

# IHOCO BV

Registered Office: Overschiestraat 61 F, 1062 XD Amsterdam, The Netherlands

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| BSE Limited<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street,<br>Mumbai- 400001<br><br>Email:<br>corp.relations@bseindia.com | National Stock Exchange of India<br>Limited<br>Exchange Plaza, C-1, Block G,<br>Bandra Kurla Complex,<br>Bandra (E), Mumbai – 400051<br><br>Email:<br>takeover@nse.co.in | Oriental Hotels Limited<br>Taj Coromandel, 37, Mahatma<br>Gandhi Road,<br>Chennai – 600034.<br><br>Email:<br>ohlshares.mad@tajhotels.com |
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June 17, 2020

Dear Sirs,

**Sub: Disclosure under Regulation 29 (2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

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Please find enclosed the disclosure under regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in the prescribed format pursuant to conversion of the Global Depository Receipts of Oriental Hotels Limited into underlying equity shares.

Kindly acknowledge the receipt of this letter together with the enclosure.

Yours faithfully,

For & on behalf of  
**IHOCO B.V.**



**R. H. Parekh**  
Director

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                               |                                                                                                                                                                                     |                                                                                                                                                                                                                                                                         |                                                                   |                                                                   |
|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|
| Name of the Target Company (TC)                                               |                                                                                                                                                                                     | <b>Oriental Hotels Limited</b>                                                                                                                                                                                                                                          |                                                                   |                                                                   |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer |                                                                                                                                                                                     | <b>IHOCO B.V. (Acquirer)</b><br><b>The Indian Hotels Company Limited</b><br><b>PIEM Hotels Limited</b><br><b>Taj Trade &amp; Transport Company Limited</b><br><b>Taj Madurai Limited</b><br><b>Tata Chemicals Limited</b><br><b>Tata Investment Corporation Limited</b> |                                                                   |                                                                   |
| Whether the acquirer belongs to Promoter/Promoter group                       |                                                                                                                                                                                     | <b>Yes</b>                                                                                                                                                                                                                                                              |                                                                   |                                                                   |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed            |                                                                                                                                                                                     | <b>BSE Limited &amp; National Stock Exchange of India Limited</b>                                                                                                                                                                                                       |                                                                   |                                                                   |
| <b>Details of the acquisition / disposal as follows</b>                       |                                                                                                                                                                                     | <b>Number</b>                                                                                                                                                                                                                                                           | <b>% w.r.t. total share/voting capital wherever applicable(*)</b> | <b>% w.r.t. total diluted share/voting capital of the TC (**)</b> |
| <b>Before the acquisition under consideration, holding of :</b>               |                                                                                                                                                                                     |                                                                                                                                                                                                                                                                         |                                                                   |                                                                   |
| a)                                                                            | Shares carrying voting rights                                                                                                                                                       |                                                                                                                                                                                                                                                                         |                                                                   |                                                                   |
|                                                                               | The Indian Hotels Company Limited                                                                                                                                                   | <b>5,09,72,910</b>                                                                                                                                                                                                                                                      | <b>28.55%</b>                                                     | <b>28.55%</b>                                                     |
|                                                                               | PIEM Hotels Limited                                                                                                                                                                 | <b>36,57,170</b>                                                                                                                                                                                                                                                        | <b>2.05%</b>                                                      | <b>2.05%</b>                                                      |
|                                                                               | Taj Trade and Transport Company Limited                                                                                                                                             | <b>16,64,090</b>                                                                                                                                                                                                                                                        | <b>0.93%</b>                                                      | <b>0.93%</b>                                                      |
|                                                                               | Taj Madurai Limited                                                                                                                                                                 | <b>68,260</b>                                                                                                                                                                                                                                                           | <b>0.04%</b>                                                      | <b>0.04%</b>                                                      |
|                                                                               | Tata Chemicals Limited                                                                                                                                                              | <b>25,23,000</b>                                                                                                                                                                                                                                                        | <b>1.41%</b>                                                      | <b>1.41%</b>                                                      |
|                                                                               | Tata Investment Corporation Limited                                                                                                                                                 | <b>10,76,000</b>                                                                                                                                                                                                                                                        | <b>0.60%</b>                                                      | <b>0.60%</b>                                                      |
| b)                                                                            | Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)                                                                                                | -                                                                                                                                                                                                                                                                       | -                                                                 | -                                                                 |
| c)                                                                            | Voting rights (VR) otherwise than by shares                                                                                                                                         | -                                                                                                                                                                                                                                                                       | -                                                                 | -                                                                 |
| d)                                                                            | Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)              |                                                                                                                                                                                                                                                                         |                                                                   |                                                                   |
|                                                                               | - <b>Global Depository Receipts w/o Voting Rights (VR) (held by IHOCO B.V.)</b>                                                                                                     | <b>93,84,860</b><br><b>(No VR)</b>                                                                                                                                                                                                                                      | <b>5.25%</b><br><b>(No VR)</b>                                    | <b>5.25%</b><br><b>(No VR)</b>                                    |
| e)                                                                            | Total (a+b+c+d)                                                                                                                                                                     | <b>6,93,46,290</b>                                                                                                                                                                                                                                                      | <b>38.83%</b>                                                     | <b>38.83%</b>                                                     |
| <b>Details of acquisition/sale</b>                                            |                                                                                                                                                                                     |                                                                                                                                                                                                                                                                         |                                                                   |                                                                   |
| a)                                                                            | Shares carrying voting rights acquired/sold (Conversion of GDRs into underlying shares)                                                                                             | <b>71,50,000</b>                                                                                                                                                                                                                                                        | <b>4.00%</b>                                                      | <b>4.00%</b>                                                      |
| b)                                                                            | VRs acquired /sold otherwise than by shares                                                                                                                                         | -                                                                                                                                                                                                                                                                       | -                                                                 | -                                                                 |
| c)                                                                            | Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold | -                                                                                                                                                                                                                                                                       | -                                                                 | -                                                                 |
| d)                                                                            | Shares encumbered / invoked/released by the acquirer                                                                                                                                | -                                                                                                                                                                                                                                                                       | -                                                                 | -                                                                 |
| e)                                                                            | Total (a+b+c+/-d)                                                                                                                                                                   | <b>71,50,000</b>                                                                                                                                                                                                                                                        | <b>4.00%</b>                                                      | <b>4.00%</b>                                                      |

