

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity: Mahindra Holidays & Resorts India Limited (Scrip Code: MHRIL, 533088)
2. Quarter ending: June 30, 2016

I. Composition of Board of Directors								
Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non Executive/ In-dependent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Arun Kumar Nanda	DIN: 00010029 PAN: ACUPN6910A	Chairperson & Non-Executive Director	January 28, 1998	N.A.	3	2	2
Mr.	Vineet Nayyar	DIN: 00018243 PAN: AAKPN0358C	Non-Executive Director	January 23, 2007	N.A.	3	1	-
Mr.	Sanjeev Aga	DIN: 00022065 PAN: AAAPA2497D	Non-Executive and Independent Director	August 27, 2014	5 Years	6	6	3
Mr.	Cyrus J Guzder	DIN: 00080358 PAN: AABPG6919R	Non-Executive and Independent Director	August 27, 2014	5 Years	2	3	2



Mr.	Parthasarathy Vankipuram Srinivasa	DIN: 00125299 PAN: AADPV5236G	Non-Executive Director	August 27, 2014	N.A.	3	5	-
Mr.	Krishnan Sadasivan	DIN: 00212875 PAN: AACPS6834L	Executive Director	January 22, 2015	N.A.	1	-	-
Mr.	Rohit Khattar	DIN: 00244040 PAN: ABSPK3434H	Non-Executive and Independent Director	August 27, 2014	5 Years	1	1	-
Mr.	Sridar Arvamudhan Iyengar	DIN: 00278512 PAN: AACPI7514D	Non-Executive and Independent Director	August 27, 2014	5 Years	2	3	2
Ms.	Radhika Shastry	DIN: 01787918 PAN: AHWPS5348E	Non-Executive and Independent Director	December 26, 2014	5 Years	1	-	-
Mr.	Kavinder Singh	DIN: 06994031 PAN: ALSPS2346C	Executive Director	November 3, 2014	N.A.	1	1	-

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)
1. Audit Committee	Sridar Arvamudhan Iyengar	Chairperson / Non-Executive / Independent
	Sanjeev Aga	Non-Executive / Independent
	Parthasarathy Vankipuram Srinivasa	Non-Executive
	Cyrus Jamshed Guzder	Non-Executive / Independent
	Rohit Khattar	Non-Executive / Independent
2. Nomination and Remuneration Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee)



	Cyrus Jamshed Guzder	Chairperson / Non-Executive / Independent
	Arun Kumar Nanda	Non-Executive
	Vineet Nayyar	Non-Executive
	Rohit Khattar	Non-Executive / Independent
	Sridar Arvamudhan Iyengar	Non-Executive / Independent

3. Stakeholders Relationship Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/independent/Nominee)
	Arun Kumar Nanda	Chairperson / Non-Executive
	Parthasarathy Vankipuram Srinivasa	Non-Executive
	Kavinder Singh	Executive

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
January 22, 2016	May 17, 2016	115
March 13, 2016	May 17, 2016	64

IV. Meeting of Committees				
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	May 17, 2016	Yes	January 22, 2016	115 days
	May 17, 2016		March 13, 2016	64 days
Stakeholders Committee	May 17, 2016	Yes	January 22, 2016	
Nomination and Remuneration Committee	May 17, 2016	Yes	January 22, 2016	

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional


V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
- Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) – **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here: **NIL**

Name


Dinesh Shetty

Designation : Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO

