



Date: August 1, 2022

To

The Manager Listing Department BSE Limited P.J. Towers, Dalal Street, Mumbai – 400001 Scrip Code: 543283	The Manager Listing & Compliance Department National Stock Exchange of India Limited Exchange Plaza, BandraKurla Complex, Bandra East, Mumbai – 400051 Scrip Symbol: BARBEQUE
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Dear Sirs

Subject: Intimation of further acquisition of Shares of Subsidiaries by the Company and its Wholly Owned Subsidiary through secondary acquisition

Pursuant to the provisions of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company at its Meeting held earlier in the day has approved the following:

1. Further acquisition of 414 Equity Shares constituting 6.34% Paid-up Share Capital, having face value of Rs.100/- each, of Red Apple Kitchen Consultancy Private Limited (“Red Apple”/“Toscano”), a Subsidiary of the Company, through secondary acquisition i.e., from the existing Shareholders of Toscano for a total consideration of Rs.7,65,90,000/-.

Consequent upon the aforesaid acquisition, the shareholding of the Company in Toscano will stand increased as mentioned below:

Present Shareholding	Post-acquisition	Change in shareholding
68.82%	75.16%	6.34%

2. Further acquisition of 153 Equity Shares constituting 51% of the Paid-up Share Capital, having face value of AED 1,000/- each, of Barbeque Nation Restaurant LLC, a Step-down Subsidiary of the Company situated in United Arab Emirates (UAE), by Barbeque Nation MENA Holding Limited, a Wholly Owned Subsidiary of the Company situated in UAE, from the existing Partner/Shareholder for a total consideration of AED 1,53,000/-.

Consequent upon the aforesaid acquisition, Barbeque Nation Restaurant LLC (BNRL) will become Wholly Owned Subsidiary of Barbeque Nation MENA Holding Limited (BNMHL). The pre and post-acquisition shareholding of BNMHL in BNRL are as follows:

Present Shareholding	Post-acquisition	Change in shareholding
49%	100%	51%

BARBEQUE-NATION HOSPITALITY LIMITED

Registered & Corporate Office: “SaketCallipolis”, Unit No. 601 & 602, 6th Floor, Doddakannalli Village, VarthurHobli, Sarjapur Road, Bengaluru-560035, Karnataka, India. **T:** +91 80 69134900,
E-mail: corporate@barbequenation.com, **CIN:** L55101KA2006PLC073031; **www.barbequenation.com**



Further, the details as required under SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 with respect to the acquisition of Shares in Red Apple Kitchen Consultancy Pvt. Ltd. is given in *Annexure-1* and acquisition of Shares in Barbeque Nation Restaurant LLC is given in *Annexure-2* to this letter.

This is for your information and record.

Thanking you

Yours faithfully

For Barbeque-Nation Hospitality Limited



Nagamani C Y
Company Secretary and Compliance Officer
M. No.: A27475

Encl.: As above

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Annexure-1

Details with respect to acquisition of Shares in Red Apple Kitchen Consultancy Pvt. Ltd.

Sl. No.	Particulars	Red Apple Kitchen Consultancy Private Limited			
		Pre-Investment		Post-Investment	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
1	Name of the target entity, details in brief such as size, turnover etc.	Name of Target Company		Red Apple Kitchen Consultancy Private Limited (Toscano)	
		Authorized capital		Rs.7,00,000/-	
		Paid-up capital		Rs.6,52,900/-	
		Turnover for FY 2021-22		Rs.46,62,90,000/-	
		Net worth at March 31, 2022		Rs.29,91,80,000/-	
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>Red Apple Kitchen Consultancy Private Limited is a Related Party of the Company as per the provisions of the Companies Act, 2013, being a Subsidiary of the Company.</p> <p>Mr. Kayum Dhanani and Mr. Raof Dhanani, the Promoters and Directors, are Directors in Toscano and represent the Company in the Board of Toscano.</p> <p>Except as disclosed above, none of the Promoters or Members of the Promoters Group or Directors of the Company are interested, financially or otherwise, in Toscano.</p>			
3	Industry to which the entity being acquired belongs	Food Services/Restaurant			
4	Objects and effects 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 intends to increase its stake in the subsidiary.</p> <p>The Business of Subsidiary is in line with the business of the Company.</p>			
5	Brief details of any governmental or regulatory approval for the required acquisition	None			
6	Indicative time period for completion of the acquisition	By August 31, 2022			
7	Nature of consideration whether cash consideration or share swap and details of the same	Cash consideration			
8	Cost of acquisition or the price at which the shares are acquired	Total Consideration is Rs.7,65,90,000/- and Price per Share is Rs.1,85,000/-			
9	Percentage of shareholding / control acquired and/ or number of shares acquired	4,493	68.82%	4,907	75.16%
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>a. <u>Background of Toscano:</u></p> <p>Toscano is primarily engaged in the business of, <i>inter alia</i>, establishing and running restaurants, providing kitchen solutions for homes, restaurants, hotels and general industries and consulting services to hotels, restaurants and holiday</p>			

