



Date: 18th July, 2023

The General Manager, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	The Vice-President, Listing Department National Stock Exchange of India Limited “Exchange Plaza”, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051
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.

We would like to inform you that the subsidiaries of the Company viz. (i) Horizontal Ventures Pvt Ltd., (ii) Vanita Infrastructure Pvt Ltd. (iii) N.A. Estates Pvt Ltd. have on 18th July, 2023 entered into separate Share Purchase Agreements to acquire equity shares of Siddhivinayak Realities Private Limited (SRPL) subject to terms and conditions as contained in the respective Share Purchase Agreement/s.

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 July 13, 2023.

Kindly take the same on your records.

Thanking you,
Yours faithfully,

For D B Realty Limited

**Shahid Balwa
Managing Director**

D B REALTY LIMITED

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Website: www.dbrealty.co.in Email: info @dbg.co.in Tel: 91-22-35201670
CIN: L70200MH2007PLC166818

<p>Name of the target entity, details in brief such as size, turnover etc</p>	<p>Name of the Company: Siddhivinayak Realities Private Limited (SVRPL).</p> <p>Capital Details:</p> <p>Authorised Capital: Rs. 85,00,00,000/-</p> <p>Paid Up Capital: Rs. 83,65,21,400/-</p> <p>Turnover : NIL as on 31st 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 77,99,040 equity shares (i.e. approx. 9.32%) by Horizontal Ventures Pvt. Ltd., a step down subsidiary of the Company from the following existing shareholder of SVRPL:</p> <p>(a) 77,94,090 nos. of shares (9.32%) from Mr. Vinod Goenka, Ms. Sunita Goenka C/o M/s KG Enterprises (a Partnership firm in which Mr. Vinod Goenka, Promoter & Managing Director / his relatives are partners).</p> <p>(b) 2,475 nos. of shares (0.003%) from Ms. Aseela Goenka as Managing Trustee of Goenka Family Trust (a Trust in which the family members of Mr. Vinod Goenka are beneficiaries).</p> <p>(c) 2,475 nos. of shares (0.003%) from Mrs. Shabana Balwa (relative of Mr. Shahid Balwa, Promoter & Managing Director).</p> <p>The transaction is done at the arm’s length as per the Valuation Report obtained from a Registered Valuer and in accordance with fair value determined by a IBBI Registered Valuer.</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Real Estate 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>Insolvency proceedings were invoked by secured creditors of V Hotels Ltd. (Centaur Hotel Juhu) against V Hotels Ltd. in 2019 and Corporate Insolvency Resolution Process was commenced. The proceedings are currently pending before NCLT, Mumbai Bench. Resolution plans were submitted by various parties. Macrotech Developers Limited (a group</p>

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	<p>company of the Lodha Group) have been declared as the successful resolution applicant.</p> <p>SVRPL and the shareholders of V Hotels Limited by virtue of Master Asset Purchase Agreement dated March 31, 2005 inter alia had agreed to sell/acquire the Property. This issue is subject matter of litigations.</p> <p>The said property could also be redeveloped to any other asset class—Residential / commercial or retail under the new Mumbai master plan 2034 DCR rules, CRZ notification Feb 2019, the Mumbai CRZ Map 2019 and amendments thereto. There is huge unutilized FSI available on the plot.</p> <p>Hence, the above investment in SVRPL is strategic as it will generate revenue and will indirectly result into the growth of the Company.</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	The price at which equity shares shall be acquired is Rs. 79.615/- per equity share, which aggregates to approx. consideration of Rs. 62,09,20,570/-.
Percentage of shareholding / control acquired and / or number of shares acquired	Post acquisition, 77,99,040 nos. of equity shares of SVRPL (i.e approx. 9.32%) will be held by Horizontal Ventures Pvt Ltd.
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);	SVRPL was incorporated on 24 th May, 2001 is in the business of real estate development and related activities. The total turnover for last 3 years is NIL as there are no business operations conducted by SVRPL. Its presence is in India.

