



August 1, 2019

MHRIL/SE/19-20/49

Listing Compliance  
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 / Madam,

**Sub: Re-appointment of Directors – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Regulations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

We wish to inform you that the Shareholders of the Company have vide special resolutions passed at 23<sup>rd</sup> Annual General Meeting ("AGM") of the Company, held on July 31, 2019 at the Vani Mahal (Mahaswami Hall), 103, G. N. Chetty Road, T. Nagar, Chennai - 600 017, Tamil Nadu, approved:

- (a) Re-appointment of Mr. Rohit Khattar as an Independent Director for a second term of 5 years commencing from August 27, 2019 to August 26, 2024.
- (b) Re-appointment of Mr. Sanjeev Aga as an Independent Director for a second term of 5 years commencing from August 27, 2019 to August 26, 2024
- (c) Re-appointment of Mr. Sridar Iyengar as an Independent Director for a second term commencing from August 27, 2019 to July 31, 2022.
- (d) Re-appointment of Mr. Cyrus Guzder as an Independent Director for a second term commencing from August 27, 2019 to July 31, 2020.
- (e) Re-appointment of Mr. Kavinder Singh (DIN: 06994031) as the Managing Director & Chief Executive Officer of the Company for a period of 5 years commencing from November 3, 2019 to November 2, 2024 and remuneration payable to him.

The details of re - appointment of aforesaid Directors as required under SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/ 2015 dated September 9, 2015 are given in Annexure A to this letter.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **Mahindra Holidays & Resorts India Limited**

  
**Dhanraj Mulki**  
General Counsel & Company Secretary



**Mahindra Holidays & Resorts India Limited**

Corporate Office : Mahindra Towers, 1<sup>st</sup> Floor, 'A' Wing, Dr. G. M. Bhosle Marg, P. K. Kurne Chowk, Worli, Mumbai - 400 018  
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Annexure A

**Re-appointment of Independent Directors - Mr. Rohit Khattar, Mr. Sanjeev Aga, Mr. Sridar Iyengar and Mr. Cyrus Guzder**

Sr. No.	Details of Events that need to be provided	Information of such events(s)
a)	reason for change viz. appointment, resignation, removal, death or otherwise	At the 23 <sup>rd</sup> Annual General Meeting held on July 31, 2019; the shareholders of the Company have:  (i) Re-appointed Mr. Rohit Khattar as an Independent Director for a second term of 5 years commencing from August 27, 2019 to August 26, 2024.  (ii) Re-appointed Mr. Sanjeev Aga as an Independent Director for a second term of 5 years commencing from August 27, 2019 to August 26, 2024  (iii) Re-appointed Mr. Sridar Iyengar as an Independent Director for a second term commencing from August 27, 2019 to July 31, 2022.  (iv) Re-appointed Mr. Cyrus Guzder as an Independent Director for a second term commencing from August 27, 2019 to July 31, 2020.
b)	date of appointment/cessation (as applicable) & term of appointment	<b>Date of Re-appointment</b> – August 27, 2019  <b>Term of Re-appointment</b> –  (i) <b>Mr. Rohit Khattar:</b> second term of 5 years commencing from August 27, 2019 to August 26, 2024.  (ii) <b>Mr. Sanjeev Aga:</b> second term of 5 years commencing from August 27, 2019 to August 26, 2024.  (iii) <b>Mr. Sridar Iyengar:</b> second term commencing from August 27, 2019 to July 31, 2022.  (iv) <b>Mr. Cyrus Guzder:</b> second term commencing from August 27, 2019 to July 31, 2020.
c)	brief profile (in case of appointment);	As per Annexure B
d)	disclosure of relationships between directors (in case of appointment of a director);	Mr. Rohit Khattar, Mr. Sanjeev Aga, Mr. Sridar Iyengar and Mr. Cyrus Guzder are not related to any Director of the Company.
e)	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/ 2018/ 24, dated 20th June, 2018	Mr. Rohit Khattar, Mr. Sanjeev Aga, Mr. Sridar Iyengar and Mr. Cyrus Guzder are not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

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**Re-appointment of Managing Director and Chief Executive Officer - Mr. Kavinder Singh**

