



THE LEELA

PALACES HOTELS RESORTS

10th August, 2019

The Department of Corporate Services

BSE Limited

1st floor, P J Towers

B.S. Marg, Fort, Mumbai – 400 001

Stock Code: 500193

The Listing Department

National Stock Exchange of India Limited

Exchange-Plaza, Bandra Kurla Complex

Bandra (E), Mumbai – 400 051

HOTEL LEELA

Dear Sir,

Sub: Outcome of the Board Meeting held on 10th August, 2019

We wish to inform you that the Board of Directors of the Company (“Board”) at their meeting held today at The Leela, Mumbai, have unanimously resolved that the resolutions passed by the Board at its meeting held on 18th March, 2019 for the sale of the Company’s (a) hotel undertakings in Delhi, Bengaluru, Chennai and Udaipur (b) hotel operations business, and (c) 100% shareholding in Leela Palaces and Resorts Limited (its wholly-owned subsidiary) which owns property and holds licenses for the development of a hotel in Agra, to BSREP III India Ballet Pte. Ltd. or its affiliates (“Brookfield”) continue to remain valid and subsisting.

Pursuant to and in compliance with the terms of the SEBI Order dated 23rd July, 2019 and clarificatory order dated 30th July, 2019 in respect of the above transactions, the Company will once again seek the approval of the members of the Company through postal ballot.

The Board had, pursuant to its meeting held on 18th March, 2019, made disclosures pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular CIR/CFD/CMD/4/2015 dated 9th September, 2015. The same disclosures as were made at that time are hereinafter reproduced and repeated as and by way of abundant caution, and an update is provided where applicable:

The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;

During the financial year 2017-18, the above hotel undertakings contributed INR 591 Crores (80% of the total income) to the Company’s total income of INR 743 Crores.

The above hotel undertakings contributed 88% of the total net worth of the Company.

Update: As per the audited accounts for the financial year 2018-19 (which remain subject to approval of the members of the Company), the above hotel undertakings contributed INR 604 Crores (79% of the total income) to the Company’s total income of INR 762.5 Crores. The said hotel undertakings contributed 88% of the total net worth of the Company.

Reqd. Office:

HOTEL LEELAVENTURE LIMITED

The Leela Mumbai, Sahar, Mumbai 400 059 India. Phone: (91-22) 6691 1234; Fax: (91-22) 6691 1212; Email: leela@theleela.com; www.theleela.com

The Leela Palaces, Hotels and Resorts: New Delhi, Bengaluru, Chennai, Mumbai, East Delhi, Gurugram, Udaipur, Goa and Kovalam

Upcoming Hotels: Bhartiya City Bengaluru, Jaipur and Agra.

Corporate Identity Number (CIN): L55101MH1981PLC024097





Date on which the agreement for sale has been entered into;	<p>The Framework Agreement as mentioned above is proposed to be entered into today, 18th March, 2019. The remaining agreements for the completion of the transaction will be entered into in due course subject to fulfillment of the requisite conditions.</p> <p>Update: The Framework Agreement was entered into on 18th March, 2019.</p>
The expected date of completion of sale / disposal;	Subject to fulfillment of various requisite conditions, the above transaction is expected to be completed within approximately 3 to 6 months from the date of Board Meeting.
Consideration received from such sale / disposal;	The total consideration that the Company would receive is INR 3950 Crores subject to certain adjustments on account of net working capital.
Brief details of buyers and whether any of the buyers belong to the promoter / promoter group/group companies. If yes, details thereof;	<p>BSREP III India Ballet Pte. Ltd., a company incorporated in Singapore and an affiliate of BSREP III, Brookfield Asset Management's (NYSE: BAM) latest flagship private real estate fund. Brookfield Asset Management globally owns and operates \$350 billion of assets, with interests in various sectors.</p> <p>The Buyer does not belong to the promoters or the promoter group or the promoter group companies.</p>
Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms' length";	The transaction is not a related party transaction.
Indicative disclosures provided for amalgamation / merger should also be provided for any slump sale. As per SEBI Circular CIR/CFD/CMD/4/2015 dated 9 th September, 2015, the following details are required to be disclosed for amalgamation / merger:	
a. Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.;	There is no merger/amalgamation in this case. There is a proposed slump sale of various hotel undertakings as mentioned above. Details in this respect are set out above.



b. Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms length”;	The transaction is not a related party transaction.
c. Area of business of the entity(ies);	The acquirer is an affiliate of BSREP III, Brookfield Asset Management’s (NYSE: BAM) latest flagship private real estate fund. Brookfield Asset Management globally owns and operates \$350 billion of assets, with interests in various sectors.
d. Rationale for amalgamation/ merger;	The Company had restructured its debts under the Corporate Debt Restructuring (“CDR”) mechanism in September 2012. The Company and the promoters have been evaluating various options for a viable restructuring, including sale/ monetization of non-core assets, sale of hotels, equity infusion and debt refinancing by investors. In that regard, the Company has received a proposal from Brookfield for acquiring the Company’s hotel undertakings in Delhi, Bengaluru, Chennai and Udaipur as well as the Company’s business of hotel management operations, as well as to purchase the 100% shareholdings of LPRL, which owns property and holds licenses for the development of a hotel in Agra. The proceeds of the transaction would be used in accordance with the provisions of the definitive agreements to repay the existing lenders of the Company, after which all borrowings from all banks and financial institutions would have been repaid.

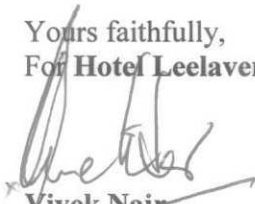


e. In case of cash consideration – amount or otherwise share exchange ratio;	Not applicable as there is no amalgamation / merger. The total consideration that the Company will receive is INR 3950 Crores subject to certain adjustments on account of net working capital.
f. Brief details of change in shareholding pattern (if any) of listed entity.	There is no change in the shareholding pattern of the Company.

The Board meeting started at 12.00 P.M. and concluded at 2.30 P.M.

Please take the above information on record.

Yours faithfully,
For **Hotel Leelaventure Limited**



Vivek Nair
Chairman & Managing Director