

Date: 09th December, 2024

To, **National Stock Exchange of India Ltd. (NSE Ltd)** Exchange Plaza, 05th Floor, Plot No. C-1, Block G, Bandra Kurla complex, Bandra (E) Mumbai – 400051

Bombay Stock Exchange Limited (BSE Ltd) Listing / Compliance Department, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai — 400001

NSE Scrip Code - VHLTD

BSE Scrip Code - 523796

<u>Subject: Filing of Pre-Issue Advertisement pursuant to the proposed Rights Issue of Equity</u> <u>Shares of Viceroy Hotels ("Company")</u>

Dear Sir / Madam,

We are submitting herewith copies of pre issue advertisement published in connection with Rights Issue of the Company. It has been published in the following newspapers:

- 1. Financial Express English Daily (all editions);
- 2. Jansatta Hindi Daily (all editions); and
- 3. Mega Jyothi Hyderabad Daily (Telugu edition).

We are submitting the e-clipping copies of the said newspapers.

Kindly take this in your records.

Thanks & Regards,

FOR VICEROY HOTELS LIMITED

C. Siva Kumar Reddy Company Secretary and Compliance Officer

VICEROY HOTELS LIMITED

CIN: L55101TG1965PLC001048 Regd.Off: 8-2-120/112/88 & 89, Aparna Crest, 3rd Floor, Road No. 2 Banjara Hills, Hyderabad – 500 034, Telangana; Ph: 040 40204383 Website: www.viceroyhotels.in Email: secretarial@viceroyhotels.in

సేశమవారం, డిసెంబర్ 09 2024

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This advertisement is for information purposes only and does not constitute an offer or an invitation or a recommendation to purchase, to hold or sell securities. This is not an announcement for the offer document. All capitalized terms used herein and not defined herein shall have the meaning assigned to them in the letter of offer dated 29th November, 2024 the "Letter of Offer" or ("LOF") filed with the National Stock Exchange of India Limited ("NSE"), BSE Limited ("BSE") and the Securities and Exchange Board of India ("SEBI").

VICEROY VICEROY VICEROY

Our Company was originally incorporated as "Krishna Cold Drinks Private Limited" at Andhra Pradesh, Hyderabad as a Private Limited Company under the provision of Companies Act, 1956 vide Certificate of Incorporation dated February 25, 1965 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad Subsequently Company changed its name to "Shri Krishna Bottlers Private Limited" vide fresh certificate of incorporation consequent upon change of name dated November 23, 1966 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Further, the Company changed its name to "Palace Heights Hotels Private Limited" vide fresh certificate of incorporation consequent upon change of name dated September, 25, 1990 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad and later Company was converted into a Public Limited Company and the name of the Company was "Palace Heights Hotels Limited" by a special resolution passed on September, 27, 1990. A fresh Certificate of Incorporation consequent upon conversion was issued on September, 28, 1990 by the Registrar of Companies, Andhra Pradesh, Hyderabad. Subsequently, the name of our Company was further changed to "Viceroy Hotels Limited" vide fresh certificate of incorporation consequent upon change of name dated September, 21, 2001 issued by the Registrar of Companies, Hyderabad. For further details please refer to the section titled "General Information" beginning on page 56 of the Letter of offer.

Registered Office: 3rd Floor, Aparna Crest, 8-2-120/112/88 & 89, Road No.2, Banjara Hills, Hyderabad, Khairatabad, Telangana, India, 500034;

Tel: +91 040- 40204383; Email: secretarial@viceroyhotels.in ; Website: www.viceroyhotels.in

Contact Person: Mr. C. Siva Reddy, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: M/S. LOKO HOSPITALITY PRIVATE LIMITED

THE ISSUE

ISSUE OF UPTO 44,21,053 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF RS. 10 EACH ("EQUITY SHARES") OF VICEROY HOTELS LIMITED ("VHLTD" OR THE "ISSUER") FOR CASH AT A PRICE OF RS. 112.00 PER EQUITY SHARES (INCLUDING PREMIUM OF RS. 102.00 PER EQUITY SHARE) ("ISSUE PRICE") FOR AN AGGREGATE AMOUNT NOT EXCEEDING RS. 4,951.58 LAKHS@ TO THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON THE RECORD DATE, I.E., 29TH NOVEMBER, 2024 (THE "ISSUE"). THE ISSUE PRICE IS 11.20 TIMES OF FACE VALUE OF THE EQUITY SHARES. FOR FURTHER DETAILS, PLEASE SEE THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 153 OF THE LETTER OF OFFER. @assuming full subscription

ISSUE PROGRAMME

"// We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any

jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is

unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any

applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards

I/ We understand and agree that the Rights Entitlement and Rights Equity Shares may not be reoffered, resold,

pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise

pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities

I/ We (i) am/ are, and the person, if any, for whose account I/ we am/ are acquiring such Rights Entitlement and/ or the

Rights Equity Shares is/ are, outside the U.S., (ii) am/ are not a "U.S. Person" as defined in ("Regulations"), and (iii) is/

are acquiring the Rights Entitlement and/ or the Rights Equity Shares in an offshore transaction meeting the

I/ We acknowledge that the Company, its affiliates and others will rely upon the truth and accuracy of the foregoing

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to

the same demat account or in demat suspense escrow account, as applicable, including cases where a Shareholders

Shareholders are requested to strictly adhere to these instructions. Failure to do so could result in an Application being

rejected, with our Company, and the Registrar not having any liability to the Shareholders. The plain paper Application

Our Company, and the Registrar shall not be responsible if the Applications are not uploaded by the SCSB or funds are

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in the Application Form or a plain paper

Application is 24th December, 2024, *i.e.*, Issue Closing Date. Our Board or any committee thereof may extend the said

date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the

Issue Opening Date (inclusive of the Issue Opening Date). If the Application Form is not submitted with an SCSB,

uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSB on or before the Issue

Closing Date or such date as may be extended by our Board or any committee thereof, the invitation to offer contained

in this Letter of offer shall be deemed to have been declined and our Board or any committee thereof shall be at liberty

to dispose of the Equity Shares hereby offered, as set out in "Basis of Allotment" mentioned on page 177 of the Letter of

PROCEDURE FOR RENUNCIATION OF RIGHTS ENTITLEMENTS: The Eligible Equity Shareholders may renounce the

Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary

market platform of the Stock Exchanges (the "On Market Renunciation"); or (b) through an off-market transfer (the

"Off Market Renunciation"), during the Renunciation Period. The Shareholders should have the demat Rights

Entitlements credited/lying in his/her own demat account prior to the renunciation. The trades through On Market

Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the

consideration for the Allotment of one additional Rights Security if they apply for additional Rights Shares over and

submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

format will be available on the website of the Registrar at www.vccipl.com.

not blocked in the Shareholders' ASBA Accounts on or before the Issue Closing Date.

for Shareholders in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

LAST DATE OF ON-MARKET RENUNCIATIONS*

THURSDAY, 12[™] DECEMBER, 2024

ISSUE OPENS ON

WEDNESDAY, 18[™] DECEMBER, 2024

ISSUE CLOSES ON** TUESDAY, 24[™] DECEMBER, 2024

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Act

Offer

depository mechanism

the ASBA Account:

requirements of Regulations

representations and agreements."

they appear in the records of the SCSB); and

*Public Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncee(s) on or prior to the Issue Closing Date ** Our Board or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time but not exceeding 30 (thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date

All such Eligible Equity Shareholders are deemed to have accepted the following:

ASBA*	

Simple, Safe, Smart way of Application - Make use of it!!!

In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI circular bearing reference number SEBI/HO/CFD/DIL2/ CIR/P/2020/13 dated January 22, 2020, SEBI circular bearing reference number SEBI/HO/CFD/CIR/CFD/DIL/67/2020 dated April 21, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, SEBI circular bearing reference number SEBI/H0/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020 and SEBI circular bearing reference number SEBI/H0/CFD/DIL2/CIR/P/2021/633 dated 01 October, 2021 (Collectively hereafter referred to as "SEBI Rights Issue Circulars") and SEBI circular SEBI/CFD/DIL/ASBA/1/2009/30/12 dated December 30, 2009, SEBI circular CIR/CFD/ DIL/1/2011 dated April 29, 2011 and the SEBI circular, bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 and SEBI circular bearing reference number SEBI/HO/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 (Collectively hereafter referred to as "ASBA Circulars"), all Shareholders desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Shareholders should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, see "Making of an Application through the ASBA Process" on page 156 of the Letter of Offer.

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and whose demat account details are not available with our Company or the Registrar, shall be credited in a demat suspense escrow account opened by our Company

Please note that if Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to our Company or to the Registrar, they are required to provide their demat account details to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., by December 19, 2024 to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date, i.e., 23rd December, 2024.

PROCEDURE FOR APPLICATION: In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all Shareholders desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Shareholders should carefully read the provisions applicable to such Application before making their Application through ASBA. For details of procedure for application by the resident Eligible Equity Shareholders holding Equity Shares in physical form as on the Record Date i.e., 29th November, 2024, see "Making of an Application by Eligible Equity Shareholders holding Equity Shares in physical form" on page 159 of the Letter of

PROCEDURE FOR APPLICATION THROUGH THE ASBA PROCESS: Shareholders, wishing to participate in this Issue through the ASBA facility, is required to have an ASBA enabled bank account with an SCSB, prior to making the Application. Shareholders desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branches of the SCSB or online/ electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block Application Mone payable on the Application in their respective ASBA Accounts.

