



Date: June 9, 2015

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
Bombay Stock Exchange Limited
Floor 25, PJ Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 533088

Dear Sirs,

Sub: Outcome of the Investment Committee Meeting

Re: Mahindra Holidays to increase its stake in Holiday Club Resorts Oy, Finland

At a meeting of the Investment Committee of Directors of the Board of the Company held today, the said Committee approved the proposal of increase in Company's stake in Holiday Club Resorts Oy, Finland (HCR) by exercising its Call Option.

Please find enclosed a Press Release issued by the Company in this regard.

Please also find the following information pursuant to Guidance Note on Clause 36 of the Listing Agreement:

Acquisition/Approval to acquire:

Sr. No.	Clause	Answer
a)	Name of the target entity;	Holiday Club Resorts Oy, Finland (HCR)
b)	Whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof;	Mahindra Holidays & Resorts India Ltd (MHRIL) is currently holding 23.3% of the share capital of HCR through its overseas subsidiaries.
c)	Whether the acquisition would fall within related party transactions? If yes, whether the same is done at arm's length;	No, as the acquisition of shares is from the existing shareholders of HCR under the Call Option agreements. The Company would invest in HCR either directly or through overseas subsidiaries. This transaction would be done at arm's length.
d)	Industry to which the entity being acquired belongs;	Vacation Ownership business
e)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the mainline of business of the listed entity);	This proposed increase in stake through acquisition of shares from the existing shareholders of HCR by exercising the Call Option is aligned with the strategy of MHRIL and is within the main line of business of MHRIL.

Mahindra Holidays & Resorts India Limited

Corporate Office: Mahindra Towers, 1st floor, 'A' wing, Dr. G.M. Bhosle Marg, P.K. Kurne Chowk, Worli, Mumbai - 400 018
t: +91 22 3368 4722 f: +91 22 3368 4721

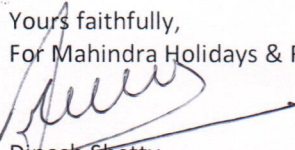
Registered Office: Mahindra Towers, 2nd floor, 17/18 Patullos Road, Chennai - 600 002. t: +91 44 3988 1000 f: +91 44 3027 7778

e: memberrelations@clubmahindra.com / w: www.clubmahindra.com / CIN: L55101TN1996PLC036595

f)	Brief details of any governmental or regulatory approvals required for the acquisition;	Customary regulatory approvals would be required in different countries including post-facto intimation to be given to Reserve Bank of India.
g)	Indicative time period for completion of the acquisition;	2-3 months
h)	Estimated cost of acquisition or the price at which the shares are acquired;	The cost of acquisition depends on the acceptance of the Exercise Notice to be given by MHRIL to the existing shareholders of HCR. The investment cost would be € 28 million.
i)	Nature of consideration – whether cash consideration or share swap and details of the same;	The consideration would be in cash.
j)	Percentage of shareholding / control acquired and / or number of shares acquired;	Up to 88% of equity share capital of HCR carrying voting rights in the event all the recipients of the exercise notice accept the option to sell.
k)	Brief background about the entity acquired in terms of product/line of business acquired, date of incorporation, history of last three years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>HCR is a Europe's leading vacation ownership company, with 30 resorts in Finland, Sweden and Spain.</p> <p>Date of Incorporation: July 10, 1986</p> <p>The last three years turnover is as under:</p> <p>FY 2014: €123 million FY 2013: €119 million FY 2012: €121 million</p>

Kindly take above on record.

Yours faithfully,
For Mahindra Holidays & Resorts India Limited


Dinesh Shetty
Head Legal & Company Secretary

Encl: a/a

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Press Release

For Immediate Release

Mahindra Holidays to increase stake in Holiday Club Resorts Oy, Finland

Mahindra Holidays & Holiday Club Resorts together to become largest Vacation Ownership company based outside USA

Mumbai, June 9, 2015: The Investment Committee of the Board of Directors of Mahindra Holidays & Resorts India Limited (MHRIL), India's leading leisure hospitality provider, today approved the exercise of its option to increase its stake in Holiday Club Resorts, Oy, Finland (HCR) up to ~88%.

Holiday Club Resorts Oy, Finland is Europe's leading vacation ownership company, with 30 resorts in Finland, Sweden and Spain.

