

# CONWY HOSPITALITY PRIVATE LIMITED

CIN: - U55100MH1992PTC067279

Reg Office:-C-1502, RNA Azzure, PrajaktaChs, Kher Nagar, Bandra East Mumbai- 400051

T: +91 74000 58768 E:conwy@vitshotels.com

Date: 23<sup>rd</sup> February, 2022

To,  
**Listing Department**  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400001.

Dear Sir/Madam,

Sub: **Disclosure pursuant to Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Please find enclosed herewith disclosure pursuant to Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same in your records.

**Thanking You**  
**For Conwy Hospitality Private Limited**

**Dr. Vidhi V. Kamat**  
**Director**  
**DIN: 07038524**  
**Encl: a/a**



**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Vidli Restaurants Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<u>Acquirer:</u> Conwy Hospitality Private Limited  <u>Persons Acting in Concert:</u> Vits Hotels Worldwide Private Limited Dr. Vidhi Vikram Kamat		
Whether the acquirer belongs to Promoter/Promoter group	Yes – Promoter		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Limited (Small and Medium Enterprise Platform)		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total Diluted share/voting capital of the TC(**)
Before the acquisition under consideration, holding of Conwy Hospitality Private Limited:			
a) Shares carrying voting rights	14,21,000	32.82	32.82
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)	NIL	N.A	N.A
c) Voting rights (VR) otherwise than by shares	NIL	N.A	N.A
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	N.A	N.A
e) Total (a+b+c+d)	14,21,000	32.82#	32.82#
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	23,56,000	21.76	21.76
b) VRs acquired /sold otherwise than by shares	NIL	N.A	N.A
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	N.A	N.A
d) Shares encumbered / invoked/released by the acquirer	NIL	N.A	N.A
e) Total (a+b+c+/-d)	23,56,000	21.76##	21.76##

After the acquisition/ <del>sale</del> , holding of Conwy Hospitality Private Limited:			
a) Shares carrying voting rights	37,77,000	34.89	34.89
b) Shares encumbered with the acquirer	NIL	N.A	N.A
c) VRs otherwise than by shares	NIL	N.A	N.A
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	N.A	N.A
e) Total (a+b+c+d)	<u>37,77,000</u>	<u>34.89##</u>	<u>34.89##</u>
Mode of acquisition / <del>sale</del> (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-settransfer etc).	Rights Issue		
Date of acquisition / <del>sale</del> of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	22 <sup>nd</sup> February, 2022		
Equity share capital / total voting capital of the TC before the said acquisition / <del>sale</del>	Rs. 4,33,00,000/- divided into 43,30,000 Equity shares of Rs. 10/- each fully paid up.		
Equity share capital/ total voting capital of the TC after the said acquisition / <del>sale</del>	Rs. 10,82,50,000/- (Issued and Subscribed capital) divided into 1,08,25,000 Equity shares of face value of Rs. 10/- each (43,30,000 fully paid up Equity Shares of Rs. 10/- each and 64,95,000 partly paid up Equity Shares of which Rs. 5/- per share is paid on application and balance Rs. 5/- to be paid in one or more calls as may be decided by the Board of Directors).		
Total diluted share/voting capital of the TC after the said Acquisition	Rs. 10,82,50,000/- (Issued and Subscribed capital) divided into 1,08,25,000 Equity shares of face value of Rs. 10/- each (43,30,000 fully paid up Equity Shares of Rs. 10/- each and 64,95,000 partly paid up Equity Shares of which Rs. 5/- per share is paid on application and balance Rs. 5/- to be paid in one or more calls as may be decided by the Board of Directors).		

# The percent is calculated on the pre-rights issue capital i.e. 43,30,000 equity shares.

## The percent is calculated on the post-rights issue capital i.e. 1,08,25,000 equity shares.

Kindly note the voting rights are in proportion with the amount paid-up per equity share. The paid-up value for 64,95,000 partly paid up Equity Shares is 50% of the face value of equity shares of Rs.10/- each, i.e., Rs.5/-.

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the StockExchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**Signature of the acquirer / ~~seller~~ / ~~Authorised Signatory~~**

**For Conwy Hospitality Private Limited**

**Dr. Vidhi V. Kamat**

**Director**

**DIN: 07038524**

**Place: Mumbai**

**Date: 23<sup>rd</sup> February, 2022**