Shareholders should ensure that they have correctly submitted the Application Form and have provided an authorisation to the SCSB, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application

Self-Certified Syndicate Banks

account is maintained:

fund in the bank account, investors can avail the same. For details, check section on ASBA below. Authorisation to the Designated Branch of the SCSB to block an amount equivalent to the Application Money in

*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the

above their Rights Entitlements, if any, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for. Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as

For example, if an Eligible Equity Shareholder holds 10 (Ten) Equity Share, such Equity Shareholder will be entitled to (Seven) Rights Share(s) and will also be given a preferential consideration for the Allotment of one additional Rights Share if such Eligible Equity Shareholder has applied for additional Rights Shares, over and above his/ her Rights Entitlements, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for.

Such Eligible Shareholders are entitled to apply for additional Rights Shares and will be given preference in the Allotment of one Rights Shares, if such Eligible Shareholders apply for additional Rights Shares, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for. However, they cannot renounc the same in favour of third parties.

FOR PROCEDURE OF APPLICATION BY SHAREHOLDERS WHO HAVE PURCHASED THE RIGHT ENTITLEMENT THROUGH ON MARKET RENUNCIATION / OFF MARKET RENUNCIATION, PLEASE REFER TO THE HEADING TITLED PROCEDURE FOR MAKING AN APPLICATION THROUGH THE ASBA PROCESS" ON PAGE 156 OF THE LETTER OF OFFER.

LISTING AND TRADING OF THE RIGHTS EQUITY SHARES TO BE ISSUED PURSUANT TO THE ISSUE: The existing Equity Shares are listed and traded on NSE (Scrip Code: VHLTD) and on BSE (Scrip Code: 523796) under the ISIN INE048C01025. The Equity Shares shall be credited to a temporary ISIN which will be frozen until the receipt of the fina listing/ trading approvals from the Stock Exchanges. Upon receipt of such listing and trading approvals, the Equit Shares shall be debited from such temporary ISIN and credited to the new ISIN for the Equity Shares and thereafter b available for trading and the temporary ISIN shall be permanently deactivated in the depository system of CDSL and NSDL

DISCLAIMER CLAUSE OF SEBI: The Letter of Offer has not been filed with SEBI in terms of SEBI ICDR Regulations as the present Issue being of less than Rs. 5,000 lakhs, our Company is in compliance with first proviso to Regulation 3 of the SEBI ICDR Regulations and our Company shall file the copy of the Letter of Offer prepared in accordance with the SEBI ICDR Regulations with SEBI for information and dissemination on the website of SEBI i.e. www.sebi.gov.in.

DISCLAIMER CLAUSE OF NSE (Designated Stock Exchange): It is to be distinctly understood that the aforesaid permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared o approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the letter of offer: nor does it warrant that this Issuer's securities will be listed or will continue to be listed or the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer. The Investors are advised to refer to the Letter of Offer for the fu text of the "Disclaimer Clause of NSE" beginning on page 146 of the LOF.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does i certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" beginning on page 147 of the LOF.

DISPATCH AND AVAILABILITY OF ISSUE MATERIALS: In accordance with the SEBI ICDR Regulations, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be sent/ dispatched only to the Eligible Equity Shareholders who have provided Indian address. In case such the Eligible Equity Shareholders have provided their valid e-mail address, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be sent only to their valid e-mail address and in case such the Eligible Equity Shareholders have not provided their e-mail address, then the Abridged Letter of Offer, the Application Form, the Right Entitlement Letter and other Issue material will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Further, this Letter of Offer will be sent/ dispatched to the the Eligible Equity Shareholders who have provided Indian

s	elf-Certified Syndicate Banks:	aepository mechanism.	L
	or the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to	Shareholders may be subject to adverse foreign, state or local tax or legal consequences as a result of trading in the Rights Entitlements. Shareholders who intend to trade in the Rights Entitlements should consult their tax advisor or	
	ttps://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=34.	stock-broker regarding any cost, applicable taxes, charges and expenses (including brokerage) that may be levied for	
	PPLICATION BY ELIGIBLE EQUITY SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM: Please note	trading in Rights Entitlements.	
	nat in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the	Please note that the Rights Entitlements which are neither renounced nor subscribed by the Shareholders on or before	
	redit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly,	the Issue Closing Date shall lapse and shall be extinguished after the Issue Closing Date.	
- E'	ligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to	Our Company accept no responsibility to bear or pay any cost, applicable taxes, charges and expenses (including	
E/	quity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at	brokerage), and such costs will be incurred solely by the Shareholders.	Ŀ
le	east two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their	On Market Renunciation	
	espective demat accounts at least one day before the Issue Closing Date.	The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by	
	ILLOTMENT OF THE RIGHTS EQUITY SHARES IN DEMATERIALIZED FORM: PLEASE NOTE THAT THE RIGHTS	trading/selling them on the secondary market platform of the Stock Exchanges through a registered stock-broker in	
	QUITY SHARES APPLIED FOR IN THIS ISSUE CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE	the same manner as the existing Equity Shares of our Company.	
	AME DEPOSITORY ACCOUNT IN WHICH OUR EQUITY SHARES ARE HELD BY SUCH INVESTOR ON THE RECORD	In this regard, in terms of provisions of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, the Rights	
	ATE i.e., NOVEMBER 29, 2024.	Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading	
	DISPATCH OF THE ABRIDGED LETTER OF OFFER ("ALOF") AND APPLICATION FORM: The Dispatch of the ALOF and	on the Stock Exchanges under ISIN INE048C20017 subject to requisite approvals. Prior to the Issue Opening Date, our	
	pplication Form for the Issue was completed on December 06, 2024 by the Registrar to the Issue.	Company will obtain the approval from the Stock Exchanges for trading of Rights Entitlements. No assurance can be	
	REDIT OF RIGHTS ENTITLEMENTS IN DEMAT ACCOUNTS OF ELIGIBLE EQUITY SHAREHOLDERS: In accordance	given regarding the active or sustained On Market Renunciation or the price at which the Rights Entitlements will trade.	
	vith Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights	The details for trading in Rights Entitlements will be as specified by the Stock Exchanges from time to time.	
	ntitlements and Allotment of Equity Shares shall be made in dematerialized form only. Prior to the Issue Opening Date, ur Company shall credit the Rights Entitlements to (i) the demat accounts of the Eligible Equity Shareholders holding	The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is	
	the Equity Shares in dematerialised form; and (ii) a demat suspense escrow account (namely, " VICEROY HOTELS	one Rights Entitlements.	
	IMITED – RIGHTS ENTITLEMENT SUSPENSE ESCROW DEMAT ACCOUNT" and "VICEROY HOTELS LIMITED -	The On Market Renunciation shall take place only during the Renunciation Period for On Market Renunciation, <i>i.e.</i> , from	
	USPENSE ESCROW DEMAT") opened by our Company, for the Eligible Equity Shareholders which would comprise	12 ^m December, 2024 to 18 ^m December, 2024 (both days inclusive).	
	lights Entitlements relating to (a) Equity Shares held in the account of the IEPF authority; or (b) the demat accounts of	The Shareholders holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through	
	ne Eligible Equity Shareholder which are frozen or suspended for debit or credit or the Equity Shares which are lying in	their registered stock-brokers by quoting the INE048C20017 and indicating the details of the Rights Entitlements they	
th	ne unclaimed suspense account (including those pursuant to Regulation 39 of the SEBI Listing Regulations) or details	intend to trade.	
0	f which are unavailable with our Company or with the Registrar on the Record Date; or (c) Equity Shares held by	The Shareholders can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in	
	ligible Equity Shareholders holding Equity Shares in physical form as on Record Date where details of demat	their demat account.	
	ccounts are not provided by Eligible Equity Shareholders to our Company or Registrar; or (d) credit of the Rights	The On Market Renunciation shall take place electronically on secondary market platform of NSE and BSE under	I
	ntitlements returned/reversed/failed; or (e) the ownership of the Equity Shares currently under dispute, including any	automatic order matching mechanism and on 'T + 2 rolling settlement basis', where 'T' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock-broker will issue a contract	ΙĒ
	ourt proceedings, if any; or (f) non-institutional equity shareholders in the United States.	note in accordance with the requirements of the Stock Exchanges and the SEBI.	II.
	ligible Equity Shareholders are requested to provide relevant details (such as copies of self-attested PAN and client	Off Market Renunciation	I
	naster sheet of demat account etc., details/records confirming the legal and beneficial ownership of their respective	The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by	I
	quity Shares) to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., by December 19, 2024 to enable the credit of their Rights Entitlements by way of transfer from the demat suspense	way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in	I
	scrow account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity	dematerialised form only.	II.
	chareholders to make an application in this Issue, and this communication shall serve as an intimation to such Eligible	Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in	I
	quity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat	such a manner that the Rights Entitlements are credited to the demat accounts of the Renouncees on or prior to the	II.
	ccount, details of which have been provided to our Company or the Registrar account is active to facilitate the	Issue Closing Date to enable Renouncees to subscribe to the Equity Shares in the Issue.	l
a	forementioned transfer.	The Shareholders holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so	
A	PPLICATIONS ON PLAIN PAPER UNDER ASBA PROCESS: The Application on plain paper, duly signed by the Eligible	through their depository participant by issuing a delivery instruction slip quoting the ISIN INE048C20017, the details	
E	quity Shareholder including joint holders, in the same order and as per specimen recorded with his/her bank, must	of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements	
	each the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following	(unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository	
p;	articulars:	participant. The Shareholders can transfer Rights Entitlements only to the extent of Rights Entitlements available in	6
(7	a) Name of our Company, being Viceroy Hotels Limited;	their demat account.	l i
(t	b) Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per	The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository	Ń
	specimen recorded with our Company or the Depository);	participants.	á
(0	c) Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record	The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and	á
	Date)/DP and Client ID;	CDSL from time to time.	Г
(0	d) Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials	INVESTORS TO KINDLY NOTE THAT AFTER PURCHASING THE RIGHTS ENTITLEMENTS (RE) THROUGH ON Market Renunciation / OFF market renunciation, an application has to be made for subscribing	
	appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of	THE SHARES OFFERED UNDER RIGHTS ISSUE. IF NO APPLICATION IS MADE BY THE PURCHASER OF RES ON OR	
	joint names, irrespective of the total value of the Equity Shares applied for pursuant to this Issue;	BEFORE ISSUE CLOSING DATE, THEN SUCH RES WILL GET LAPSED AND SHALL BE EXTINGUISHED AFTER THE	
(6	e) Number of Equity Shares held as on Record Date;	ISSUE CLOSING DATE. NO SHARES FOR SUCH LAPSED RE WILL BE CREDITED, EVEN IF SUCH RE WERE	Į I
(T	f) Allotment option – only dematerialised form;	PURCHASED FROM MARKET AND PURCHASER WILL LOSE THE AMOUNT PAID TO ACQUIRE THE RE. PERSONS	I
	g) Number of Equity Shares entitled to;	WHO HAVE BOUGHT RIGHTS ENTITLEMENTS, SHALL REQUIRE TO MAKE AN APPLICATION AND APPLY FOR	6
· ·	 Number of Equity Shares applied for within the Rights Entitlements; Number of calification Field for the State of the Stat	SHARES OFFERED UNDER RIGHTS ISSUE, IF THEY WANT TO SUBSCRIBE TO THE SHARES OFFERED UNDER	
(i		RIGHTS ISSUE.	
	applied for);	Fractional Entitlements	Ń
(j.		The Equity Shares are being offered on a rights basis to existing Eligible Equity Shareholders in the ratio of 7 (Seven)	1
· ·	 Total amount paid at the rate of Rs. 112.00 (including a premium of Rs. 102) per Equity Share; 	Equity Shares for every 10 (Ten) Equity Shares held by the Eligible Equity Shareholders as on the Record Date. As per	1
([SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. Accordingly, if the shareholding of any of the	(
	SCSB; 	Eligible Shareholders is less than 10 (Ten) Equity Shares or is not in the multiple of 10 (Ten) Equity Shares, the	l
(r	m) In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NBE//COND/NDO account such as the case of the same address and breach of the SOSD with which the	fractional entitlements of such Eligible Shareholders shall be ignored by rounding down of their Rights Entitlements.	ľ
	NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained:	However, the Eligible Shareholders whose fractional entitlements are being ignored, will be given preferential	t