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		resorts in relation to designing, establishing, running and marketing. b. <u>Date of incorporation</u> : May 02, 2005 c. <u>Turnover for last 3 FYs</u> : <table border="1"><thead><tr><th colspan="3">Turnover (Rs. in Millions)</th></tr><tr><th>FY 2021-22</th><th>FY 2020-21</th><th>FY 2019-20</th></tr></thead><tbody><tr><td>466.29</td><td>226.43</td><td>449.27</td></tr></tbody></table>	Turnover (Rs. in Millions)			FY 2021-22	FY 2020-21	FY 2019-20	466.29	226.43	449.27
Turnover (Rs. in Millions)											
FY 2021-22	FY 2020-21	FY 2019-20									
466.29	226.43	449.27									

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Annexure-2

Details with respect to acquisition of Shares in Barbeque Nation Restaurant LLC

Sl. No.	Particulars	Barbeque Nation Restaurant LLC															
		Pre-Investment		Post-Investment													
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding												
1	Name of the target entity, details in brief such as size, turnover etc.	Name of Target Company		Barbeque Nation Restaurant LLC (BNRL)													
		Authorized capital		AED 3,00,000													
		Paid-up capital		AED 3,00,000													
		Turnover for FY 2021-22		AED 2,24,15,197													
		Net worth at March 31, 2022		AED (3,40,69,375)													
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"	Barbeque Nation Restaurant LLC is a related party of the Company as per the provisions of the Companies Act, 2013, being a Step-Down Subsidiary of the Company. None of the Promoters or members of the Promoters Group or Directors of the Company are interested, financially or otherwise, in Barbeque Nation Restaurant LLC															
3	Industry to which the entity being acquired belongs	Food Services/Restaurant															
4	Objects and effects 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)	Barbeque Nation MENA Holding Limited (BNMHL), the Wholly Owned Subsidiary of the Company intends to increase its stake in its subsidiary - Barbeque Nation Restaurant LLC (BNRL). The Business of Step-Down Subsidiary is in line with the business of the Company.															
5	Brief details of any governmental or regulatory approval for the required acquisition	None															
6	Indicative time period for completion of the acquisition	By August 31, 2022															
7	Nature of consideration whether cash consideration or share swap and details of the same	Cash consideration															
8	Cost of acquisition or the price at which the shares are acquired	Total Consideration is AED 1,53,000/- and Price per Share is AED 1,000/-															
9	Percentage of shareholding / control acquired and/ or number of shares acquired	<table border="1"> <thead> <tr> <th colspan="2">Pre-Investment</th> <th colspan="2">Post-Investment</th> </tr> <tr> <th>No. of Shares held</th> <th>% of Shareholding</th> <th>No. of Shares held</th> <th>% of Shareholding</th> </tr> </thead> <tbody> <tr> <td>147</td> <td>49%</td> <td>300</td> <td>100%</td> </tr> </tbody> </table>				Pre-Investment		Post-Investment		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding	147	49%	300	100%
Pre-Investment		Post-Investment															
No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding														
147	49%	300	100%														
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3-year turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>a. <u>Background of BNRL:</u></p> <p>BNRL is, <i>inter-alia</i>, authorised to engage in the business of restaurants and for carrying on such other activities which are ancillary thereto.</p> <p>b. <u>Date of incorporation:</u> February 25, 2016</p> <p>c. <u>Turnover for last 3 FYs:</u></p>															

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Turnover (Amt. in AED)			
	FY 2021-22	FY 2020-21	FY 2019-20
	2,24,15,197	1,33,78,071	2,06,48,612

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