

19th June, 2018

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

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

Stock Code: 532706

Stock Code: INOXLEISUR

Dear Sir / Madam,

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

Further to our letter dated 18th June, 2018, intimating the Stock exchanges about Merger of Swanston Multiplex Cinemas Private Limited (Wholly owned Subsidiary Company) ("Transferor Company") with INOX Leisure Limited ("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 request you to kindly take the same on record.

Thanking you.

Yours faithfully,
For INOX Leisure Limited



Parthasarathy Iyengar
Company Secretary

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 Swanston Multiplex Cinemas Private Limited with INOX Leisure Limited:

a	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc;	Swanston Multiplex Cinemas Private Limited, is a company incorporated under the Companies Act, 1956 with its registered office at 9th floor, Viraj Towers, Next to Andheri flyover Western Express Highway, Andheri East, Mumbai 400093 ("Transferor Company" or "Swanston") (CIN: U92132MH2001PTC133639). The Transferor Company is not a listed entity. INOX Leisure Limited, is a public limited company incorporated under the Companies Act, 1956 with its registered office at ABS Towers Old Padra Road Vadodra , Gujarat 390007 India ("Transferee Company" or "Inox") (CIN : L92199GJ1999PLC044045). 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 lacs) <table border="1" data-bbox="834 1435 1388 1854"> <thead> <tr> <th>Particulars</th><th>Net worth</th><th>Turnover</th></tr> <tr> <th></th><th>As on 31st March, 2018</th><th>As on 31st March, 2018</th></tr> </thead> <tbody> <tr> <td>Transferor Company</td><td>4.59</td><td>Nil</td></tr> <tr> <td>Transferee Company</td><td>66,967</td><td>1,34,811</td></tr> </tbody> </table>	Particulars	Net worth	Turnover		As on 31 st March, 2018	As on 31 st March, 2018	Transferor Company	4.59	Nil	Transferee Company	66,967	1,34,811
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	As on 31 st March, 2018	As on 31 st March, 2018												
Transferor Company	4.59	Nil												
Transferee Company	66,967	1,34,811												



b	Whether the transaction would fall within related party transaction? 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 17 th July 2014 issued by the Ministry of Corporate Affairs.
c	Area of business of the entity(ies)	i. The Transferor Company was engaged in the business of operating multiplex cinema theatres in India. ii. The 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.
d	Rationale for amalgamation/merger	The proposed amalgamation will enable more economic and efficient management, control and running of the businesses of the companies concerned.
e	In case of cash consideration – amount or otherwise share exchange ratio;	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.

