



MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED

Registered Office : No 17/18, 2nd Floor, Mahindra Towers, Patullos Road, Chennai-600 002.

CIN: L55101TN1996PLC036595

TEL: +91 44 3988 1000 · FAX: +91 44 3027 7778

Website: www.clubmahindra.com • Email: investors@mahindaholidays.com

POSTAL BALLOT FORM

Sr. No. _____

1. Name and Registered Address of the :
Sole/First named Member

2. Name(s) of the Joint Holder(s) (if any) :

3. Registered Folio No./* DP ID No. and Client ID :
No.
(*Applicable to members holding shares in
dematerialized form)

4. Number of Equity Share(s) held :

5. I/ We hereby exercise my/our vote(s) in respect of the Ordinary and Special Resolutions to be passed through Postal Ballot for the business enumerated in the Notice dated 10th November, 2014, by conveying my/our assent or dissent to the said Resolutions by placing a tick mark (✓) at the appropriate box below:

Item No.	Brief description of the Resolutions	No. of shares	(FOR)	(AGAINST)
			I/We assent to the Resolution	I/We dissent the Resolution
1	Approval of Employees Stock Option Scheme 2014 & Issue of Securities			
2	Approval of extending benefits of Employees Stock Option Scheme 2014 to the Employees of holding/subsidiary/ associate company(ies)			
3	Appointment of Ms. Radhika Shastry as an Independent Director			
4	Appointment of Mr. Kavinder Singh as a Director			
5	Appointment and Remuneration to Mr. Kavinder Singh as a Managing Director & Chief Executive Officer			
6	Appointment of Mr. V S Parthasarathy as a Director			

Place :

Date :

Signature of the Member

Note :

Last date for receipt of Postal Ballot Form by the Scrutinizer on or before 20th December, 2014. Please read the instructions printed overleaf before exercising your vote.

INSTRUCTIONS

1. A member desiring to exercise vote by physical ballot may complete this Postal Ballot Form and send it to Scrutinizer in the attached self-addressed envelope bearing the address of the Scrutinizer. Postage will be borne and paid by the Company. However, envelopes containing Postal Ballot Form, if sent by courier at the expense of the registered member will also be accepted.
2. This form should be completed and signed by the member. In case of joint holding, this form should be completed and signed (as per specimen signature(s) registered with the Company) by the first named member and in his absence, by the next named member. Unsigned ballot form will be rejected. A Power of Attorney (POA) holder may vote on behalf of a member, mentioning the registration number of the POA or enclosing an attested copy of POA. Exercise of vote is not permitted through proxy.
3. This vote may be accorded by recording the assent in column 'For' or dissent in column 'Against' by placing a tick (✓) mark in the appropriate column.
4. Duly completed Postal Ballot Form(s) should reach the scrutinizer on or before 20th December, 2014. Postal Ballot form(s) received after this date will be strictly treated as if the reply from the member has not been received.
5. In case of shares held by companies, trusts, societies, etc. the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution/Authority Letter.
6. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed postage pre-paid self addressed envelope.
7. Voting rights shall be reckoned on the paid up value of shares registered in the name of the members as on 14th November, 2014.
8. The Scrutinizer's decision on the validity of the Postal Ballot Form shall be final.
9. The Company is also offering e-voting facility as an alternate, for all the members to enable them to cast their vote electronically instead of dispatching physical ballot form. The detailed procedure is enumerated in the Notes to the Notice of Postal Ballot.
10. **If a member has opted for e-voting, then he/she should not vote by physical ballot also and vice-versa.** However, in case members cast their vote both via physical ballot and e-voting, then voting through electronic mode shall prevail and voting done by physical ballot shall be treated as invalid.
11. The results of the voting shall be declared on 26th December, 2014 and would be displayed at the Registered office of the Company. The Results declared along with the Scrutinizer's Report, shall be placed on the Company's website www.clubmahindra.com and communicated to the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited.