



Date: 25<sup>th</sup> September, 2023

<b>The General Manager, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001</b>	<b>The Vice-President, Listing Department National Stock Exchange of India Limited “Exchange Plaza”, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051</b>
Scrip Code : 533160	Scrip Symbol : DBREALTY
Fax No.: 022 – 2272 3121/ 2039	Fax No.: 022 – 26598237/38

Dear Sir/ Madam,

**Ref: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

In furtherance to Postal Ballot Notice dated 11<sup>th</sup> August, 2023 as approved by the shareholders on 16<sup>th</sup> September, 2023, we would like to inform you that the Company has today entered into separate Share Purchase Agreements to acquire shares of (i) Bamboo Hotel Global Centre (Delhi) Private Limited (ii) Goan Hotels & Realty Private Limited and (iii) BD And P Hotels (India) Private Limited on the terms and conditions as contained therein.

We enclose herewith the details in Annexure A, Annexure B and Annexure C as required under Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements), 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July , 2023.

Kindly take the same on your records.

Thanking you,  
Yours faithfully,

**For D B Realty Limited**

**Jignesh Shah  
Company Secretary**

**D B REALTY LIMITED**

Regd. Office: 7th Floor, Resham Bhavan, Veer Nariman Road, Churchgate, Mumbai-400 020 Tel: 91-22-49742706  
Correspondence Add.: 4th Floor, Wing 15, Gate No.2, Ten BKC, off. N. Dharmadhikari Marg, Kalanagar, Bandra (East), Mumbai – 400 051  
Website: www.dbrealty.co.in Email: info @dbg.co.in Tel: 91-22-35201670  
CIN: L70200MH2007PLC166818

**Annexure A**

<p>Name of the target entity, details in brief such as size, turnover etc</p>	<p>Bamboo Hotel and Global Centre (Delhi) Private Limited (Bamboo Hotels) joint venture between Prestige Hospitality Ventures Ltd. and Marine Drive Hospitality &amp; Realty Pvt. Ltd.,(MDHRPL) is constructing a hotel complex comprising of the St. Regis (189 rooms) and the Marriott Marquis (590 rooms)with total of 990 Bays, a large conferencing facility of 200,000 sq. ft (i.e. capacity of upto 20,000 people) and approx. 6.15 lakh sqft of leaseable office/business centre /Food &amp; Beverage space titled as Prestige Trade Centre at Aerocity, New Delhi. The property is leased out by DIAL (Delhi International Airport Ltd.) to Bamboo Hotel for an overall period of 57 years including the lease extension of 30 years. The total Built Up Area of the project is approx. 3.3 million sq.ft. and upon completion it will be the largest Hotel complex in India.</p> <p><b>Capital Details:</b>  <b>Authorised Capital:</b> Rs. 5,00,00,000/-  <b>Paid Up Capital:</b> Rs. 2,02,00,000/-  <b>Turnover:</b> NIL as on 31<sup>st</sup> March, 2023</p>
<p>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>	<p>Yes, the purchase of 10,10,000 Class A Equity Shares (i.e. approx. 50%) by the Company from the following existing shareholders of Bamboo Hotel falls within related party transaction:</p> <p>(a) 7,67,600 Class A Equity Shares from MDHRPL</p> <p>MDHRPL, an entity in which 15.53% of the equity share capital held by the Company and 74.93 % of equity share capital held by Promoters / Promoter Group /KMPs of the Company and their relatives and enterprise controlled by them. They as well as the Company/its WOS also hold different class of preference shares of this entity.</p> <p>(b) 2,42,400 Class A Equity Shares from Goan Hotels &amp; Realty Private Limited(GHRPL)</p> <p>GHRPL is a wholly owned subsidiary company of MDHRPL.</p> <p>The transaction is done at the arm’s length as per the Valuation Report obtained from a SEBI Registered Category I Merchant Banker.</p>