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<p>Name of the target entity, details in brief such as size, turnover etc</p>	<p>Name of the Company: Siddhivinayak Realities Private Limited (SVRPL).</p> <p>Capital Details:</p> <p>Authorised Capital: Rs. 85,00,00,000/-</p> <p>Paid Up Capital: Rs. 83,65,21,400/-</p> <p>Turnover : NIL as on 31st 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 87,41,930 equity shares (i.e approx. 10.45%) by N.A Estates Private Limited, a wholly owned subsidiary of the Company from Marine Drive Hospitality & Realty Private Limited (MDHRPL) existing shareholder of SVRPL.</p> <p>MDHRPL is an entity in which the Company holds equity shares and different form of preference shares and the substantial stake is held by the Company’s Promoters / Promoter Group and their relatives.</p> <p>The transaction is done at the arm’s length as per the Valuation Report obtained from a Registered Valuer and in accordance with fair value determined by a IBBI Registered Valuer.</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Real Estate 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>Insolvency proceedings were invoked by secured creditors of V Hotels Ltd. (Centaur Hotel Juhu) against V Hotels Ltd. in 2019 and Corporate Insolvency Resolution Process was commenced. The proceedings are currently pending before NCLT, Mumbai Bench. Resolution plans were submitted by various parties. Macrotech Developers Limited (a group company of the Lodha Group) have been declared as the successful resolution applicant.</p> <p>SVRPL and the shareholders of V Hotels Limited by virtue of Master Asset Purchase Agreement dated March 31, 2005 inter alia had agreed to sell/acquire the Property. This issue is subject matter of litigations.</p>

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	<p>The said property could also be redeveloped to any other asset class—Residential / commercial or retail under the new Mumbai master plan 2034 DCR rules, CRZ notification Feb 2019, the Mumbai CRZ Map 2019 and amendments thereto. There is a huge unutilized FSI available on the plot.</p> <p>Hence, the above investment in SVRPL is strategic as it will generate revenue and will indirectly result into the growth of the Company.</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	The price at which equity shares shall be acquired is Rs. 79.615/- per equity share which aggregates to approx. consideration of Rs. 69,59,88,757/-.
Percentage of shareholding / control acquired and / or number of shares acquired	Post acquisition, 87,41,930 nos. of equity shares of SVRPL (i.e. approx. 10.45%) will be held by N.A Estates Private 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);	SVRPL was incorporated on 24 th May, 2001 is in the business of real estate development and related activities. The total turnover for last 3 years is NIL as there are no business operations conducted by SVRPL. Its presence is in India.

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<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 85,50,000 equity shares (i.e approx. 10.22%) by Vanita Infrastructure Private Limited., a wholly owned subsidiary of the Company from Neelkamal Realtors & Builders Private Limited (NRBPL), existing shareholder of SVRPL.</p> <p>NRBPL is an entity in which Promoters / Promoter Group and their relatives have 100% equity holding and thus have significant influence.</p> <p>The transaction is done at the arm’s length as per the Valuation Report obtained from a Registered Valuer and in accordance with fair value determined by a IBBI Registered Valuer.</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Real Estate 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>Insolvency proceedings were invoked by secured creditors of V Hotels Ltd. (Centaur Hotel Juhu) against V Hotels Ltd. in 2019 and Corporate Insolvency Resolution Process was commenced. The proceedings are currently pending before NCLT, Mumbai Bench. Resolution plans were submitted by various parties. Macrotech Developers Limited (a group company of the Lodha Group) have been declared as the successful resolution applicant.</p> <p>SVRPL and the shareholders of V Hotels Limited by virtue of Master Asset Purchase Agreement dated March 31, 2005 inter alia had agreed to sell/acquire the Property. This issue is subject matter of litigations.</p>

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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 further extended 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	The price at which equity shares shall be acquired is Rs. 79.615/- per equity share which aggregates to approx. consideration of Rs. 68,07,08,250/-.
Percentage of shareholding / control acquired and / or number of shares acquired	Post acquisition, 85,50,000 nos. of equity shares of SVRPL (i.e approx. 10.22%) will be held by Vanita Infrastructure Private 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);	SVRPL was incorporated on 24 th May, 2001 is in the business of real estate development and related activities. The total turnover for last 3 years is NIL as there are no business operations conducted by SVRPL. Its presence is in India.

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