

# SCHLOSS BANGALORE LIMITED

(formerly known as Schloss Bangalore Private Limited)

Registered Office: The Leela Palace, Diplomatic Enclave, Africa Avenue, Netaji Nagar New Delhi South Delhi 110023

Tel No. +91 (11) 39331234 Email Id: [cs@theleela.com](mailto:cs@theleela.com) CIN: L55209DL2019PLC347492 Website: [www.theleela.com](http://www.theleela.com)

Ref No. THELEELA/2025-26/022

Date: July 25, 2025

To Sr. General Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400001 <b>Scrip Code- 544408</b> <b>ISIN - INE0AQ201015</b>	To Sr. General Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E), Mumbai – 400 051 <b>Symbol- THELEELA</b> <b>ISIN - INE0AQ201015</b>
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**Sub: Disclosure under Regulation 30(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

This in furtherance of our earlier intimations dated June 03, 2025 (Ref: THELEELA/2025-26/003 & THELEELA/2025-26/004) regarding the approval and allotment of the Plot (i.e., lease of commercial plot bearing plot no. C-80 in G-Block, Bandra Kurla Complex, Mumbai) by MMRDA (referred as, “**Lease**”) and pursuant to Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR**”). Please note that the Lease will be in favour of Leela BKC Holdings Private Limited (“**LBHPL**”). LBHPL is a joint venture company held equally by the Consortium, i.e. 50% by the Company (directly and indirectly through its wholly owned subsidiary, Schloss Chanakya Private Limited (“**SCPL**”)) and the remaining 50% by Arliga Ecospace Business Park Private Limited (“**AREBPPL**”), an affiliate of Brookfield Asset Management Ltd. In this regard, LBHPL is in the process of raising funds through a rights issue of equity shares and a private placement of unsecured non-convertible debentures, which will be utilized for various capital expenses as well as for general corporate purposes in relation to the Lease project.

Pursuant to Regulation 30(2) of SEBI LODR read with Explanation (1) (ii) (c) of Clause 1 Para A Part A to Schedule III thereof, please find below the details of the equity shares proposed to be acquired by the Company and SCPL in the proposed issue of equity shares by LBHPL, which will be made on a rights issue basis to all the shareholders of LBHPL in proportion to their respective shareholding in LBHPL at INR 100/- (Rupees Hundred Only) each, including a premium of INR 90/- (Rupees Ninety Only) per share:

- The Company will subscribe to 67,48,650 equity shares for a total of INR 67,48,65,000/- (Rupees Sixty-Seven Crores Forty-Eight Lakh Sixty-Five Thousand Only) in the rights issue; and
- SCPL will subscribe to 1,350 equity shares for a total of INR 1,35,000 /- (Rupees One lakh Thirty-Five Thousand only) in the rights issue.

Upon allotment of abovementioned equity shares, the Company and SCPL will together continue to hold 50% of the equity share capital of LBHPL and the balance 50% of the equity share capital will continue to be held by AREBPPL. Further details in this regard are provided in **Annexure A** enclosed herewith.

Capitalized terms used herein but not defined shall have the meanings ascribed to them in the earlier intimation dated June 3, 2025 (Ref No.: THELEELA/2025-26/003).

The above information will also be available on the website of the Company at [www.theleela.com/investors](http://www.theleela.com/investors).

This is for your information and record.

Thanking you,

**For Schloss Bangalore Limited**

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**Jyoti Maheshwari**  
**Company Secretary and Compliance Officer**  
**Membership No.: A24469**

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## ANNEXURE-A

Details required under Regulation 30(2) read with Explanation (1) (ii) (c) of Clause 1 Para A Part A to Schedule III of the SEBI LODR and the SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended.

Sl. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.;	<p>Leela BKC Holdings Private Limited (“LBHPL”)</p> <p>Turnover for last three financial years: NIL</p> <p>Please also refer to pages 293 and 294 of the Company’s Prospectus filed with Registrar of Companies, Delhi and Haryana at New Delhi on May 28, 2025, for further details regarding LBHPL.</p>
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”;	<p>LBHPL is a joint venture company held equally by the Consortium, i.e. 50% by the Company (directly and indirectly through its wholly owned subsidiary, SCPL) and the remaining 50% by AREBPPL.</p> <p>Given that the issuance of the equity shares will be by way of a rights issue where the terms of rights issue will be uniformly applicable/offered to all shareholders of LBHPL in proportion to their respective shareholding in LBHPL, the acquisition would not fall within related party transactions in terms of the SEBI LODR.</p>
3	Industry to which the entity being acquired belongs;	Hotels and Resorts
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);	<p>The acquisition is in furtherance of the Lease project, details of which were provided in our earlier intimations dated 03 June 2025 (Ref No: THELEELA/2025-26/003 &amp; THELEELA/2025-26/004).</p> <p>A mixed-use project will be developed, comprising: (a) a 250 key luxury palace hotel with amenities and the Arq Club, and (b) commercial tower of approx. 700,000 sq feet (in chargeable area terms) on the Plot. The development is subject to design and planning, and actual areas may vary.</p> <p>The funds invested will be utilized for various capital expenses as well as for general corporate purposes in relation to the project.</p>
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable
6	Indicative time period for completion of the acquisition;	Expected date by which the equity shares will be allotted to the Company and to SCPL July 25, 2025
7	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash Consideration
8	Cost of acquisition and/or the price at which the shares are acquired;	Price per equity share: INR 100/- (Rupees Hundred Only) each, including a premium of INR 90/- (Rupees Ninety Only) per share.

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		<p>Cost of acquisition:</p> <p>a) INR 67,48,65,000 (Rupees Sixty-Seven Crores Forty-Eight Lakh Sixty -Five Thousand Only) by the Company; and</p> <p>b) INR 1,35,000 (Rupees One lakh Thirty-Five Thousand only) by SCPL.</p>
9	Percentage of shareholding / control acquired and / or number of shares acquired;	<p>Please note that there will be no change in the shareholding pattern of LBHPL pursuant to the proposed rights issue of equity shares and the Company along with SCPL will continue to hold 50% shareholding in LBHPL.</p> <p>The following are the number of shares proposed to be acquired.</p> <p>a) 67,48,650 equity shares by the Company</p> <p>b) 1,350 equity shares by SCPL</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>Leela BKC Holdings Private Limited was incorporated as "Transition Cleantech Services Four Private Limited", a private limited company on January 6, 2023, under the Companies Act 2013. Its name was changed to "Leela BKC Holdings Private Limited" effective March 29, 2025.</p> <p>LBHPL is authorised to engage in the business of hotel and resort management, and rendering technical, managerial and advisory services in relation to construction and / or operations of hotels and resorts.</p> <p>Turnover for the last three financial years: NIL</p> <p>Country of presence - India</p> <p>Please also refer to pages 293 and 294 of the Company's Prospectus filed with Registrar of Companies, Delhi and Haryana at New Delhi on May 28, 2025, for further details regarding LBHPL.</p>