**D B REALTY LIMITED**

	Further, the Company has already received approval of the shareholders with requisite majority on the above transaction as provided in Postal Ballot Notice dated 11 <sup>th</sup> August, 2023
Industry to which the entity being acquired belongs	Hospitality Business
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>The Company is right now in the business of real estate and construction, and it is intending to expand its business into hotel/hospitality business segment, which is an extension of the real estate business. Moreover, the hotel business will provide stable annuity income to the Company. In order to pursue its expansion plans, the Company believes that the above transaction will result in the Company owning two operational marquee and unique luxury hotels and build its reputation in the hotel business and thus increase in stakeholders value.</p> <p>The development of commercial offices/business center in the Delhi project would also be long term annuity yielding project will benefit in the long term business of the Company.</p> <p>The EBIDTA from the hotels will help the Company generate additional profitability from the hospitality segment along with the present real estate business</p>
Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable for the share acquisition.
Indicative time period for completion of the acquisition	To be completed within 90 days from the date of execution of the Share Purchase Agreement unless time period mutually extended further by the parties.
Consideration - whether cash consideration or share swap or any other form and details of the same;	The consideration shall be in the form of transfer of funds through banking channels.
Cost of acquisition and/or the price at which the shares are acquired	10,10,000 Class A equity shares shall be acquired for total consideration of Rs. 608.88 crores.
Percentage of shareholding / control acquired and / or number of shares acquired	Post acquisition, 10,10,000 nos. of Class A equity shares of Bamboo Hotels (i.e approx. 50%) will be held by the Company and Bamboo Hotels will become Associate Company of the Company.

**D B REALTY LIMITED**



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);

Bamboo Hotels was incorporated on 14<sup>th</sup> August, 2008 and is in the business of running hotels. The turnover of Bamboo Hotels of last 3 years is NIL.

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CIN: L70200MH2007PLC166818

**Annexure B**

<p>Name of the target entity, details in brief such as size, turnover etc</p>	<p>Goan Hotels &amp; Realty Private Limited (Goan Hotels) is a Wholly Owned Subsidiary of Marine Drive Hospitality &amp; Realty Pvt. Ltd. (MDHRPL) which owns a five-star hotel under the brand of Grand Hyatt Goa (GHG), at Bambolim, Goa It is amongst the most successful luxury hotels in India. GHG ranks amongst the hotels with Highest Revenue Per Available Room (Rev Par) in India. It is spread over 27 acres of prime water facing freehold land. The Hotel is amongst the most preferred conference, banqueting and wedding destinations in India. The hotel also has potential to add an additional 115 rooms.</p> <p><b>Capital Details:</b></p> <p><b>Authorised Capital:</b> Rs. 2,00,00,000/-</p> <p><b>Paid Up Capital:</b> Rs. 78,25,000/-</p> <p><b>Turnover:</b> Rs.26,704.45 lakhs (Provisional) as on 31<sup>st</sup> March, 2023</p>
<p>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>	<p>Yes, the purchase of entire 78,250 equity shares by the Company from MDHRPL /its nominees, existing shareholder of Goan Hotels is a related party transaction.</p> <p>MDHRPL is an entity in which 15.53% of the equity share capital held by the Company and 74.93 % of equity share capital held by Promoters / Promoter Group /KMPs of the Company and their relatives and enterprise controlled by them. They as well as the Company/its WOS also hold different class of preference shares of this entity.</p> <p>The transaction is done at the arm’s length as per the Valuation Report obtained from a SEBI Registered Category I Merchant Banker.</p> <p>Further, the Company has already received approval of the shareholders with requisite majority on the above transaction as provided in Postal Ballot Notice dated 11<sup>th</sup> August, 2023</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Hospitality Business</p>

