

March 1, 2016

MHRIL/SE/15-16/ 711

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

Dear Sir,

Sub: Update on the Scheme of Amalgamation and Arrangement between the Company and its wholly owned subsidiaries i.e. Competent Hotels Private Limited and Divine Heritage Hotels Private Limited and Holiday on Hills Resorts Private Limited (the Scheme)

Ref: Letter No. MHRIL/SE/14-15/591 dated 22nd January, 2015, Letter No. MHRIL/SE/2015-16/ dated 14th September, 2015, Letter No. MHRIL/SE/15-16/702 dated 1st February, 2016, Letter No. MHRIL/SE/15-16/708 dated 23rd February, 2016 and Letter No. MHRIL/SE/15-16/710 dated 26th February, 2016

In addition to the approvals granted by the Hon'ble High Court of Madras at Chennai, the Hon'ble High Court of Rajasthan (Jaipur Bench) and the Hon'ble High Court of Himachal Pradesh at Shimla for the Scheme of Amalgamation of the respective companies, we wish to inform you that, the Company has also now received an approval from the Hon'ble High Court of Delhi, pursuant to its oral order at its hearing held on February 29, 2016, for the Scheme of Amalgamation of Competent Hotels Private Limited with the Company.

The certified copy of the aforesaid Order will be received in due course.

We wish to further inform you that, since we have now received all the requisite approvals from the respective Hon'ble High Courts, the Scheme will be effective on filing of the copies of the orders with the respective Registrar of Companies and we will update you on the completion of the statutory filings in this regard.

This is for your information and record.

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

Mumba