address and who have made a request in this regard. In case such Eligible Equity Shareholders have provided thei valid e-mail address, the Letter of Offer will be sent only to their valid e-mail address and in case such the Eligible Equity Shareholders have not provided their e-mail address, then the Letter of Offer will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Shareholders can access this Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the the Eligible Equity Shareholder is eligible to subscribe for the Equity Shares under applicable laws) on the websites of: Our Company at www.viceroyhotels.in;

- (ii) The Registrar at <u>www.vccipl.com</u>;
- (iii) The Stock Exchanges at www.nseindia.com and www.bseindia.com;

Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., Venture Capital & Corporate Investments Private Limited at <u>www.vccipl.com</u>) by entering their DP ID and Client ID or Folio Number (for Fligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of our Company (*i.e* www.viceroyhotels.in). BANKERS TO THE ISSUE: KOTAK MAHINDRA BANK LIMITED

MONITORING AGENCY: Not Applicable

FOR RISK FACTORS AND OTHER DETAILS, KINDLY REFER TO THE LETTER OF OFFER AND ALOF OTHER IMPORTANT LINKS AND HELPLINE: The Investors can visit following links for the below-mentioned purposes

- Frequently asked questions and online/ electronic dedicated Shareholders helpdesk for guidance on the a) Application process and resolution of difficulties faced by the Shareholders: www.vccipl.com)
- Updation of Indian address/ e-mail address/ phone or mobile number in the records maintained by the Registrar or our Company: www.vccipl.com or secretarial@viceroyhotels.in)
- Updation of demat account details by Eligible Equity Shareholders holding shares in physical form www.vccipl.com).

Submission of self-attested PAN, client master sheet and demat account details by non- resident Eligible Equity Shareholders: rights@vccipl.com

REGISTRAR TO THE ISSUE

Venture Capital & Corporate Investments Private Limited



b)

C)

d)

AURUM, Door No. 4-50/P-II/57/4F & 5F, 4th & 5th Floors, Plot No. 57, Jayabheri Enclave Phase II, Gachibowli, Seri Lingampally, Hyderabad, Telangana, 500032. **Tel No.:** +91 040-23818475/76 E-mail ID: rights@vccipl.com

Website: www.vccipl.com

Contact Person: Mr. P V Srinivasa Rao

SEBI Registration No: INR000001203

COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. C. Siva Kumar Reddy,

3rd Floor, Aparna Crest, 8-2-120/112/88 & 89, Road No.2, Banjara Hills, Hyderabad, Khairatabad, Telangana, India, 500034 Email: secretarial@viceroyhotels.in Website: www.viceroyhotels.in Tel: +91 040 40204383

nvestors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre- Issue post-Issue related matters. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue with a copy to the SCSB, giving full details such as name, address of the applicant, number of Equity Shares applied for amount blocked, ASBA Account number and the Designated Branch of the SCSB where the CAF, or the plain pape application, as the case may be, was submitted by the ASBA Investors.

> For Viceroy Hotels Limited On Behalf of the Board of Directors Sd/ Mr. C. Siva Kumar Reddy

Company Secretary and Compliance Officer

Date: December 06, 2024 Place: Hyderabad, Telangana

Disclaimer: Our Company is proposing, subject to receipt of requisite approvals, market conditions and othe considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer dated November 29, 2024 with the Securities and Exchange Board of India. NSE and BSE. The Letter of Offer is available on the website of SEBI a www.sebi.gov.in, website of Stock Exchanges where the Equity Shares are listed i.e. NSE and BSE a www.nseindia.com and www.bseindia.com. Investors should note that investment in equity shares involves a high degree of risk and are requested to refer to the Letter of Offer including the section "Risk Factors" beginning on page 25 of the Letter of Offer. This announcement has been prepared for publication in India and may not be released in the Jnited States. This announcement does not constitute an offer of Rights Equity Shares for sale in any jurisdiction including the United States, and any Rights Equity Shares described in this announcement may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended, or an exemption fron registration. There will be no public offering of Rights Equity Shares in the United States.



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FINANCIAL EXPRESS

This advertisement is for information purposes only and does not constitute an offer or an invitation or a recommendation to purchase, to hold or sell securities. This is not an announcement for the offer document. All capitalized terms used herein and not defined herein shall have the meaning assigned to them in the letter of offer dated 29" November, 2024 the "Letter of Offer" or ("LOF") filed with the National Stock Exchange of India Limited ("NSE"), BSE Limited ("BSE") and the Securities and Exchange Board of India ("SEBI").

VICEROY VICEROY VICEROY VICEROY VICEROY VICEROY VICEROY VICEROY

Our Company was originally incorporated as "Krishna Cold Drinks Private Limited" at Andhra Pradesh, Hyderabad as a Private Limited Company under the provision of Companies Act, 1956 vide Certificate of Incorporation dated February 25, 1965 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Subsequently Company changed its name to "Shri Krishna Bottlers Private Limited" vide fresh certificate of incorporation consequent upon change of name dated November 23, 1966 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Further, the Company changed its name to "Palace Heights Hotels Private Limited" vide fresh certificate of incorporation consequent upon change of name dated September, 25, 1990 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad and later Company was converted into a Public Limited Company and the name of the Company was "Palace Heights Hotels Limited" by a special resolution passed on September, 27, 1990. A fresh Certificate of Incorporation consequent upon conversion was issued on September, 28, 1990 by the Registrar of Companies, Andhra Pradesh, Hyderabad. Subsequently, the name of our Company was further changed to "Viceroy Hotels Limited" vide fresh certificate of incorporation consequent upon conversion was issued on September, 28, 1990 by the Registrar of Companies, Andhra Pradesh, Hyderabad. Subsequently, the name of our Company was further changed to "Viceroy Hotels Limited" vide fresh certificate of incorporation consequent upon change of name dated September, 21, 2001 issued by the Registrar of Companies, Hyderabad. For further details please refer to the section titled "General Information" beginning on page 56 of the Letter of offer.

Registered Office: 3rd Floor, Aparna Crest, 8-2-120/112/88 & 89, Road No.2, Banjara Hills, Hyderabad, Khairatabad, Telangana, India, 500034;

Tel: +91 040- 40204383; Email: secretarial@viceroyhotels.in ; Website: www.viceroyhotels.in

Contact Person: Mr. C. Siva Reddy, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: M/S. LOKO HOSPITALITY PRIVATE LIMITED

THE ISSUE

ISSUE OF UPTO 44,21,053 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF RS. 10 EACH ("EQUITY SHARES") OF VICEROY HOTELS LIMITED ("VHLTD" OR THE "ISSUER") FOR CASH AT A PRICE OF RS. 112.00 PER EQUITY SHARE (INCLUDING PREMIUM OF RS. 102.00 PER EQUITY SHARE) ("ISSUE PRICE") FOR AN AGGREGATE AMOUNT NOT EXCEEDING RS. 4,951.58 LAKHS@ TO THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY SHARES TO PORT OF THE EQUITY SHARES OF THE EQUITY SHARES. FOR FURTHER DETAILS, PLEASE SEE THE CHAPTER TITLED "TERMS OF THE ISSUE" ON PAGE 153 OF THE LETTER OF OFFER. @assuming full subscription.