The Company presently owns 23.3% of HCR and with the exercise of the call option, the shareholding of MHRIL in HCR can go up to 88%. The balance 12% are primarily held by the Management. The investment required for this 64.7% stake is Euro 28 million. MHRIL would make this investment through its overseas subsidiaries. The deal is expected to be completed in a 2-3 month time-frame, subject to customary regulatory approvals in different countries.

In addition to the above investments MHRIL may invest an additional upto 10 million euros in Holiday Club in the form of equity/loan, or in any other manner, to finance the growth of the company in the near future.

Commenting on this development, Arun Nanda, Chairman, Mahindra Holidays and Resorts India Limited, said, "I am extremely pleased that Mahindra Holidays has decided to exercise its option to increase its stake in Holiday Club Resorts, Finland up to ~88%, well ahead of the exercise period deadline of 2016. Our experience of working with the local management of Holiday Club over the last one year has given us the conviction that they are the right partner for our growth strategy in Europe and the Middle East. With this, MHRIL together with Holiday Club will become the world's largest vacation ownership company based outside the United States."

Kavinder Singh, Managing Director and CEO, Mahindra Holidays, also commented on the transaction, "With the increase of stake in Holiday Club, we see a huge potential for synergy between the two market leaders in the areas of technology, new products, and member services. This acquisition will further strengthen Club Mahindra's proposition of providing leisure family holidays at unique destinations. Our 1.83 lac members will now have an added choice to visit HCR's resorts in Europe, alongside our existing 45 resorts in India and abroad".

Commenting on the development, Vesa Tengman, Chief Executive Officer, Holiday Club Resorts Oy, Finland, said, "I am glad that Mahindra Holidays has decided to exercise the option to increase its ownership in Holiday Club Resorts. I believe that the coming together of the two local market leaders will provide significant synergies. Our management is excited about all the opportunities that will come along with the deeper cooperation with Mahindra Holidays".

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ABOUT MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED

Mahindra Holidays & Resorts India Limited (MHRIL), India's leading player in the leisure hospitality industry, offers quality family holidays primarily through vacation ownership memberships. While Club Mahindra is the flagship brand, the other brands offered by the company are – Club Mahindra Fundays and Svastha Spa. As on March 31, 2015, MHRIL has ~183,000 vacation ownership members and operates 45 resorts across India and abroad.

ABOUT HOLIDAY CLUB RESORTS, Oy

Established in 1986, Holiday Club Resorts (HCR), Oy Finland, is one of Europe's largest vacation ownership companies in terms of new enrolments. Currently, the company owns 30 resorts of which 22 are in Finland, including six Spa Hotel resorts, two in Sweden, six in Spain, five in Gran Canaria and one in Costa Del Sol. All the spa hotels have indoor water parks. Three of their resorts have golf courses and they have three indoor theme parks in Finland and one outdoor theme park in Gran Canary for children called Angry Bird Activity Park. The company has sales offices in Finland, Sweden, Spain & Russia. The company is credited with successfully launching Fractionals as a product and has extensive experience selling RCI points. The company has a membership base of ~50,000 members and over ~1,100 companies own their timeshares.

ABOUT MAHINDRA

The Mahindra Group focuses on enabling people to rise through solutions that power mobility, drive rural prosperity, enhance urban lifestyles and increase business efficiency.

A USD 16.9 billion multinational group based in Mumbai, India, Mahindra provides employment opportunities to over 200,000 people in over 100 countries. Mahindra operates in the key industries that drive economic growth, enjoying a leadership position in tractors, utility vehicles, information technology, financial services and vacation ownership. In addition, Mahindra enjoys a strong presence in the agribusiness, aerospace, components, consulting services, defence, energy, industrial equipment, logistics, real estate, retail, steel, commercial vehicles and two wheeler industries.

In 2014, Mahindra featured on the Forbes Global 2000, a comprehensive listing of the world's largest, most powerful public companies, as measured by revenue, profit, assets and market value. The Mahindra Group also received the Financial Times 'Boldness in Business' Award in the 'Emerging Markets' category in 2013.

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For further enquiries please contact:

Deepa Thomas
General Manager, Group Communications
Mahindra Group
Phone: +91 22 24916855
Email: thomas.deepa@mahindra.com

Investor Relations

Chief Investor Relations Officer,
Mahindra Holidays
Phone: +91 22 3368 4733/20
Email: investors@mahindraholidays.com