

July 23, 2025

MHRIL/SE/25-26/38

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

BSE Limited
Floor 25, PJ Towers,
Dalai Street, Fort,
Mumbai - 400 001.
Scrip Code: 533088

Dear Sir/Madam,

Sub.: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

We wish to inform you that, at the 29th Annual General Meeting (AGM) held on July 23, 2025, the Shareholders of the Company have, inter-alia, approved:

- 1) Re-appointment of Mr. Diwakar Gupta (DIN: 01274552) as an Independent Director of the Company, not liable to retire by rotation, for a second term commencing from December 01, 2025 to July 24, 2028 (both days inclusive).
- 2) Appointment of M/s. Siroya and BA Associates, Peer Reviewed firm of Company Secretaries (Firm Registration No. P2019MH-074300), as the Secretarial Auditors of the Company for the 1st term of 5 (five) consecutive years commencing from Financial Year 2025-26.

The details as required under Clause 7 of Para A of Part A of Schedule III of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are given in Annexures A and B.

This intimation is also being uploaded on Company's website and can be accessed at www.clubmahindra.com.

Kindly take the same on record.

Thanking you,

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

Dhanraj Mulki
General Counsel & Company Secretary

Encl.: a/a

Annexure A

Details required under SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Re-appointment of Mr. Diwakar Gupta as an Independent Director of the Company

Sr. No.	Details of Events that need to be provided	Information of such events(s)
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	At the 29 th Annual General Meeting held on July 23, 2025, the Shareholders of the Company, have, <i>inter-alia</i> , approved the re-appointment of Mr. Diwakar Gupta (DIN: 01274552) as an Independent Director of the Company for a second term commencing from December 01, 2025 to July 24, 2028 (both days inclusive).
2	Date of appointment reappointment/ cessation (as applicable) & term of appointment/reappointment;	Date of Re-appointment – December 01, 2025. Term of re-appointment – For a second term commencing from December 01, 2025 to July 24, 2028 (both days inclusive).
3	Brief profile (in case of appointment);	Refer Annexure 1.
4	Disclosure of relationships between directors (in case of appointment of a director);	Mr. Diwakar Gupta is not related <i>inter-se</i> to any other Director of the Company.
5	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/ 24, both dated June 20, 2018.	Mr. Diwakar Gupta is not debarred from holding the office of Director on account of any order of SEBI or any other such authority.

Mahindra Holidays & Resorts India Limited

Registered Office: Mahindra Towers, 1st Floor, "A' Wing, Dr. G.M. Bhosale Marg, P.K. Kurne Chowk, Worli, Mumbai – 400 018.

 investors@mahindaholidays.com |  +91 22 6918 4722 |  www.clubmahindra.com | CIN: L55101MH1996PLC405715

Annexure 1

Mr. Diwakar Gupta, is a post-graduate in Physics from University of Delhi and graduate with Honours in Physics from St. Stephen's College, New Delhi.

Mr. Gupta is a seasoned Banker having over 50 years of experience in banking and financial services sector. He was associated with State Bank of India (SBI) for 39 years where he had held several top executive/senior management positions and demitted office as its Managing Director and Chief Financial Officer in 2013. During his tenure with SBI, he had among various diverse assignments, partnered with Unique Identification Authority of India Limited for rollout of the biometric based unique identification program of Government of India (Aadhaar).

Mr. Gupta was also the Chief Executive Officer of SBI Cards, and Chief Operating Officer of State Bank of Patiala, a subsidiary of SBI. After his stint in SBI, he worked as a Senior Advisor (Banking Project) to Aditya Birla Nuvo Ltd. and as an Advisor in India Value Fund Advisors, a leading India-focused PE fund (since rebranded as True North).

Mr. Gupta has also worked with Asian Development Bank, Manila ("ADB"), where he oversaw the private sector and PPP operations of the Bank and participated in the Bank's broader corporate initiatives like launching and operationalizing the biometric based National ID system of Philippines (akin to Aadhaar), and creating ADB Ventures, a donor-funded hybrid venture trust fund. He has chaired the Digital Innovation Sandbox and has been a member of the steering committee supervising ADB's digital agenda.

Mr. Gupta was also a Member of the Expert Committee for Resolution Framework for COVID-19-related Stress, constituted by RBI in 2020. Recently he also completed a two-year term as Senior Advisor in the Centre for Advanced Financial Research and Learning (CAFRAL), a society established by Reserve Bank of India. Earlier, he was designated the Chairman of the Task Force created by Department of Financial Services, Ministry of Finance, Government of India, to review consortium / multiple lending, and suggest measures to make it more efficient. He was also a member of the High-Level Steering Committee to review Supervisory Processes of Banks, chaired by Deputy Governor, RBI.

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Annexure B

Details required under SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Appointment of M/s. Siroya and BA Associates, Company Secretaries as the Secretarial Auditors of the Company

Sr. No.	Details of Events that need to be provided	Information of such events(s)
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	At the 29 th Annual General Meeting held on July 23, 2025 the Shareholders of the Company have, inter-alia, approved the appointment of M/s. Siroya and BA Associates, Peer Reviewed firm of Company Secretaries (Firm Registration No. P2019MH-074300) as the Secretarial Auditors of the Company.
2	Date of appointment /reappointment/cessation (as applicable) & term of appointment/ reappointment	Date of Appointment – April 25, 2025. Term of appointment – 1 st term of 5 (five) consecutive years commencing from the financial year 2025-26.
3	Brief profile (in case of appointment)	M/s. Siroya and BA Associates, Practicing Company Secretaries (“Firm”), a partnership firm, led by Mr. Mukesh Siroya, who has been in practice for more than 24 years and has been serving distinguished clients covering domestic and international corporates across a wide range of sectors. M/s. Siroya and BA Associates was established in the year 2019 by Mr. Mukesh Siroya, a fellow member of the Institute of Company Secretaries of India (“ICSI”). The Firm is led by a team of experienced and qualified company secretaries. The Firm, together with its network firm, has been catering to corporates engaged in the field of finance, insurance, mutual fund, hospitality, textile, agriculture, employee leasing, aerospace and manufacturing sectors.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
5	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/2018/ 24, both dated June 20, 2018.	Not Applicable

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