ISSUE PROGRAMME

ISSUE OPENS ON

LAST DATE OF ON-MARKET RENUNCIATIONS*

ISSUE CLOSES ON**

THURSDAY, 12[™] DECEMBER, 2024

WEDNESDAY, 18[™] DECEMBER, 2024

TUESDAY, 24[™] DECEMBER, 2024

*Public Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncee(s) on or prior to the Issue Closing Date.
**Our Reard or a dub authorized committee thereof will have the right to extend the Issue Opening Date.
**Our Reard or a dub authorized committee thereof will have the right to extend the Issue Opening Date.

Our Board or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time but not excu	eeding 30 (thirty) days from the Is:	sue Opening Date (inclusive of the Issue Opening Date). I	Further, no withdrawal of Application shall be permitted by	any Applicant after the Issue Closing Date.

ASBA*	Simple, Safe, Smart way of Application - Make use of it!!!		*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.	
SEBI/H0/CFD/DIL2/ CIR/P/2020/13 SEBI/H0/CFD/CIR/CFD/DIL/67/202	5 of the SEBI ICDR Regulations, SEBI circular bearing reference number 3 dated January 22, 2020, SEBI circular bearing reference number 20 dated April 21, 2020, SEBI circular bearing reference number 3 dated May 6, 2020, SEBI circular bearing reference number	(0) 5	he ASBA Account; Signature of the Eligible Equity Shareholder (in case of joint holders, to appear in the same sequence and order as	above their Rights Entitlements, if any, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for. For example, if an Eligible Equity Shareholder holds 10 (Ten) Equity Share, such Equity Shareholder will be entitled to 7 (Seven) Rights Share(s) and will also be given a preferential consideration for the Allotment of one additional Rights

SEBI/H0/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020 and SEBI circular bearing reference number SEBI/H0/CFD/DIL2/CIR/P/2021/633 dated 01 October, 2021 (Collectively hereafter referred to as "SEBI Rights Issue Circulars") and SEBI circular SEBI/CFD/DIL/ASBA/1/2009/30/12 dated December 30, 2009, SEBI circular CIR/CFD/ DIL/1/2011 dated April 29, 2011 and the SEBI circular, bearing reference number SEBI/H0/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 and SEBI circular bearing reference number SEBI/H0/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 (Collectively hereafter referred to as "ASBA Circulars"), all Shareholders desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Shareholders should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, see "Making of an Application through the ASBA Process" on page 156 of the Letter of Offer.

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and whose demat account details are not available with our Company or the Registrar, shall be credited in a demat suspense escrow account opened by our Company.

Please note that if Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to our Company or to the Registrar, they are required to provide their demat account details to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., by December 19, 2024 to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date, i.e., 23" December, 2024. **PROCEDURE FOR APPLICATION:** In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all Shareholders desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Shareholders should carefully read the provisions applicable to such Applications

before making their Application through ASBA. For details of procedure for application by the resident Eligible Equity Shareholders holding Equity Shares in physical form as on the Record Date i.e., 29" November, 2024, see "Making of an Application by Eligible Equity Shareholders holding Equity Shares in physical form" on page 159 of the Letter of Offer.

PROCEDURE FOR APPLICATION THROUGH THE ASBA PROCESS: Shareholders, wishing to participate in this Issue through the ASBA facility, is required to have an ASBA enabled bank account with an SCSB, prior to making the Application, Shareholders desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branches of the SCSB or online/ electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block Application Money payable on the Application in their respective ASBA Accounts.

Shareholders should ensure that they have correctly submitted the Application Form and have provided an authorisation to the SCSB, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application.

Self-Certified Syndicate Banks:

For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=34.

APPLICATION BY ELIGIBLE EQUITY SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM: Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

ALLOTMENT OF THE RIGHTS EQUITY SHARES IN DEMATERIALIZED FORM: PLEASE NOTE THAT THE RIGHTS EQUITY SHARES APPLIED FOR IN THIS ISSUE CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH OUR EQUITY SHARES ARE HELD BY SUCH INVESTOR ON THE RECORD DATE i.e., NOVEMBER 29, 2024.

DISPATCH OF THE ABRIDGED LETTER OF OFFER ("ALOF") AND APPLICATION FORM: The Dispatch of the ALOF and Application Form for the Issue was completed on December 06, 2024 by the Registrar to the Issue.

CREDIT OF RIGHTS ENTITLEMENTS IN DEMAT ACCOUNTS OF ELIGIBLE EQUITY SHAREHOLDERS: In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialized form only. Prior to the Issue Opening Date, our Company shall credit the Rights Entitlements to (i) the demat accounts of the Eligible Equity Shareholders holding the Equity Shares in dematerialised form; and (ii) a demat suspense escrow account (namely, "VICEROY HOTELS LIMITED – RIGHTS ENTITLEMENT SUSPENSE ESCROW DEMAT ACCOUNT" and "VICEROY HOTELS LIMITED -SUSPENSE ESCROW DEMAT") opened by our Company, for the Eligible Equity Shareholders which would comprise Rights Entitlements relating to (a) Equity Shares held in the account of the IEPF authority; or (b) the demat accounts of the Eligible Equity Shareholder which are frozen or suspended for debit or credit or the Equity Shares which are lying in the unclaimed suspense account (including those pursuant to Regulation 39 of the SEBI Listing Regulations) or details of which are upavailable with our Company or with the Begistrar on the Becord Date: or (c) Equity Shares held by

All such Eligible Equity Shareholders are deemed to have accepted the following:

*I/ We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards for Shareholders in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

I/ We understand and agree that the Rights Entitlement and Rights Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.

I/ We (i) am/ are, and the person, if any, for whose account I/ we am/ are acquiring such Rights Entitlement and/ or the Rights Equity Shares is/ are, outside the U.S., (ii) am/ are not a "U.S. Person" as defined in ("Regulations"), and (iii) is/ are acquiring the Rights Entitlement and/ or the Rights Equity Shares in an offshore transaction meeting the requirements of Regulations.

I/ We acknowledge that the Company, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where a Shareholders submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Shareholders are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, and the Registrar not having any liability to the Shareholders. The plain paper Application format will be available on the website of the Registrar at <u>www.vccipl.com</u>.

Our Company, and the Registrar shall not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the Shareholders' ASBA Accounts on or before the Issue Closing Date.

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in the Application Form or a plain paper Application is 24" December, 2024, *i.e.*, Issue Closing Date. Our Board or any committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date). If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSB on or before the Issue Closing Date or such date as may be extended by our Board or any committee thereof, the invitation to offer contained in this Letter of offer shall be deemed to have been declined and our Board or any committee thereof shall be at liberty to dispose of the Equity Shares hereby offered, as set out in "Basis of Allotment" mentioned on page 177 of the Letter of Offer.

PROCEDURE FOR RENUNCIATION OF RIGHTS ENTITLEMENTS: The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary market platform of the Stock Exchanges (the "On Market Renunciation"); or (b) through an off-market transfer (the "Off Market Renunciation"), during the Renunciation Period. The Shareholders should have the demat Rights Entitlements credited/lying in his/her own demat account prior to the renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

Shareholders may be subject to adverse foreign, state or local tax or legal consequences as a result of trading in the Rights Entitlements. Shareholders who intend to trade in the Rights Entitlements should consult their tax advisor or stock-broker regarding any cost, applicable taxes, charges and expenses (including brokerage) that may be levied for trading in Rights Entitlements.

Please note that the Rights Entitlements which are neither renounced nor subscribed by the Shareholders on or before the Issue Closing Date shall lapse and shall be extinguished after the Issue Closing Date.

Our Company accept no responsibility to bear or pay any cost, applicable taxes, charges and expenses (including brokerage), and such costs will be incurred solely by the Shareholders.

On Market Renunciation

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the Stock Exchanges through a registered stock-broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, the Rights Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading on the Stock Exchanges under ISIN INE048C20017 subject to requisite approvals. Prior to the Issue Opening Date, our Company will obtain the approval from the Stock Exchanges for trading of Rights Entitlements. No assurance can be given regarding the active or sustained On Market Renunciation or the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be as specified by the Stock Exchanges from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is one Rights Entitlements.

The On Market Renunciation shall take place only during the Renunciation Period for On Market Renunciation, i.e., from 12° December, 2024 to 18" December, 2024 (both days inclusive).

The Shareholders holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock-brokers by quoting the INE048C20017 and indicating the details of the Rights Entitlements they intend to trade.

The Shareholders can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in

Share if such Eligible Equity Shareholder has applied for additional Rights Shares, over and above his/ her Rights Entitlements, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for

Such Eligible Shareholders are entitled to apply for additional Rights Shares and will be given preference in the Allotment of one Rights Shares, if such Eligible Shareholders apply for additional Rights Shares, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for. However, they cannot renounce the same in favour of third parties.