Sr. No.	Details of Events that need to be provided	Information of such events(s)
f)	<b>reason for change viz. appointment, resignation, removal, death or otherwise</b>	At the 23 <sup>rd</sup> Annual General Meeting held on July 31, 2019, the shareholders of the Company have approved the re-appointment of Mr. Kavinder Singh (DIN: 06994031) as the Managing Director & Chief Executive Officer of the Company for a period of 5 years commencing from November 3, 2019 to November 2, 2024 and the remuneration payable to him.
g)	<b>date of appointment/cessation (as applicable) &amp; term of appointment</b>	<b>Date of Re-appointment</b> – November 3, 2019  <b>Term of Re-appointment</b> - 5 years commencing from November 3, 2019 to November 2, 2024
h)	<b>brief profile (in case of appointment);</b>	As per Annexure B
i)	<b>disclosure of relationships between directors (in case of appointment of a director);</b>	Mr. Kavinder Singh is not related to any Director of the Company.
j)	<b>Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/ 2018/ 24, dated 20th June, 2018</b>	Mr. Kavinder Singh is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.



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## Annexure B

### I. Brief profile of Mr. Rohit Khattar

Mr. Rohit Khattar (55) was appointed as a Director of Mahindra Holidays & Resorts India Limited ("the Company") on January 12, 2004. In the current tenure, he was appointed as an Independent Director for the first term of 5 years pursuant to the provisions of the Companies Act, 2013 ("Act") at the 18<sup>th</sup> Annual General Meeting of the Company held on August 27, 2014.

Mr. Rohit Khattar graduated in 1985 from the School of Hotel, Restaurant and Institutional Management, Michigan State University, U.S.A. He is the Founder Chairman of Old World Hospitality Private Limited (O.W.H.), which is India's largest live entertainment organizer and operates India's most comprehensive performing arts and convention centre Habitat World at India Habitat Centre, New Delhi, as well as 2 hotels and over 35 restaurants, including the iconic 'Chor Bizarre' restaurant that he created 25 years ago as well as his latest restaurant 'Indian Accent', both of which have won numerous awards.

Mr. Rohit Khattar is Founder Chairman of Cinestaan Film Company, a boutique studio which has several films under development and production. He is also Chairman of Mumbai Mantra Media Limited, the entertainment vertical of the \$20.7 Billion Mahindra Group.

Mr. Rohit Khattar has over 33 years of experience in the hospitality industry. He was featured amongst 'The Big 10 of the F&B industry' and amongst 'the 99 superstars who changed our lives (across India)' by TimeOut in 2013. He was honored by the 'IFCA Award of Excellence' by the Indian Federation of Culinary Associations in appreciation of his outstanding contribution to the development of the culinary profession and society.

### II. Brief profile of Mr. Sanjeev Aga

Mr. Sanjeev Aga (67) was appointed as a Director of Mahindra Holidays & Resorts India Limited ("the Company") on April 18, 2013. In the current tenure, he was appointed as an Independent Director for the first term of 5 years pursuant to the provisions of the Act at the 18<sup>th</sup> Annual General Meeting of the Company held on August 27, 2014.

Mr. Sanjeev Aga did his schooling from Scindia School, Gwalior, graduated with Physics Honours from St Stephen's College, Delhi, and post graduated from IIM Kolkata. Mr. Sanjeev Aga spent his early business years with Asian Paints in field sales and marketing responsibilities. He later headed the Furniture and the Leo-Mattel Toys businesses of the erstwhile Blow Plast, now VIP Industries, before leading that company as MD from 1993 to 1998. Subsequently, Mr. Sanjeev Aga was also appointed as Managing Director at Aditya Birla Nuvo, and the Managing Director of Idea Cellular from 2006 until he stepped down in 2011.

For 2009, Mr. Sanjeev Aga received on behalf of Idea Cellular the ET Award for The Emerging Company of the Year. In 2009, Indira Innovation named him CEO of the Year, and in 2010 Tele.Net felicitated him for Outstanding Contribution to the Telecom Sector. In 2010, Forbes Magazine shortlisted Mr. Sanjeev Aga among 20 Indians for the Person of the Year. The Scindia School conferred upon him the Madhav Award 2014 for the Old Boy Of Eminence. Sanjeev Aga now engages in advisory and board roles for corporates and non-profits.

