



MHRIL/SE/ 2015-16/

Date: October 13, 2015

The Manager – Listing Department,
National Stock Exchange of India
Limited,
"Exchange Plaza", 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051
Scrip Code: MHRIL

The General Manager
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Scrip Code: 533088

Dear Sir,

Sub: Corporate Governance Report for the Quarter ended on 30th September, 2015

Ref: Clause 49 of the Listing Agreement

Please find enclosed Report on Corporate Governance for the quarter ended 30th September, 2015 as per the provisions of Clause 49 of the Listing Agreement.

Kindly take on record the same.

Thanking you,

Yours faithfully,

For **Mahindra Holidays & Resorts India Limited**



Dinesh Shetty
General Counsel & Company Secretary

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

Name of the Company : Mahindra Holidays & Resorts India Limited

Quarter ending on : 30th September, 2015

Scrip code: 533088/ MHRIL

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 II	-	-
(A) Composition of Board	49 II A	Yes	-
(B) Independent Directors	49 II B	Yes	-
(C) Non-executive Directors compensation & disclosures	49 II C	Yes	-
(D) Other provisions as to Board and Committees	49 II D	Yes	-
(E) Code of Conduct	49 II E	Yes	-
(F) Whistle Blower Policy	49 II F	Yes	-
II. Audit Committee	49 III	-	-
(A) Qualified & Independent Audit Committee	49 III A	Yes	-
(B) Meeting of Audit Committee	49 III B	Yes	-
(C) Powers of Audit Committee	49 III C	Yes	-
(D) Role of Audit Committee	49 III D	Yes	-
(E) Review of Information by Audit Committee	49 III E	Yes	-
III. Nomination and Remuneration Committee	49 IV	Yes	-
IV. Subsidiary Companies	49 V	Yes	-
V. Risk Management	49 VI	Yes	-
VI. Related Party Transactions	49 VII	Yes	-
VII. Disclosures	49 VIII	-	-
(A) Related party transactions	49 VIII A	Yes	-
(B) Disclosure of Accounting Treatment	49 VIII B	Yes	-
(C) Remuneration of Directors	49 VIII C	Yes	-
(D) Management	49 VIII D	Yes	-
(E) Shareholders	49 VIII E	Yes	-
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 VIII I	NA	-
VIII. CEO/CFO Certification	49 IX	Yes	-
IX. Report on Corporate Governance	49 X	Yes	-
X. Compliance	49 XI	Yes	-

For Mahindra Holidays & Resorts India Limited


Dinesh Shetty
General Counsel & Company Secretary