FOR PROCEDURE OF APPLICATION BY SHAREHOLDERS WHO HAVE PURCHASED THE RIGHT ENTITLEMENT THROUGH ON MARKET RENUNCIATION / OFF MARKET RENUNCIATION, PLEASE REFER TO THE HEADING TITLED "PROCEDURE FOR MAKING AN APPLICATION THROUGH THE ASBA PROCESS" ON PAGE 156 OF THE LETTER OF OFFER.

LISTING AND TRADING OF THE RIGHTS EQUITY SHARES TO BE ISSUED PURSUANT TO THE ISSUE: The existing Equity Shares are listed and traded on NSE (Scrip Code: VHLTD) and on BSE (Scrip Code: 523796) under the ISIN: INE048C01025. The Equity Shares shall be credited to a temporary ISIN which will be frozen until the receipt of the final listing/ trading approvals from the Stock Exchanges. Upon receipt of such listing and trading approvals, the Equity Shares shall be debited from such temporary ISIN and credited to the new ISIN for the Equity Shares and thereafter be available for trading and the temporary ISIN shall be permanently deactivated in the depository system of CDSL and NSDL.

DISCLAIMER CLAUSE OF SEBI: The Letter of Offer has not been filed with SEBI in terms of SEBI ICDR Regulations as the present Issue being of less than Rs. 5,000 lakhs, our Company is in compliance with first proviso to Regulation 3 of the SEBI ICDR Regulations and our Company shall file the copy of the Letter of Offer prepared in accordance with the SEBI ICDR Regulations with SEBI for information and dissemination on the website of SEBI i.e. www.sebi.gov.in.

DISCLAIMER CLAUSE OF NSE (Designated Stock Exchange): It is to be distinctly understood that the aforesaid permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the letter of offer; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of NSE" beginning on page 146 of the LOF.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" beginning on page 147 of the LOF.

DISPATCH AND AVAILABILITY OF ISSUE MATERIALS: In accordance with the SEBI ICDR Regulations, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be sent/ dispatched only to the Eligible Equity Shareholders who have provided Indian address. In case such the Eligible Equity Shareholders have provided their valid e-mail address, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be sent only to their valid e-mail address and in case such the Eligible Equity Shareholders have not provided their e-mail address, then the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Further, this Letter of Offer will be sent/ dispatched to the the Eligible Equity Shareholders who have provided Indian address and who have made a request in this regard. In case such Eligible Equity Shareholders have provided their valid e-mail address, the Letter of Offer will be sent only to their valid e-mail address and in case such the Eligible Equity Shareholders have not provided their e-mail address, then the Letter of Offer will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Shareholders can access this Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the the Eligible Equity Shareholder is eligible to subscribe for the Equity Shares under applicable laws) on the websites of:

- (i) Our Company at www.viceroyhotels.in;
- (ii) The Registrar at <u>www.vccipl.com</u>;
- (iii) The Stock Exchanges at www.nseindia.com and www.bseindia.com;

Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., Venture Capital & Corporate Investments Private Limited at <u>www.vccipl.com</u>) by entering their DP ID and Client ID or Folio Number (for Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of our Company (*i.e* <u>www.viceroyhotels.in</u>). BANKERS TO THE ISSUE: KOTAK MAHINDRA BANK LIMITED

MONITORING AGENCY: Not Applicable

FOR RISK FACTORS AND OTHER DETAILS, KINDLY REFER TO THE LETTER OF OFFER AND ALOF OTHER IMPORTANT LINKS AND HELPLINE: The Investors can visit following links for the below-mentioned purposes:

- a) Frequently asked questions and online/ electronic dedicated Shareholders helpdesk for guidance on the Application process and resolution of difficulties faced by the Shareholders: <u>www.vccipl.com</u>).
- b) Updation of Indian address/ e-mail address/ phone or mobile number in the records maintained by the Registrar or our Company: <u>www.vccipl.com</u> or <u>secretarial@viceroyhotels.in</u>)
- Updation of demat account details by Eligible Equity Shareholders holding shares in physical form: www.vccipl.com).

Submission of self-attested PAN, client master sheet and demat account details by non- resident Eligible Equity

of which are unavailable with our Company or with the Registrar on the Record Date; or (c) Equity Shares held by Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date where details of demat	The Shareholders can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in their demat account.	 Submission of self-attested PAN, client master sheet and demat account details by non- resident Eligible Equity Shareholders: rights@vccipl.com.
escrow account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity Shareholders to make an application in this Issue, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat account, details of which have been provided to our Company or the Registrar account is active to facilitate the aforementioned transfer. APPLICATIONS ON PLAIN PAPER UNDER ASBA PROCESS: The Application on plain paper, duly signed by the Eligible	The On Market Renunciation shall take place electronically on secondary market platform of NSE and BSE under automatic order matching mechanism and on 'T + 2 rolling settlement basis', where 'T' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock-broker will issue a contract note in accordance with the requirements of the Stock Exchanges and the SEBI. Off Market Renunciation The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialised form only. Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat accounts of the Renouncees on or prior to the Issue Closing Date to enable Renouncees to subscribe to the Equity Shares in the Issue. The Shareholders holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip quoting the ISIN INE048C20017, the details	REGISTRAR TO THE ISSUE Venture Capital & Corporate Investments Private Limited AURUM, Door No. 4-50/P-II/57/4F & 5F, 4th & 5th Floors, Plot No. 57, Jayabheri Enclave Phase – II, Gachibowli, Seri Lingampally. Hyderabad, Telangana,500032. Tel No.: + 91 040-23818475/76 E-mail ID: rights@vccipl.com Website: www.vccipl.com Contact Person: Mr. P V Srinivasa Rao SEBI Registration No: INR000001203 COMIPANY SECRETARY AND COMPLIANCE OFFICER Mr. C. Siva Kumar Reddy,
reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following particulars: (a) Name of our Company, being Viceroy Hotels Limited;	of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements (unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository participant. The Shareholders can transfer Rights Entitlements only to the extent of Rights Entitlements available in their demat account. The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository	3 st Floor, Aparna Crest, 8-2-120/112/88 & 89, Road No.2, Banjara Hills, Hyderabad, Khairatabad, Telangana, India, 500034 Email: <u>secretarial@viceroyhotels.in</u> Website: <u>www.viceroyhotels.in</u> Tel: +91 040 40204383 Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre- Issue/ post-Issue related matters. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue,
 (b) Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository); (c) Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date)/DP and Client ID; (d) Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials 	participants. The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and CDSL from time to time. INVESTORS TO KINDLY NOTE THAT AFTER PURCHASING THE RIGHTS ENTITLEMENTS (RE) THROUGH ON	with a copy to the SCSB, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount blocked, ASBA Account number and the Designated Branch of the SCSB where the CAF, or the plain paper application, as the case may be, was submitted by the ASBA investors. For Viceroy Hotels Limited
 (d) Except for Applications on denar of the Central of State Government, the residents of Stakim and the Oriclais appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to this Issue; (e) Number of Equity Shares held as on Record Date; (f) Allotment option – only dematerialised form; (g) Number of Equity Shares entitled to; 	MARKET RENUNCIATION / OFF MARKET RENUNCIATION, AN APPLICATION HAS TO BE MADE FOR SUBSCRIBING THE SHARES OFFERED UNDER RIGHTS ISSUE. IF NO APPLICATION IS MADE BY THE PURCHASER OF RES ON OR BEFORE ISSUE CLOSING DATE, THEN SUCH RES WILL GET LAPSED AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE. NO SHARES FOR SUCH LAPSED RE WILL BE CREDITED, EVEN IF SUCH RE WERE PURCHASED FROM MARKET AND PURCHASER WILL LOSE THE AMOUNT PAID TO ACQUIRE THE RE. PERSONS	On Behalf of the Board of Directors Sd/- Mr. C. Siva Kumar Reddy Date: December 06, 2024 Place: Hyderabad, Telangana
(h) Number of Equity Shares applied for within the Rights Entitlements;	SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. Accordingly, if the shareholding of any of the Eligible Shareholders is less than 10 (Ten) Equity Shares or is not in the multiple of 10 (Ten) Equity Shares, the fractional entitlements of such Eligible Shareholders shall be ignored by rounding down of their Rights Entitlements.	Disclaimer: Our Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer dated November 29, 2024 with the Securities and Exchange Board of India, NSE and BSE. The Letter of Offer is available on the website of SEBI at <u>www.sebi.gov.in</u> , website of Stock Exchanges where the Equity Shares are listed i.e. NSE and BSE at <u>www.nseindia.com</u> and <u>www.bseindia.com</u> . Investors should note that investment in equity shares involves a high degree of risk and are requested to refer to the Letter of Offer including the section "Risk Factors" beginning on page 25 of the Letter of Offer. This announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer of Rights Equity Shares for sale in any jurisdiction, including the United States, and any Rights Equity Shares described in this announcement may not be offered or sold in the United States absent registration under the US Securities Act of 1933, as amended, or an exemption from registration. There will be no public offering of Rights Equity Shares in the United States.
	financial sum anomala	









2 जनसता

9 दिसंबर, 2024

This advertisement is for information purposes only and does not constitute an offer or an invitation or a recommendation to purchase, to hold or sell securities. This is not an announcement for the offer document. All capitalized terms used herein and not defined herein shall have the meaning assigned to them in the letter of offer dated 29" November, 2024 the "Letter of Offer" or ("LOF") filed with the National Stock Exchange of India Limited ("NSE"), BSE Limited ("BSE") and the Securities and Exchange Board of India ("SEBI").