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### III. Brief profile of Mr. Sridar Iyengar

Mr. Sridar Iyengar (71) was appointed as a Director of Mahindra Holidays & Resorts India Limited ("the Company") on April 30, 2008. In the current tenure, he was appointed as an Independent Director for the first term of 5 years pursuant to the provisions of the Act at the 18<sup>th</sup> Annual General Meeting of the Company held on August 27, 2014.

Mr. Sridar Iyengar graduated with B.Com (Hons) from the University of Calcutta and is a Fellow of the Institute of Chartered Accountants in England and Wales. He is a board member of various companies. Mr. Sridar Iyengar was the Partner in charge of KPMG's Emerging Business Practice. He has held a number of leadership roles within KPMG's global organization particularly in setting up and growing new practices. He has the distinction of having worked as a partner in all three of KPMG's regions Europe, America and Asia Pacific as well as KPMG's disciplines assurance, tax consulting and financial advisory services. Mr. Sridar Iyengar served as Chairman and Chief Executive Officer of KPMG's operations in India between 1997 and 2000 and during that period was a member of the Executive Board of KPMG's Asia Pacific practice. Prior to that, he headed the International Services practice in the West Coast. On his return from India in 2000, he was asked to lead KPMG's effort on delivering audit and advisory services to early stage companies. He served as a member of the Audit Strategy group of KPMG LLP. After he left KPMG in 2002, Mr. Sridar Iyengar has remained active in advising young entrepreneurs in both commercial and social enterprises.

### IV. Brief profile of Mr. Cyrus Guzder

Mr. Cyrus Guzder (73) was appointed as a Director of Mahindra Holidays & Resorts India Limited ("the Company") on August 7, 1998. In the current tenure, he was appointed as an Independent Director for the first term of 5 years pursuant to the provisions of the Act at the 18<sup>th</sup> Annual General Meeting of the Company held on August 27, 2014.

Mr. Cyrus Guzder has an Honours Degree and a Master's Degree from Trinity College, University of Cambridge. He is the Chairman and Managing Director of AFL Private Limited. He also serves as a Director on the Board of the Great Eastern Shipping Company Limited. He was a Founder Director of The Indian Institute Human Settlements. Mr. Cyrus Guzder has also served on the boards of Air India Limited, Tata Infomedia Limited, Tata Honeywell Limited, Alfa Laval India Limited and BP (India) Ltd.

He has held the leadership position of CII's National Council of Civil Aviation and CII's National Committee on Logistics and also served on the Local Advisory Board of Barclays Bank, India and the Board of Governors of Reserve Bank of India's Banking Codes and Standard Board of India. He is currently a Member of the Court of Governors of Administrative Staff College and a Trustee of the Asiatic Society of Bombay and The Marg Foundation.

### V. Brief profile of Mr. Kavinder Singh

Mr. Kavinder Singh is a graduate in Mechanical engineering from NIT Warangal and has completed his General Management Program at Wharton Business School, Advance Manufacturing Strategy program of Harvard Business School and Advanced Marketing Management program from Wharton Business School. Mr. Kavinder Singh joined Mahindra Holidays & Resorts India Limited ("Mahindra Holidays") as Managing Director & CEO on November 3, 2014. In April 2015, he was given additional responsibilities as President (Leisure & Hospitality)

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Sector) and Member of the Group Executive Board. In April 2019, Mr. Kavinder Singh was appointed as the Vice-Chairman of Holiday Club Resorts Oy, Finland. His goal is to develop Mahindra Holidays into a world class vacation ownership company.

Mr. Kavinder Singh has an overall experience spanning more than 33 years in consumer sector (FMCG/Paints/Adhesives). Prior to joining Mahindra Holidays, he has worked in Asian Paints Limited, ITC Limited and Pidilite Industries Limited. During his 17-year career with ITC, he was heading the Biscuits and Confectionery business and played a crucial role in setting up and building the 'Sunfeast' biscuits business. At Pidilite, he initiated the 'Strategic Initiatives Group' and led the transformational Corporate Strategic Initiatives. After a successful stint as Chief Strategy Officer, he became the first CEO of the Consumer Products Business at Pidilite.



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