

SAMHI Hotels Ltd.

CIN:
L55101DL2010PLC211816
Regd. Office: Caspia Hotels
Delhi, District Centre Crossing,
Opp. Galaxy Toyota Outer Ring
Road, Outer Ring Rd., Haider
Pur, Shalimar Bagh, Delhi-
110088.

04th October 2024

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip code: 543984

National Stock Exchange of India
Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code: SAMHI

Dear Madam / Sir,

Sub: Disclosure under Regulation 30(2) read with point 1 in Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI LODR Regulations”)

Ref: Investment of funds in Innmar Tourism and Hotels Private Limited

We wish to inform you that the Board of Directors of SAMHI Hotels Limited (“**Company**”) in its meeting held today (i.e. on 04th October 2024) has considered and approved investing the funds of the Company to acquire 100% share capital of Innmar Tourism and Hotels Private Limited (“**Target**”) constituting 84,37,500 (eighty four lakh thirty seven thousand and five hundred) equity shares of INR 10/- (Indian Rupees Ten only) each for an enterprise value of circa INR 2,050 million adjusted for net working capital including cash, from the existing shareholders of the Target (“**Proposed Acquisition**”). The Target owns an operating hotel with 142 rooms in Whitefield, Bangalore along with surplus land for development of an additional 200-220 rooms in the Upper Upscale segment.

We are enclosing herewith the relevant details of the transaction as prescribed under SEBI LODR Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, in **Annexure – A**.

This is for your information and records.

Thanks & Regards,
For SAMHI HOTELS LIMITED

Sanjay Jain
Senior Director- Corporate Affairs,
Company Secretary and Compliance Officer

Correspondence:
SAMHI Hotels Ltd.
14th Floor, Building 10C,
Cyber City, Phase II,
Gurgaon 122002, Haryana,
INDIA
Tel: +91 124 4910100
Fax: +91 124 4910199
www.samhi.co.in

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ANNEXURE - A

S. No.	Particulars	Remarks
1.	Name of the target entity, details in brief such as size, turnover etc.	Innmar Tourism and Hotels Private Limited (“Target”). Target owns an operating hotel with 142 rooms in Whitefield, Bangalore along with surplus land for development of an additional 200-220 rooms in the Upper Upscale segment.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”	The Proposed Acquisition is not a related party transaction.
3.	Industry to which the entity being acquired belongs	Hospitality
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The Proposed Acquisition is in line with our Company’s stated strategy of acquisition and turnaround led growth.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	NA
6.	Indicative time period for completion of the acquisition	On or before 04 th October 2024, subject to completion of closing conditions.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash Consideration, subject to TDS and certain adjustments as stipulated under the share purchase agreement proposed to be entered in respect of the proposed transaction.
8.	Cost of acquisition and/or the price at which the shares are acquired	~INR 2,050 million (Enterprise Value) adjusted for net working capital including cash. Amount shall be subject to TDS and certain adjustments as stipulated under the Share Purchase Agreement proposed to be entered in respect of the proposed transaction.
9.	Percentage of shareholding / control acquired and / or number of shares acquired	84,37,500 equity shares of the Company constituting 100% of the share capital of the Company.

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10.	<p>Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);</p>	<p>Date of incorporation: 22nd October 2003</p> <p>Product/line of business: Hotel Ownership and Asset Management.</p> <p>Last 3 (three) years consolidated turnover:</p> <p>Financial Year 2023-24: INR 247.61 million</p> <p>Financial Year 2022-23: INR 241.92 million</p> <p>Financial Year 2021-22: INR 28.89 million</p> <p>Presence of entity: India</p>
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