VICEROY VICEROY VICEROY UCCEROY UCCEROY UCCEROY UCCEROY UCCEROY

Our Company was originally incorporated as "Krishna Cold Drinks Private Limited" at Andhra Pradesh, Hyderabad as a Private Limited Company under the provision of Companies Act, 1956 vide Certificate of Incorporation dated February 25, 1965 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Subsequently Company changed its name to "Shri Krishna Bottlers Private Limited" vide fresh certificate of incorporation consequent upon change of name dated November 23, 1966 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Further, the Company changed its name to "Palace Heights Hotels Private Limited" vide fresh certificate of incorporation consequent upon change of name dated September, 25, 1990 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad and later Company was converted into a Public Limited Company and the name of the Company was "Palace Heights Hotels Limited" by a special resolution passed on September, 27, 1990. A fresh Certificate of Incorporation consequent upon change of name dated September, 28, 1990 by the Registrar of Companies, Andhra Pradesh, Hyderabad. Subsequently, the name of our Company was further changed to "Viceroy Hotels Limited" vide fresh certificate of incorporation consequent upon change of name dated September, 21, 2001 issued by the Registrar of Companies, Andhra Pradesh, Hyderabad. Subsequently, the name of our Company was further changed to "Viceroy Hotels Limited" vide fresh certificate of incorporation consequent upon change of name dated September, 21, 2001 issued by the Registrar of Companies, Hyderabad. For further details please refer to the section titled "General Information" beginning on page 56 of the Letter of offer.

Registered Office: 3rd Floor, Aparna Crest, 8-2-120/112/88 & 89, Road No.2, Banjara Hills, Hyderabad, Khairatabad, Telangana, India, 500034;

Tel: +91 040- 40204383; Email: secretarial@viceroyhotels.in ; Website: www.viceroyhotels.in

Contact Person: Mr. C. Siva Reddy, Company Secretary and Compliance Officer

PROMOTERS OF OUR COMPANY: M/S. LOKO HOSPITALITY PRIVATE LIMITED

THE ISSUE

ISSUE OF UPTO 44,21,053 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF RS. 10 EACH ("EQUITY SHARES") OF VICEROY HOTELS LIMITED ("VHLTD" OR THE "COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF RS. 112.00 PER EQUITY SHARE (INCLUDING PREMIUM OF RS. 102.00 PER EQUITY SHARE) ("ISSUE PRICE") FOR AN AGGREGATE AMOUNT NOT EXCEEDING RS. 4,951.58 LAKHS@ TO THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY PAID UP EQUITY SHARES HELD BY THE PUBLIC SHAREHOLDERS ON RIGHTS BASIS IN THE RATIO OF 7 (SEVEN) EQUITY SHARES FOR EVERY 10 (TEN) FULLY SHARES FOR EVERY 10 (TEN) FULLY SHARES FOR EVERY 10 (TEN) FOR THE ISSUE"). THE ISSUE"). THE ISSUE PRICE IS 11.20 TIMES OF FACE VALUE OF THE EQUITY SHARES. FOR FURTHER DETAILS, PLEASE SEE THE CHAPTER TITLED "TERMS OF THE LETTER OF OFFER. @assuming full subscription.

ISSUE PROGRAMME

ISSUE OPENS ON

LAST DATE OF ON-MARKET RENUNCIATIONS*

ISSUE CLOSES ON**

THURSDAY, 12[™] DECEMBER, 2024

WEDNESDAY, 18[™] DECEMBER, 2024

TUESDAY, 24[™] DECEMBER, 2024

Public Shareholders are requested to ensure that renunciation through off-market.	ransfer is completed in such a manner that the Rights Entitlements are credited to the demat acc	count of the Renouncee(s) on or prior to the Issue Closing Date.
에 가장에 가지 않는 것을 하는 것 같아요. 것은 것은 것은 것은 것은 것을 알았는 것을 하는 것을 하는 것을 하는 것을 하는 것을 하는 것을 것을 것을 하는 것을 수 있다.	[8] 6의 이는 것 수밖에 있어야 할 것은 것은 것 같아요. 이는 것은 것을 알 수 있는 것은 것에서 가지 않는 것이 같이 많이 있는 것이 없는 것이 없다. 것이 없는 것이 같이 있는 것이 같이 했다.	사이에는 가장에서 이 이번 것이 안 없다. 이 집에 있는 것이 같이 다른 것은 것이 같이 가지 않는 것이 가지 않는 것이 가지 않는 것이 같이 많이 많이 나라.
	N N - 이 이 이 에너지 않는 것 같은 것 같	

**Our Board or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time but not exceeding 30 (thirty) days from the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

ASBA*	Simple, Safe, Smart way of Application - Make use of it!!!	이가 하는 것은 승규가 가지 않는 것을 들었다. 것은 것은 것을 가지 않는 것을 들었다. 것은 것을 가지 않는 것을 들었다. 것은 것은 것을 들었다. 것은 것을 들었다. 것은 것은 것을 들었다. 것은 것은 것을 들었다. 것은 것은 것을 들었다. 것은 것을 것을 같이 않았다. 것은 것을 것을 것을 것을 같이 같이 않았다. 것은 것을	A) is a better way of applying to issues by simply blocking the if the same. For details, check section on ASBA below.
	of the SEBI ICDR Regulations, SEBI circular bearing reference number dated January 22, 2020, SEBI circular bearing reference number		above their Rights Entitlements, if any, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for.
SEBI/HO/CFD/DIL2/CIR/P/2020/78	dated April 21, 2020, SEBI circular bearing reference number dated May 6, 2020, SEBI circular bearing reference number dated July 24, 2020 and SEBI circular bearing reference number	 hey appear in the records of the SCSB); and	For example, if an Eligible Equity Shareholder holds 10 (Ten) Equity Share, such Equity Shareholder will be entitled to 7 (Seven) Rights Share(s) and will also be given a preferential consideration for the Allotment of one additional Rights Share if such Eligible Equity Shareholder has applied for additional Rights Shares, over and above his/ her Rights

SEBI/H0/CFD/DIL2/CIR/P/2021/633 dated 01 October, 2021 (Collectively hereafter referred to as "SEBI Rights Issue Circulars") and SEBI circular SEBI/CFD/DIL/ASBA/1/2009/30/12 dated December 30, 2009, SEBI circular CIR/CFD/ DIL/1/2011 dated April 29, 2011 and the SEBI circular, bearing reference number SEBI/H0/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 and SEBI circular bearing reference number SEBI/H0/CFD/DIL2/P/CIR/2022/75 dated May 30, 2022 (Collectively hereafter referred to as "ASBA Circulars"), all Shareholders desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Shareholders should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details, see "Making of an Application through the ASBA Process" on page 156 of the Letter of Offer.

Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

Prior to the Issue Opening Date, the Rights Entitlements of those Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and whose demat account details are not available with our Company or the Registrar, shall be credited in a demat suspense escrow account opened by our Company.

Please note that if Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date, have not provided the details of their demat accounts to our Company or to the Registrar, they are required to provide their demat account details to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., by December 19, 2024 to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to their respective demat accounts, at least one day before the Issue Closing Date, i.e., 23^{ed} December, 2024.

PROCEDURE FOR APPLICATION: In accordance with Regulation 76 of the SEBI ICDR Regulations, the SEBI Rights Issue Circulars and the ASBA Circulars, all Shareholders desiring to make an Application in this Issue are mandatorily required to use the ASBA process. Shareholders should carefully read the provisions applicable to such Applications before making their Application through ASBA. For details of procedure for application by the resident Eligible Equity Shareholders holding Equity Shares in physical form as on the Record Date i.e., 29th November, 2024, see "Making of an Application by Eligible Equity Shareholders holding Equity Shares in physical form" on page 159 of the Letter of Offer.

PROCEDURE FOR APPLICATION THROUGH THE ASBA PROCESS: Shareholders, wishing to participate in this Issue through the ASBA facility, is required to have an ASBA enabled bank account with an SCSB, prior to making the Application. Shareholders desiring to make an Application in this Issue through ASBA process, may submit the Application Form in physical mode to the Designated Branches of the SCSB or online/ electronic Application through the website of the SCSBs (if made available by such SCSB) for authorizing such SCSB to block Application Money payable on the Application in their respective ASBA Accounts.

Shareholders should ensure that they have correctly submitted the Application Form and have provided an authorisation to the SCSB, via the electronic mode, for blocking funds in the ASBA Account equivalent to the Application Money mentioned in the Application Form, as the case may be, at the time of submission of the Application.

Self-Certified Syndicate Banks:

For the list of banks which have been notified by SEBI to act as SCSBs for the ASBA process, please refer to https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmld=34.

APPLICATION BY ELIGIBLE EQUITY SHAREHOLDERS HOLDING EQUITY SHARES IN PHYSICAL FORM: Please note that in accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to the Registrar or our Company at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

ALLOTMENT OF THE RIGHTS EQUITY SHARES IN DEMATERIALIZED FORM: PLEASE NOTE THAT THE RIGHTS EQUITY SHARES APPLIED FOR IN THIS ISSUE CAN BE ALLOTTED ONLY IN DEMATERIALIZED FORM AND TO THE SAME DEPOSITORY ACCOUNT IN WHICH OUR EQUITY SHARES ARE HELD BY SUCH INVESTOR ON THE RECORD DATE i.e., NOVEMBER 29, 2024.

DISPATCH OF THE ABRIDGED LETTER OF OFFER ("ALOF") AND APPLICATION FORM: The Dispatch of the ALOF and Application Form for the Issue was completed on December 06, 2024 by the Registrar to the Issue.