**D B REALTY LIMITED**

<p>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>	<p>The Company is right now in the business of real estate and construction, and it is intending to expand its business into hotel/hospitality business segment, which is an extension of the real estate business. Moreover, the hotel business will provide stable annuity income to the Company. In order to pursue its expansion plans, the Company believes that the above transaction will result in the Company owning operational marquee and unique luxury hotel and build its reputation in the hotel business and thus increase in stakeholders value.</p> <p>The hotel also has the potential to add additional 115 rooms. The EBIDTA from the hotel will help the Company to generate additional profitability from the hospitality segment along with the present real estate business.</p>
<p>Brief details of any governmental or regulatory approvals required for the acquisition</p>	<p>Not Applicable for the acquisition of shares.</p>
<p>Indicative time period for completion of the acquisition</p>	<p>To be completed within 90 days from the date of execution of the Share Purchase Agreement unless time period mutually extended further by the parties.</p>
<p>Consideration - whether cash consideration or share swap or any other form and details of the same;</p>	<p>The consideration shall be in the form of transfer of funds through banking channels.</p>
<p>Cost of acquisition and/or the price at which the shares are acquired</p>	<p>78250 nos. of equity shares shall be acquired for total consideration of Rs. 1410.68 crores</p>
<p>Percentage of shareholding / control acquired and / or number of shares acquired</p>	<p>Post acquisition, entire 78250 nos. equity shares of Goan Hotels will be held by the Company and Goan Hotels will become wholly owned subsidiary company of the Company</p>
<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>Goan Hotels was incorporated on 25<sup>th</sup> October, 2004 and is in the business of Hotel and Real Estate.</p> <p>The turnover of Goan Hotels of last 3 years are: Rs.26,704.45 lakhs (Provisional) in 2022-23 Rs. 11,987.36 Lakh in 2021-22 and Rs. 4,784.22 lakhs in 2020-21.</p>

**D B REALTY LIMITED**

<p>Name of the target entity, details in brief such as size, turnover etc</p>	<p>BD And P Hotels (India) Private Limited (BD and P), subsidiary of Marine Drive Hospitality &amp; Realty Pvt. Ltd (MDHRPL) which holds 75% equity stake and owns the Hilton Mumbai International Airport (171 rooms) situated near the International Airport, Andheri, Mumbai.</p> <p><b>Capital Details:</b></p> <p><b>Authorised Capital:</b> Rs. 45,00,00,000/-</p> <p><b>Paid Up Capital:</b> Rs. 28,35,91,000/-</p> <p><b>Turnover :</b> Rs.7205.55 lakhs (Provisional) in FY 2022-23</p>
<p>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>	<p>Yes. The purchase of 2,12,69,325 equity shares (i.e approx.75%) by the Company from MDHRPL, existing shareholder of BD and P is a Related party transaction.</p> <p>MDHRPL is an entity in which 15.53% of the equity share capital are held by the Company and 74.93% of equity share capital held by Promoters / Promoter Group /KMPs of the Company and their relatives and enterprise controlled by them. They as well as the Company/its WOS also hold different class of preference shares of this entity.</p> <p>The transaction is done at the arm’s length as per the Valuation Report obtained from a SEBI Registered Category I Merchant Banker.</p> <p>Further, the Company has already received approval of the shareholders with requisite majority on the above transaction as provided in Postal Ballot Notice dated 11<sup>th</sup> August, 2023</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Hospitality Business.</p>
<p>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>	<p>The Company is right now in the business of real estate and construction, and it is intending to expand its business into hotel/hospitality business segment, which is an extension of the real estate business. Moreover, the hotel business will provide stable annuity income to</p>

**D B REALTY LIMITED**

	<p>the Company. In order to pursue its expansion plans, the Company believes that the above transaction will result in the Company owning operational marquee and unique luxury hotel and build its reputation in the hotel business and thus increase in stakeholders value.</p> <p>The hotel also has the potential to add additional 72 rooms. The EBIDTA from the hotel will help the Company to generate additional profitability from the hospitality segment along with the present real estate business.</p>
Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable for the acquisition of shares.
Indicative time period for completion of the acquisition	To be completed within 90 days from the date of execution of the Share Purchase Agreement unless time period mutually extended further by the parties.
Consideration - whether cash consideration or share swap or any other form and details of the same;	The consideration shall be in the form of transfer of funds through banking channels.
Cost of acquisition and/or the price at which the shares are acquired	2,12,69,325 nos. of equity shares shall be acquired for total consideration of Rs. 339.12 crores.
Percentage of shareholding / control acquired and / or number of shares acquired	Post acquisition, 2,12,69,325 nos. of equity shares of BD and P (i.e approx. 75%) will be held by the Company and BD and P will become subsidiary company of the Company
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>BD and P was incorporated on 25<sup>th</sup> April, 1997 and is in the business of running hotels.</p> <p>The turnover of BD and P of last 3 years are:  Rs.7205.55 lakhs (Provisional) in 2022-23  Rs. 3480.07 Lakh in 2021-22 and  Rs. 1846.96 Lakh in 2020-21</p>

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