. Ruzbeh Irani (DIN: 01831944) as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	**Favor**			**Against**			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	147	137	108818822	98.8562	10	1259046	1.1438	100.00
e-voting at the AGM	13	13	4253	100.00	0	0	0.00	100.00
Total	160	150	108823075	**98.8563**	10	1259046	1.1437	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	3	118
e-Voting at the AGM	0	0
Total	3	118

Item No: 6

Increase in Authorized Share Capital and consequent alteration to Memorandum of Association of the Company.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	**Favor**			**Against**			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	150	145	109181596	99.1856	5	896435	0.8144	100.00
e-voting at the AGM	13	13	4253	100.00	0	0	0.00	100.00
Total	163	158	109185849	**99.1857**	5	896435	0.8143	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

Item No: 7

Issue of Bonus Shares in the proportion of 1 (One) Equity Share of Rs. 10/- each for every 2 (Two) existing fully paid-up Equity Shares of Rs. 10/- each held by the Members of the Company.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-voting casted (3)+(6)	**Favor**			**Against**			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-voting	Number of shares voted	%	Number of e-voting	Number of shares voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-voting	150	148	110078287	100.00	2	49	0.00	100.00
e-voting at the AGM	13	13	4253	100.00	0	0	0.00	100.00
Total	163	161	110082540	**100.00**	2	49	0.00	100.00

Details of Abstained Votes:

Mode of e-Voting	Total number of members whose votes were abstained	Total number of votes abstained
Remote e-Voting	0	0
e-Voting at the AGM	0	0
Total	0	0

9. The electronic data and all other relevant records relating to remote e-voting and e-voting by Equity Shareholders at the AGM are under my safe custody and will be handed over to the General Counsel and Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

For **M Damodaran & Associates LLP**



M. Damodaran
Managing Partner
Membership No.: 5837
COP No.: 5081
ICSI UDIN: F005837C000873066

Place: Chennai
Date: September 1, 2021

Counter signed by
For **Mahindra Holidays & Resorts India Limited**



Dhanraj Mulki
General Counsel & Company Secretary

Place: Mumbai
Date: September 1, 2021