CREDIT OF RIGHTS ENTITLEMENTS IN DEMAT ACCOUNTS OF ELIGIBLE EQUITY SHAREHOLDERS: In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialized form only. Prior to the Issue Opening Date, our Company shall credit the Rights Entitlements to (i) the demat accounts of the Eligible Equity Shareholders holding the Equity Shares in dematerialised form; and (ii) a demat suspense escrow account (namely, "VICEROY HOTELS LIMITED – RIGHTS ENTITLEMENT SUSPENSE ESCROW DEMAT ACCOUNT" and "VICEROY HOTELS LIMITED – SUSPENSE ESCROW DEMAT") opened by our Company, for the Eligible Equity Shareholders which would comprise. Rights Entitlements relating to (a) Equity Shares held in the account of the IEPF authority; or (b) the demat accounts of the Eligible Equity Shareholder which are frozen or suspended for debit or credit or the Equity Shares which are lying in the unclaimed suspense account (including those pursuant to Regulation 39 of the SEBI Listing Regulations) or details of which are unavailable with our Company or with the Registrar on the Record Date; or (c) Equity Shares held by Eligible Equity Shareholders holding Equity Shares held by Eligible Equity Shareholders holding Equity Shares held by Eligible Equity Shareholders details of demat

accounts are not provided by Eligible Equity Shareholders to our Company or Registrar; or (d) credit of the Rights Entitlements returned/reversed/failed; or (e) the ownership of the Equity Shares currently under dispute, including any

"I/ We will not offer, sell or otherwise transfer any of the Rights Equity Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards for Shareholders in investments of the type subscribed for herein imposed by the jurisdiction of our residence.

I/ We understand and agree that the Rights Entitlement and Rights Equity Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.

I/ We (i) am/ are, and the person, if any, for whose account I/ we am/ are acquiring such Rights Entitlement and/ or the Rights Equity Shares is/ are, outside the U.S., (ii) am/ are not a "U.S. Person" as defined in ("Regulations"), and (iii) is/ are acquiring the Rights Entitlement and/ or the Rights Equity Shares in an offshore transaction meeting the requirements of Regulations.

I/ We acknowledge that the Company, its affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements."

In cases where Multiple Application Forms are submitted for Applications pertaining to Rights Entitlements credited to the same demat account or in demat suspense escrow account, as applicable, including cases where a Shareholders submits Application Forms along with a plain paper Application, such Applications shall be liable to be rejected.

Shareholders are requested to strictly adhere to these instructions. Failure to do so could result in an Application being rejected, with our Company, and the Registrar not having any liability to the Shareholders. The plain paper Application format will be available on the website of the Registrar at <u>www.vccipl.com</u>.

Our Company, and the Registrar shall not be responsible if the Applications are not uploaded by the SCSB or funds are not blocked in the Shareholders' ASBA Accounts on or before the Issue Closing Date.

LAST DATE FOR APPLICATION: The last date for submission of the duly filled in the Application Form or a plain paper Application is 24th December, 2024, *i.e.*, Issue Closing Date. Our Board or any committee thereof may extend the said date for such period as it may determine from time to time, subject to the Issue Period not exceeding 30 days from the Issue Opening Date (inclusive of the Issue Opening Date). If the Application Form is not submitted with an SCSB, uploaded with the Stock Exchanges and the Application Money is not blocked with the SCSB on or before the Issue Closing Date or such date as may be extended by our Board or any committee thereof, the invitation to offer contained in this Letter of offer shall be deemed to have been declined and our Board or any committee thereof shall be at liberty to dispose of the Equity Shares hereby offered, as set out in "Basis of Allotment" mentioned on page 177 of the Letter of Offer.

PROCEDURE FOR RENUNCIATION OF RIGHTS ENTITLEMENTS: The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts, either in full or in part (a) by using the secondary market platform of the Stock Exchanges (the "On Market Renunciation"); or (b) through an off-market transfer (the "Off Market Renunciation"), during the Renunciation Period. The Shareholders should have the demat Rights Entitlements credited/lying in his/her own demat account prior to the renunciation. The trades through On Market Renunciation and Off Market Renunciation will be settled by transferring the Rights Entitlements through the depository mechanism.

Shareholders may be subject to adverse foreign, state or local tax or legal consequences as a result of trading in the Rights Entitlements. Shareholders who intend to trade in the Rights Entitlements should consult their tax advisor or stock-broker regarding any cost, applicable taxes, charges and expenses (including brokerage) that may be levied for trading in Rights Entitlements.

Please note that the Rights Entitlements which are neither renounced nor subscribed by the Shareholders on or before the Issue Closing Date shall lapse and shall be extinguished after the Issue Closing Date.

Our Company accept no responsibility to bear or pay any cost, applicable taxes, charges and expenses (including brokerage), and such costs will be incurred solely by the Shareholders.

On Market Renunciation

The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by trading/selling them on the secondary market platform of the Stock Exchanges through a registered stock-broker in the same manner as the existing Equity Shares of our Company.

In this regard, in terms of provisions of the SEBI ICDR Regulations and the SEBI Rights Issue Circulars, the Rights Entitlements credited to the respective demat accounts of the Eligible Equity Shareholders shall be admitted for trading on the Stock Exchanges under ISIN INE048C20017 subject to requisite approvals. Prior to the Issue Opening Date, our Company will obtain the approval from the Stock Exchanges for trading of Rights Entitlements. No assurance can be given regarding the active or sustained On Market Renunciation or the price at which the Rights Entitlements will trade. The details for trading in Rights Entitlements will be as specified by the Stock Exchanges from time to time.

The Rights Entitlements are tradable in dematerialized form only. The market lot for trading of Rights Entitlements is one Rights Entitlements.

The On Market Renunciation shall take place only during the Renunciation Period for On Market Renunciation, *i.e.*, from 12th December, 2024 to 18th December, 2024 (both days inclusive).

The Shareholders holding the Rights Entitlements who desire to sell their Rights Entitlements will have to do so through their registered stock-brokers by quoting the INE048C20017 and indicating the details of the Rights Entitlements they intend to trade.

The Shareholders can place order for sale of Rights Entitlements only to the extent of Rights Entitlements available in their demat account.

The On Market Renunciation shall take place electronically on secondary market platform of NSE and BSE under automatic order matching mechanism and on 'T+2 rolling settlement basis', where 'T' refers to the date of trading. The

Entitlements, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for.

Such Eligible Shareholders are entitled to apply for additional Rights Shares and will be given preference in the Allotment of one Rights Shares, if such Eligible Shareholders apply for additional Rights Shares, subject to availability of Rights Shares in this Issue post allocation towards Rights Entitlements applied for. However, they cannot renounce the same in favour of third parties.

FOR PROCEDURE OF APPLICATION BY SHAREHOLDERS WHO HAVE PURCHASED THE RIGHT ENTITLEMENT THROUGH ON MARKET RENUNCIATION / OFF MARKET RENUNCIATION, PLEASE REFER TO THE HEADING TITLED "PROCEDURE FOR MAKING AN APPLICATION THROUGH THE ASBA PROCESS" ON PAGE 156 OF THE LETTER OF OFFER.

LISTING AND TRADING OF THE RIGHTS EQUITY SHARES TO BE ISSUED PURSUANT TO THE ISSUE: The existing Equity Shares are listed and traded on NSE (Scrip Code: VHLTD) and on BSE (Scrip Code: 523796) under the ISIN. INE048C01025. The Equity Shares shall be credited to a temporary ISIN which will be frozen until the receipt of the final listing/ trading approvals from the Stock Exchanges. Upon receipt of such listing and trading approvals, the Equity Shares shall be debited from such temporary ISIN and credited to the new ISIN for the Equity Shares and thereafter be available for trading and the temporary ISIN shall be permanently deactivated in the depository system of CDSL and NSDL.

DISCLAIMER CLAUSE OF SEBI: The Letter of Offer has not been filed with SEBI in terms of SEBI ICDR Regulations as the present Issue being of less than Rs. 5,000 lakhs, our Company is in compliance with first proviso to Regulation 3 of the SEBI ICDR Regulations and our Company shall file the copy of the Letter of Offer prepared in accordance with the SEBI ICDR Regulations with SEBI for information and dissemination on the website of SEBI i.e. www.sebi.gov.in.

DISCLAIMER CLAUSE OF NSE (Designated Stock Exchange): It is to be distinctly understood that the aforesaid permission given by NSE should not in any way be deemed or construed that the letter of offer has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the letter of offer; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of NSE" beginning on page 146 of the LOF.

DISCLAIMER CLAUSE OF BSE: It is to be distinctly understood that the permission given by BSE Limited should not, in anyway, be deemed or construed that the Letter of Offer has been cleared or approved by BSE Limited; nor does it certify the correctness or completeness of any of the contents of the Letter of Offer. The Investors are advised to refer to the Letter of Offer for the full text of the "Disclaimer Clause of BSE" beginning on page 147 of the LOF.

DISPATCH AND AVAILABILITY OF ISSUE MATERIALS: In accordance with the SEBI ICDR Regulations, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be sent/ dispatched only to the Eligible Equity Shareholders who have provided Indian address. In case such the Eligible Equity Shareholders have provided their valid e-mail address, the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be sent only to their valid e-mail address and in case such the Eligible Equity Shareholders have not provided their e-mail address, then the Abridged Letter of Offer, the Application Form, the Rights Entitlement Letter and other Issue material will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Further, this Letter of Offer will be sent/ dispatched to the the Eligible Equity Shareholders who have provided Indian address and who have made a request in this regard. In case such Eligible Equity Shareholders have provided their valid e-mail address, the Letter of Offer will be sent only to their valid e-mail address and in case such the Eligible Equity Shareholders have not provided their e-mail address, then the Letter of Offer will be dispatched, on a reasonable effort basis, to the Indian addresses provided by them.

