



July 26, 2023

MHRIL/SE/23-24/36

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

Listing Compliance
BSE Limited
Floor 25, PJ Towers,
Dalal Street
Mumbai – 400 001
Scrip Code: 533088

Dear Sir/ Madam,

Sub: Compliance under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") — Proceedings of the 27th Annual General Meeting

We wish to inform you that the 27th Annual General Meeting ("AGM") of the Company was held on Tuesday, July 25, 2023 at 3.00 PM (IST) at Y. B. Chavan Centre, General Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021.

As per the provisions of the Companies Act, 2013 ("the Act") and SEBI Listing Regulations, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the Resolutions proposed in the Notice of the 27th AGM. The e-voting was open from July 20, 2023 (Thursday) at 09.00 A.M. (IST) and ended on July 24, 2023 (Monday) at 05.00 P.M. (IST).

Pursuant to provisions of Section 107 of the Act, there was no voting on the Resolutions by Show of Hands at the AGM and voting at the AGM was therefore conducted through electronic voting system ("Insta Poll").

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 Monday, July 24, 2023 and e-voting at the AGM till the conclusion of the AGM and has submitted his consolidated report on July 25, 2023.

Based on the consolidated report of the Scrutinizer, all the Resolutions as set out in the Notice of the 27th AGM have been duly approved by the Shareholders with a requisite majority.

In this regard, please find enclosed the proceedings of the 27th AGM of the Company pursuant to Regulation 30 of the SEBI Listing Regulations given as Annexure A.

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.

T: +91 22 6918 4722 / E: investors@mahindaholidays.com / W: www.clubmahindra.com / CIN: L55101MH1996PLC405715



The AGM commenced at 03.00 p.m. (IST) and concluded at 6:26 p.m. (IST).

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Mahindra Holidays & Resorts India Limited

Dhanraj Mulki
General Counsel & Company Secretary

Encl: As above

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Annexure A

Proceedings of the 27th Annual General Meeting of the Company pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 27th Annual General Meeting ("AGM" or "Meeting") of the Members of Mahindra Holidays & Resorts India Limited ("the Company") was held on Tuesday, July 25, 2023 at 3.00 PM (IST) at Y. B. Chavan Centre, General Jagannath Bhosale Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021.

Mr. Arun Nanda, Chairman of the Board, chaired the Meeting.

The Chairman ascertained that the requisite quorum was present and called the Meeting to Order. The Chairman introduced all the Directors, Key Managerial Personnel, Statutory Auditors and Secretarial Auditors attending the AGM. The Representative of the Audit Committee, Chairman of Nomination and Remuneration Committee and Chairman of the Stakeholders Relationship Committee, attended the AGM.

As per the attendance records, 63 Members were present at the AGM. The Chairman informed the Members that the Statutory Registers, ESOP Certificate issued by Mr. Mukesh Siroya, Secretarial Auditor and relevant documents referred in the Notice of the 27th AGM were available for inspection by the Members at the AGM.

The Chairman further informed that the Statutory Auditors' Report on the Annual Financial Statements of the Company for the Financial Year ended March 31, 2023 and the Secretarial Audit report for the said period do not contain any qualifications, observations or comments on financial transactions or matters, which have adverse effect on the functioning of the Company, hence, the same need not be read at the AGM.

The Chairman further informed that the Company has provided the facility of remote e-voting to the Members to enable them to cast their votes electronically. The remote e-voting had commenced at 9.00 a.m. (IST) on Thursday, July 20, 2023 and ended at 5.00 p.m. (IST) on Monday, July 24, 2023. The Company had also arranged electronic voting system (Insta-Poll) at the Meeting venue.

The Chairman, thereafter, moved all the Resolutions as set out in the Notice of 27th AGM. The following items as stated in the Notice of the 27th AGM were transacted at the Meeting and passed with requisite majority:

1. Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, and Reports of the Board of Directors and the Auditors thereon.
2. Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023 and Report of the Auditors thereon.

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3. Noting that Mr. Arun Nanda (DIN: 00010029), Non-Executive and Non-Independent Director, who was due to retire by rotation at this Meeting, had expressed his desire not to be re-appointed.
4. Appointment of Mr. C.P. Gurnani as a Non-Executive Non-Independent Director of the Company.

The Chairman thereafter delivered his Speech. Further, Mr. Kavinder Singh, Managing Director & CEO, briefed the Members on the performance of the Company for the financial year 2022-23 and the first quarter ended June 30, 2023.

The Chairman then requested the speaker shareholders to ask questions or express their views. The Chairman satisfactorily responded to the questions raised by the shareholders.

The Chairman thereafter ordered for voting through Insta Poll for the Members attending the AGM but did not cast their votes through remote e-voting.

The Chairman announced that the voting results along with the consolidated Scrutinizer's Report shall be informed to the Stock Exchanges and be placed on the website of the Company. The Chairman authorised Mr. Dhanraj Mulki, Company Secretary, to receive the consolidated Scrutinizer's Report and also counter-sign the same and declare the results of e-voting.

The Chairman thereafter thanked the Members for their presence and active participation and support extended to the Company. After conclusion of the Meeting, the Scrutinizer took the custody of voting process and submitted his report after verification of the votes cast. As per the report submitted by the Scrutinizer, all the resolutions proposed at the AGM were passed with requisite majority.

For Mahindra Holidays & Resorts India Limited

Dhanraj Mulki
General Counsel & Company Secretary

Mahindra Holidays & Resorts India Limited

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