| After the acquisition/sale, holding of:                                                                                                    |                                                                                                                                                                                                                                                                             |                                                                                               |                  |                  |
|--------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|------------------|------------------|
| a)                                                                                                                                         | Shares carrying voting rights                                                                                                                                                                                                                                               |                                                                                               |                  |                  |
|                                                                                                                                            | The Indian Hotels Company Limited                                                                                                                                                                                                                                           | 5,09,72,910                                                                                   | 28.55%           | 28.55%           |
|                                                                                                                                            | PIEM Hotels Limited                                                                                                                                                                                                                                                         | 36,57,170                                                                                     | 2.05%            | 2.05%            |
|                                                                                                                                            | Taj Trade & Transport Company Limited                                                                                                                                                                                                                                       | 16,64,090                                                                                     | 0.93%            | 0.93%            |
|                                                                                                                                            | Taj Madurai Limited                                                                                                                                                                                                                                                         | 68,260                                                                                        | 0.04%            | 0.04%            |
|                                                                                                                                            | Tata Chemicals Limited                                                                                                                                                                                                                                                      | 25,23,000                                                                                     | 1.41%            | 1.41%            |
|                                                                                                                                            | Tata Investment Corporation Limited                                                                                                                                                                                                                                         | 10,76,000                                                                                     | 0.60%            | 0.60%            |
|                                                                                                                                            | IHOCO B.V.                                                                                                                                                                                                                                                                  | 71,50,000                                                                                     | 4.00%            | 4.00%            |
| b)                                                                                                                                         | Shares encumbered with the acquirer                                                                                                                                                                                                                                         | -                                                                                             | -                | -                |
| c)                                                                                                                                         | VRs otherwise than by shares                                                                                                                                                                                                                                                | -                                                                                             | -                | -                |
| d)                                                                                                                                         | Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition.<br>- <b>Global Depository Receipts w/o Voting Rights (VR) (held by IHOCO B.V.)</b> | 22,34,860<br>(No VR)                                                                          | 1.25%<br>(No VR) | 1.25%<br>(No VR) |
| e)                                                                                                                                         | Total (a+b+c+d)                                                                                                                                                                                                                                                             | 6,93,46,290                                                                                   | 38.83%           | 38.83%           |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). |                                                                                                                                                                                                                                                                             | <b>Off market. Conversion of 71,50,000 Global Depository Receipts into underlying shares.</b> |                  |                  |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                 |                                                                                                                                                                                                                                                                             | <b>16 June 2020</b>                                                                           |                  |                  |
| Equity share capital / total voting capital of the TC before the said acquisition / sale                                                   |                                                                                                                                                                                                                                                                             | <b>17,85,99,180 equity shares of Re. 1/- each fully paid</b>                                  |                  |                  |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                     |                                                                                                                                                                                                                                                                             | <b>17,85,99,180 equity shares of Re. 1/- each fully paid</b>                                  |                  |                  |
| Total diluted share/voting capital of the TC after the said acquisition                                                                    |                                                                                                                                                                                                                                                                             | <b>17,85,99,180 equity shares of Re. 1/- each fully paid</b>                                  |                  |                  |

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For IHOCO B.V. (Acquirer)



Authorized Signatory  
Place: Mumbai, India  
Date: 17 June 2020