Shareholders can access this Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the the Eligible Equity Shareholder is eligible to subscribe for the Equity Shares under applicable laws) on the websites of:

- (i) Our Company at www.viceroyhotels.in;
- (ii) The Registrar at www.vccipl.com;
- (iii) The Stock Exchanges at www.nseindia.com and www.bseindia.com;

Eligible Equity Shareholders can also obtain the details of their respective Rights Entitlements from the website of the Registrar (i.e., Venture Capital & Corporate Investments Private Limited at <u>www.vccipl.com</u>) by entering their DP ID and Client ID or Folio Number (for Eligible Equity Shareholders who hold Equity Shares in physical form as on Record Date) and PAN. The link for the same shall also be available on the website of our Company (*i.e.* <u>www.viceroyhotels.in</u>). BANKERS TO THE ISSUE: KOTAK MAHINDRA BANK LIMITED

MONITORING AGENCY: Not Applicable

FOR RISK FACTORS AND OTHER DETAILS, KINDLY REFER TO THE LETTER OF OFFER AND ALOF OTHER IMPORTANT LINKS AND HELPLINE: The Investors can visit following links for the below-mentioned purposes:

- a) Frequently asked questions and online/ electronic dedicated Shareholders helpdesk for guidance on the Application process and resolution of difficulties faced by the Shareholders: <u>www.vccipl.com</u>).
- b) Updation of Indian address/ e-mail address/ phone or mobile number in the records maintained by the Registrar or our Company: <u>www.vccipl.com</u> or <u>secretarial@viceroyhotels.in</u>)
- c) Updation of demat account details by Eligible Equity Shareholders holding shares in physical form: www.vccipl.com).
- Submission of self-attested PAN, client master sheet and demat account details by non- resident Eligible Equity Shareholders: rights@vccipl.com.

REGISTRAR TO THE ISSUE

Entitlements returned/reversed/failed; or (e) the ownership of the Equity Shares currently under dispute, including any court proceedings, if any; or (f) non-institutional equity shareholders in the United States. Eligible Equity Shareholders are requested to provide relevant details (such as copies of self-attested PAN and client master sheet of demat account etc., details/records confirming the legal and beneficial ownership of their respective Equity Shares) to our Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., by December 19, 2024 to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity Shareholders to make an application in this Issue, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat account, details of which have been provided to our Company or the Registrar account is active to facilitate the	automatic order matching mechanism and on '1 + 2 rolling settlement basis', where '1' refers to the date of trading. The transactions will be settled on trade-for-trade basis. Upon execution of the order, the stock-broker will issue a contract note in accordance with the requirements of the Stock Exchanges and the SEBI. Off Market Renunciation The Eligible Equity Shareholders may renounce the Rights Entitlements, credited to their respective demat accounts by way of an off-market transfer through a depository participant. The Rights Entitlements can be transferred in dematerialised form only. Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat accounts of the Renouncees on or prior to the Issue Closing Date to enable Renouncees to subscribe to the Equity Shares in the Issue.	Venture Capital & Corporate Investments Private Limited AURUM, Door No. 4-50/P-II/57/4F & 5F, 4th & 5th Floors, Plot No. 57, Jayabheri Enclave Phase – II, Gachibowli, Seri Lingampally, Hyderabad, Telangana, 500032. Tel No.: + 91 040-23818475/76 E-mail ID: rights@vccipl.com Website: www.vccipl.com Contact Person: Mr. P V Srinivasa Rao SEBI Registration No: INR000001203
aforementioned transfer. APPLICATIONS ON PLAIN PAPER UNDER ASBA PROCESS: The Application on plain paper, duly signed by the Eligible Equity Shareholder including joint holders, in the same order and as per specimen recorded with his/her bank, must reach the office of the Designated Branch of the SCSB before the Issue Closing Date and should contain the following	The Shareholders holding the Rights Entitlements who desire to transfer their Rights Entitlements will have to do so through their depository participant by issuing a delivery instruction slip quoting the ISIN INE048C20017, the details of the buyer and the details of the Rights Entitlements they intend to transfer. The buyer of the Rights Entitlements (unless already having given a standing receipt instruction) has to issue a receipt instruction slip to their depository	COMPANY SECRETARY AND COMPLIANCE OFFICER Mr. C. Siva Kumar Reddy, 3" Floor, Aparna Crest, 8-2-120/112/88 & 89, Road No.2, Banjara Hills, Hyderabad, Khairatabad, Telangana, India, 500034 Email: <u>secretarial@viceroyhotels.in</u> Website: <u>www.viceroyhotels.in</u> Tel: +91 040 40204383
 (a) Name of our Company, being Viceroy Hotels Limited; (b) Name and address of the Eligible Equity Shareholder including joint holders (in the same order and as per specimen recorded with our Company or the Depository); (c) Folio Number (in case of Eligible Equity Shareholders who hold Equity Shares in physical form as on Record 	participant. The Shareholders can transfer Rights Entitlements only to the extent of Rights Entitlements available in their demat account. The instructions for transfer of Rights Entitlements can be issued during the working hours of the depository participants. The detailed rules for transfer of Rights Entitlements through off-market transfer shall be as specified by the NSDL and CDSL from time to time.	Investors may contact the Registrar to the Issue or the Company Secretary and Compliance Officer for any pre-Issue/ post-Issue related matters. All grievances relating to the ASBA process may be addressed to the Registrar to the Issue, with a copy to the SCSB, giving full details such as name, address of the applicant, number of Equity Shares applied for, amount blocked. ASBA Account number and the Designated Branch of the SCSB where the CAF, or the plain paper application, as the case may be, was submitted by the ASBA Investors.
 Date)/DP and Client ID; (d) Except for Applications on behalf of the Central or State Government, the residents of Sikkim and the officials appointed by the courts, PAN of the Eligible Equity Shareholder and for each Eligible Equity Shareholder in case of joint names, irrespective of the total value of the Equity Shares applied for pursuant to this Issue; (e) Number of Equity Shares held as on Record Date; (f) Allotment option – only dematerialised form; 	INVESTORS TO KINDLY NOTE THAT AFTER PURCHASING THE RIGHTS ENTITLEMENTS (RE) THROUGH ON MARKET RENUNCIATION / OFF MARKET RENUNCIATION, AN APPLICATION HAS TO BE MADE FOR SUBSCRIBING THE SHARES OFFERED UNDER RIGHTS ISSUE. IF NO APPLICATION IS MADE BY THE PURCHASER OF RES ON OR BEFORE ISSUE CLOSING DATE, THEN SUCH RES WILL GET LAPSED AND SHALL BE EXTINGUISHED AFTER THE ISSUE CLOSING DATE. NO SHARES FOR SUCH LAPSED RE WILL BE CREDITED, EVEN IF SUCH RE WERE PURCHASED FROM MARKET AND PURCHASER WILL LOSE THE AMOUNT PAID TO ACQUIRE THE RE. PERSONS	For Viceroy Hotels Limited On Behalf of the Board of Directors Sd/- Mr. C. Siva Kumar Reddy Date: December 06, 2024 Place: Hyderabad, Telangana
 (g) Number of Equity Shares entitled to; (h) Number of Equity Shares applied for within the Rights Entitlements; (i) Number of additional Equity Shares applied for, if any (applicable only if entire Rights Entitlements have been applied for); (j) Total number of Equity Shares applied for; (k) Total amount paid at the rate of Rs. 112.00 (including a premium of Rs. 102) per Equity Share; (l) Details of the ASBA Account such as the SCSB account number, name, address and branch of the relevant SCSB; (m) In case of non-resident Eligible Equity Shareholders making an application with an Indian address, details of the NRE/FCNR/NRO account such as the account number, name, address and branch of the SCSB with which the account is maintained; 	WHO HAVE BOUGHT RIGHTS ENTITLEMENTS, SHALL REQUIRE TO MAKE AN APPLICATION AND APPLY FOR SHARES OFFERED UNDER RIGHTS ISSUE, IF THEY WANT TO SUBSCRIBE TO THE SHARES OFFERED UNDER RIGHTS ISSUE. Fractional Entitlements The Equity Shares are being offered on a rights basis to existing Eligible Equity Shareholders in the ratio of 7 (Seven) Equity Shares for every 10 (Ten) Equity Shares held by the Eligible Equity Shareholders as on the Record Date. As per SEBI Rights Issue Circulars, the fractional entitlements are to be ignored. Accordingly, if the shareholding of any of the	Disclaimer: Our Company is proposing, subject to receipt of requisite approvals, market conditions and other considerations, to issue Equity Shares on a rights basis and has filed a Letter of Offer dated November 29, 2024 with the Securities and Exchange Board of India, NSE and BSE. The Letter of Offer is available on the website of SEBI at <u>www.sebi.gov.in</u> , website of Stock Exchanges where the Equity Shares are listed i.e. NSE and BSE at <u>www.nseindia.com</u> and <u>www.bseindia.com</u> . Investors should note that investment in equity shares involves a high degree of risk and are requested to refer to the Letter of Offer including the section "Risk Factors" beginning on page 25 of the Letter of Offer. This announcement has been prepared for publication in India and may not be released in the United States. This announcement does not constitute an offer of Rights Equity Shares for sale in any jurisdiction, including the United States absent registration under the US Securities Act of 1933, as amended, or an exemption from registration. There will be no public offering of Rights Equity Shares in the United States.

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