



HAMPTON SKY REALTY LIMITED

HAMPTON/2024-25
Dated: 10.01.2025

The Manager,
BSE Limited,
Department of Corporate Services,
Floor 25, P.J. Towers, Dalal Street, Mumbai - 400001
Email: corp.relations@bseindia.com

BSE Scrip Code: 526407

Sub: Updated Disclosure under regulation 30 of SEBI LODR

In Re: Letter dated 31st December, 2024.

Dear Sir/Madam,

This is in continuation with our earlier disclosure submitted on 31st December 2024 with regards to acquisition of shares by Hampton Sky Realty Limited (the “**Company**”) in RPIL Healthcare Private Limited (“**RPIL Healthcare**”), a wholly owned subsidiary of the Company. We wish to inform you that earlier the RPIL Healthcare had decided to issue equity shares to the Company as a consideration towards land acquired by the Company. However, considering the existing authorised capital structure of RPIL Healthcare, which allow adjustment of the payment of Consideration by issuance of Compulsorily Convertible Preference Shares (CCPS).

Thus, the Board of RPIL Healthcare has decided to issue CCPS for the time being instead of Equity Shares.

This is to further inform that, at present, RPIL Healthcare is a wholly owned subsidiary of the Company and post-acquisition of Compulsorily Convertible Preference Shares, the RPIL Healthcare shall continue to be a wholly owned subsidiary of the Company.

We are hereby enclosing herewith the updated disclosure for ensuring compliances.

We kindly request you to take this into your records.

Thanking you,
Yours faithfully,

For and on behalf of
Hampton Sky Realty Limited
(formerly known as Ritesh Properties and Industries Limited)

Tarandeep Kaur
Company Secretary
Membership No. ACS 42144

**Annexure-A****Disclosure under Regulation 30 Para A Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023.**

S. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	Name of the Target Entity: RPIL Healthcare Private Limited ('RPIL Healthcare') Brief Details of Target Entity: RPIL Healthcare is established for development and construction of healthcare facilities. Turnover: RPIL Healthcare was incorporated on February 20, 2023, and is yet to start its commercial operations, thus, it had NIL turnover in financial year 2023-24.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Yes, the transaction would fall within related party transaction. RPIL Healthcare is the wholly owned subsidiary of the Company (Mr. Kavya Arora (Promoter Director of the Company) holds 1 (One) Equity Share in RPIL Healthcare as a nominee shareholder of the Company. Yes, the transaction is at an arm's length basis.
3.	Industry to which the entity being acquired belongs	RPIL Healthcare, a wholly owned subsidiary of the Company, is established for the development and construction of healthcare facilities.
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	Acquisition of (0.0001%) Compulsorily Convertible Preference Shares shall be carried out in RPIL Healthcare (which is already a wholly owned subsidiary of the Company) as a consideration towards transfer of the Company's Land to RPIL Healthcare, in terms of the Agreement to Sale executed by and between the Company and RPIL Healthcare on 15 th October 2024. Since RPIL Healthcare is already a WOS of the Company, there shall not be any further impact.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6.	Indicative time period for completion of the acquisition	As per the time period provided under Companies Act, 2013.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	Acquisition of 1,90,00,000 (0.0001%) Compulsorily Convertible Preference Shares of the face value of Rs. 10/- each at par shall be



8.	Cost of acquisition and/or the price at which the shares / Debentures are acquired	carried out in RPIL Healthcare (which is already a wholly owned subsidiary of the Company) as a consideration towards transfer of the Company's Land to RPIL Healthcare, in terms of the Agreement to Sale executed by and between the Company and RPIL Healthcare on 15 th October 2024.
9.	Percentage of shareholding/ control acquired and/ or number of shares acquired	<p>Percentage of Shareholding: Currently the Company holds 100% of the shares (beneficial interest) in RPIL Healthcare. Since the allotment shall be made to the Company only, therefore, there shall not be any change in the percentage of shareholding of the Company in RPIL Healthcare.</p> <p>No of shares acquired: There shall be allotment of 1,90,00,000, (0.0001%) Compulsorily Convertible Preference Shares of Rs. 10/- each at par. Post allotment also RPIL Healthcare Pvt Ltd shall continue to be a wholly owned subsidiary of the Company.</p>
10.	Brief background about the entity acquired in terms of products/ line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Brief Background: RPIL Healthcare is established for development and construction of healthcare facilities.</p> <p>Line of Business: development and construction of healthcare facilities</p> <p>Date of incorporation: February 20, 2023</p> <p>Turnover of last year (FY 2023-2024): RPIL Healthcare was incorporated on February 20, 2023, and is yet to start its commercial operations, thus, it had NIL turnover in financial year 2023-24.</p> <p>Country in which the acquired entity has presence: India</p>