21st January, 2022

To,

BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No C/1,
G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051

Scrip Code: 532706

Symbol: INOXLEISUR

Dear Sir / Madam,

Sub.: **Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Further to our letter dated 21st January, 2022, intimating about the Merger of Shouri Properties Private Limited ("Shouri") (Wholly owned Subsidiary Company) ("Transferor Company") with INOX Leisure Limited ("INOX") ("Transferee Company"), we furnish herewith the information required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 in the enclosed Annexure.

We hereby request you to take the above information on your record.

Thanking you.

Yours faithfully,
For INOX Leisure Limited

Parthasarathy Iyengar
Company Secretary & Compliance Officer

Encl.: a/a



Annexure

Disclosure of information pursuant to Regulation 30 of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Merger of Shouri Properties Private Limited with INOX Leisure Limited:

<table>
<tr>
<td>a</td>
<td>Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.</td>
<td>Shouri Properties Private Limited, (Transferor Company) is a company incorporated under the Companies Act, 1956 with its registered office at 5th floor, Viraj Towers, Next to Andheri flyover Western Express Highway, Andheri East, Mumbai 400093 ("Transferor Company" or "Shouri") [CIN: U45201MH2002PTC134393]. Shouri holds a license to operate a multiplex cinema theatre. The Company has taken one multiplex cinema theatre on lease and sub-leased the same to its holding company. The Transferor Company is wholly owned subsidiary of the Transferee Company and it is not a listed entity.

INOX Leisure Limited, (Transferee Company) is a public limited company incorporated under the Companies Act, 1956 with its registered office at 5th floor, Viraj Towers, Next to Andheri flyover Western Express Highway, Andheri East, Mumbai 400093 India ("Transferee Company" or "INOX") [CIN : L92199MH1999PLC353754]. INOX is engaged in the business of operating Multiplex Entertainment Complexes including Cinemas, theatres, family entertainment and amusement centers, food courts, restaurants, and all kinds of business relating to movie exhibition, entertainment, hotel and tourism related industries. The equity shares of the Transferee Company are listed on the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE").

The details of the net worth and Turnover of the Transferor Company and the Transferee Company:

(Rs. In Lakhs)
<table>
<tr><th>Particulars</th><th>Net worth</th><th>Turnover*</th></tr>
<tr><td></td><td>As on 31st March, 2021</td><td>As on 31st March, 2021</td></tr>
<tr><td>Transferor Company</td><td>84.95</td><td>22.33</td></tr>
<tr><td>Transferee Company</td><td>63,290.50</td><td>10,593.13</td></tr>
</table>
revenue from operations</td>
</tr>
</table>

b	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The Transferor Company is a wholly owned subsidiary of the Transferee Company. The proposed merger does not fall within the purview of related party transaction pursuant to General Circular No. 30/2014 dated 17th July, 2014 issued by the Ministry of Corporate Affairs.
c	Area of business of the entity(ies);	i. Transferor Company holds a license to operate a multiplex cinema theatre. Transferor has taken one multiplex cinema theatre on lease and sub-leased the same to its holding company i.e. INOX. ii. Transferee Company is engaged in the business of operating Multiplex Entertainment Complexes including Cinemas, theatres, family entertainment and amusement centers, food courts, restaurants, and all kinds of business relating to movie exhibition, entertainment, hotel and tourism related industries.
d	Rationale for amalgamation/ merger;	To maintain a simple corporate structure and eliminate duplicate corporate procedures it is desirable to merge and amalgamate all the undertakings of Shouri into INOX. The merger by absorption of all undertaking of Transferor Company into the Transferee Company shall facilitate consolidation of all the undertakings in order to enable effective management and unified control of operations. Further, the merger would create economies in administrative and managerial costs by consolidating operations and would substantially reduce duplication of administrative responsibilities and multiplicity of records and legal and regulatory compliances.
e	In case of cash consideration – amount or otherwise share exchange ratio;	As Shouri is a wholly-owned subsidiary of INOX, the entire issued, subscribed and paid-up share capital of Shouri is held by INOX. Upon amalgamation, INOX would not be required to issue and allot any shares to the shareholders of Shouri. Upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted in lieu or exchange of the holding of the wholly owned subsidiary of the Transferee Company in the Transferor Company and the stated capital/issued and paid-up capital of the Transferor Company shall stand cancelled on the Effective Date.
f	Brief details of change in shareholding pattern (if any) of listed entity.	There will be no change in the shareholding pattern of the Transferee Company. Upon the Scheme becoming effective, no shares of the Transferee Company shall be allotted in lieu or exchange of the holding of the wholly owned subsidiary of the Transferee Company in the Transferor Company.