

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Ltd. and Shri Shakti LPG Ltd.)

Date: 14th August, 2018

To BSE Limited The Department of Corporate Services-CRD, P.J.Towers, Dalal Street, MUMBAI – 400 001	To National Stock Exchange of India Ltd 5 th floor, Exchange Plaza Bandra (E), MUMBAI - 400 051
Scrip Code: 531322	Scrip Symbol: HAVISHA

Dear Sir/Madam,

Sub: Regulation 30 of the SEBI (LODR), Regulations, 2015, as amended (“Listing Regulations”) – Reg.

Ref: Scheme of Arrangement between Shri Shakti Resorts & Hotels Limited (transferor company) and Sri Havisha Hospitality and Infrastructure Limited (formerly known as Shri Shakti LPG Limited and Sri Matre Power & Infrastructure Limited) (transferee company) and their respective shareholders and creditors under section 230 read with section 232 of the Companies Act, 2013 and all other applicable provisions.

This is to further to outcome of our Board Meeting held on 13th August, 2018 on the above subject informing you that the Board of Directors of the Company at the above meeting after considering all the other agenda and after duly taking on record the report of the Audit Committee of the Company has considered and approved the draft Scheme of Amalgamation.

We are furnishing herewith the information required under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.CIR/CFD/CMD/4/2015, dated September 09, 2015, the details as under:

S.No.	Particulars	Details
1	Name of the entity(ies) forming part of the Amalgamation/Merger, details in brief such as, size, turnover etc.	Transferor Company: SHRI SHAKTI RESORTS & HOTELS LIMITED, a public company limited by shares incorporated under the Companies Act, 1956, and having its registered office at Old Airport Exit Road, Begumpet, Hyderabad-500016, Telangana, India. Authorised Capital: Rs.23,00,00,000/- (2,30,00,000 Equity Shares of Rs.10/- each).

J.V.V.



Venus Plaza, Begumpet, Hyderabad 500 016, INDIA

Tel. ++91 40 27902929, 27905656, website: www.shrishakti.com, Email: info@shrishakti.com

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		<p>Paid-up Capital:</p> <p>Rs.20,35,98,390/- (2,03,59,839 Equity Shares of Rs.2/- each).</p> <p>Turnover for 2017-18: Rs.12.43 crores.</p> <hr/> <p>Transferee Company:</p> <p>SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED (Formerly known as 'Shri Matre Power & Infrastructure Limited/ Shri Shakti LPG Limited), a listed company incorporated under the Companies Act, 1956, and having its registered office at Venus Plaza, 4th Floor, Begumpet, Hyderabad-500016, Telangana, India.</p> <p>Authorised Capital:</p> <p>Rs.60,00,00,000/- (30,00,00,000 Equity Shares of Rs.2/- each).</p> <p>Paid-up Capital:</p> <p>Rs.30,70,71,600/- (15,35,35,800 Equity Shares of Rs.2/- each).</p> <p>Turnover for 2017-18: Rs.Nil.</p>
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	Transferor and Transferee Companies are related Parties and the transactions are being done at arm's length.
3	Area of business of the entity(ies)	<p>The Transferor Company is engaged in hospitality services and owns & operates a luxury Hotel in Hyderabad.</p> <p>The Transferee Company is engaged in the hospitality and infrastructure businesses.</p>




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4	Rationale for amalgamation/merger;	<p>a) The Transferee Company, a public company limited by shares and its shares are listed on National Stock Exchange Limited and BSE Limited. It is engaged in the hospitality and infrastructure businesses and is interested in setting up and operating FOOD COURTS at various locations. The Transferor Company is engaged in hospitality services and owns & operates a luxury Hotel in Hyderabad. This is the only hotel with a Cycling Theme with 128 rooms and suites and also with two swimming pools. The consolidation and amalgamation of the Transferor Company with the Transferee Company shall substantially add to the synergies of the Transferee Company.</p> <p>b) The Transferor Company's capabilities, product portfolio and pipeline complement the Transferee Company's platform. The amalgamation will strengthen the foothold of the Transferee Company in the hospitality segment.</p>
5	In case of cash consideration – amount or otherwise share exchange ratio;	7.52 fully paid up equity shares of Rs 2/- each of the Transferee Company shall be issued and allotted for every one (01) fully paid up equity share of Rs 10/- each held in Transferor Company.
6	Brief details of change in shareholding pattern (if any) of listed entity.	Paid-up Share Capital to be increased to near about Rs.61.33 crores of listed entity.

The above information is for your information and record. Kindly acknowledge the receipt.

Thanking You,

Yours faithfully,

For SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED


D.V.MANOHAR
CHAIRMAN & MANAGING DIRECTOR
(DIN: 00223342)



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