

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.

14th May 2025

BSE Limited

Corporate Relationship Department

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400 001

National Stock Exchange of India Limited,

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex, Bandra (E)

Mumbai – 400 051

Scrip code: 543984

Scrip Code: SAMHI

Dear Ma'am / Sir,

Sub: Disclosure under Regulation 30(2), 30(6) and 30(9) 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 Listing Regulations")

Ref: Investment of funds in Ascent Hotels Private Limited, a wholly owned subsidiary of the Company

We wish to inform you that the Board of Directors ("**Board**") of SAMHI Hotels Limited ("**Company**") in its meeting held today, (i.e. on 14th May 2025) has considered and approved investing the funds of the Company in one of its wholly owned subsidiaries, namely, Ascent Hotels Private Limited ("**Ascent**") to the tune of INR 45,00,00,467/- (Indian Rupees Forty Five Crore Four Hundred and Sixty Seven only) by way of secondary acquisition of 67,26,394 (sixty seven lakh twenty six thousand three hundred and ninety four) equity shares of Ascent.

We are enclosing herewith the relevant details of the transaction as prescribed under SEBI Listing Regulations read with SEBI Master circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, 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.

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Cyber City, Phase II,

Gurgaon 122002, Haryana,

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ANNEXURE A

S. No.	Particulars	Remarks
1.	Name of the target entity, details in brief such as size, turnover etc.;	<p>Ascent Hotels Private Limited, a wholly owned subsidiary of the Company ("Target Entity") has a turnover of INR 140,04,80,000/- (Indian Rupees One Hundred Forty Crores Four Lakhs and Eighty Thousand only) in FY 2024-25.</p> <p>The Target Entity has issued and allotted 67,26,394 (sixty seven lakh twenty six thousand three hundred and ninety four) optionally convertible debentures ("OCRDs") to Vascon Engineers Limited, a company incorporated under the Companies Act, 1956, having its registered office at Vascon Weikfield Chambers, Behind Hotel Novatel, Opposite Hyatt Hotel, Pune Nagar Road, Pune, Pune, Maharashtra, India, 411014 ("Vascon") which are proposed to be converted into equivalent number of equity shares, and immediately upon such conversion being recorded by the Target Entity, the Company proposes to acquire the converted equity shares (constituting 67,26,394 (sixty seven lakh twenty six thousand three hundred and ninety four) equity shares) from Vascon, for an aggregate consideration of INR 45,00,00,467/- (Indian Rupees Forty Five Crore Four Hundred and Sixty Seven only), thereby retaining 100% of the share capital in the Target Entity ("Proposed Acquisition").</p>
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";	<p>No, the Proposed Acquisition does not qualify as a related party transaction.</p> <p>None of the promoter/promoter group/group companies have any interest in the Proposed Acquisition.</p>
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);	<p>Successful consummation of the Proposed Acquisition is one of the pre-closing conditions required to be fulfilled by the Company and the Target Entity as stipulated under the definitive documents entered by the Company and the Target Entity with Reco Bellflower Private Limited, an affiliate of GIC Pte. Limited for acquiring 35% (thirty five percent) shareholding in three wholly owned subsidiaries of the Company, namely, the Target Entity, SAMHI JV Business Hotels Private Limited and Innmar</p>

Correspondence:
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		Tourism and Hotels Private Limited (<i>forming part of the disclosures made to the stock exchanges on April 24, 2025</i>).
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 23 rd May 2025 subject to closure of certain identified closing conditions.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash Consideration
8.	Cost of acquisition and/or the price at which the shares are acquired;	INR 45,00,00,467/- (Indian Rupees Forty-Five Crore Four Hundred and Sixty-Seven only) for acquiring 67,26,394 (sixty-seven lakh twenty-six thousand three hundred and ninety-four) equity shares of Ascent from Vascon as part of the Proposed Acquisition.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	67,26,394 (sixty-seven lakh twenty-six thousand three hundred and ninety-four) equity shares of the Target Entity immediately upon conversion of equivalent number of OCRDs are being acquired as part of the Proposed Acquisition.
10.	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);	<i>Date of incorporation:</i> 05 th July 2005 <i>Product/line of business:</i> Hotel Ownership and Asset Management. <i>Last 3 (three) years consolidated turnover:</i> Financial Year 2024-25: INR 1,40,04,80,000/- Financial Year 2023-24: INR 1,18,49,60,000/- Financial Year 2022-23: INR 94,12,50,000/- <i>Presence of entity:</i> India



Sanjay Sa