

SAMHI Hotels Ltd.

CIN: L55101DL2010PLC211816
Regd. & Corp. Office: 5th Floor,
Unit No. Office - 11, Worldmark
4, Asset Area No. LP-1B-04,
Gateway District, Delhi Aerocity,
Near Indira Gandhi International
Airport, New Delhi - 110037,
India

15th April 2026

BSE Limited
Corporate Relationship Department
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai - 400 001, Maharashtra, India

National Stock Exchange of India
Limited

Exchange Plaza, C-1, Block G, Bandra Kurla
Complex, Bandra (East), Mumbai - 400 051,
Maharashtra, India

Scrip Code: 543984

Scrip Code: SAMHI

Sub: Outcome of the Board Meeting held on Wednesday, 15th April 2026 - Disclosure under Regulation 30(2) read with point 1 in Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations”)

Ref:

- 1) Acquisition of equity interest in Clean Max Nile Private Limited and Clean Max Solomon Private Limited**
- 2) Investment of funds in Duet India Hotels (Hyderabad) Private Limited, a wholly owned subsidiary of the Company**

Dear Sir/ Madam,

This is to inform you that the Board of Directors of SAMHI Hotels Limited (“**the Company**”) at its meeting held today, i.e. **Wednesday, 15th April 2026** (which commenced at 12:45 p.m. (IST) and concluded at 01:30 p.m. (IST)) has considered and approved:

- (1) the entering into Shareholder’s Agreement(s) with Clean Max Nile Private Limited bearing CIN: U35105MH2024PTC434306 (“**Clean Max Nile**”) and Clean Max Solomon Private Limited bearing CIN: U35105MH2025PTC446454 (“**Clean Max Solomon**”) for acquiring 49% (forty nine percent) equity interest by way of infusing INR 1,45,80,000/- (Indian Rupees One Crore Forty-Five Lakhs Eighty Thousand only) in each of the entity(ies), to source the renewable energy through Solar (group captive) arrangement in some hotels owned by the Company’s subsidiary(ies) situated in Maharashtra and Karnataka, which enables the hotels to have a higher % of renewable energy offtake and have savings in annual utility costs.

We are enclosing herewith the relevant details of the transaction as prescribed under Regulation 30 of the SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023, as amended from time to time, in **Annexure - A1 & A2**.

- (2) the investing the funds of the Company in one of its wholly owned subsidiaries, namely Duet India Hotels (Hyderabad) Private Limited (“**Duet Hyderabad**”) to the tune of INR 44,01,80,000/- (Indian Rupees Forty Four Crores One Lakh and Eighty Thousand only) by way of secondary acquisition of 2,44,87,096 (Two Crores Forty Four Lakhs Eighty Seven Thousand and Ninety Six) Compulsorily Convertible Cumulative Preference Shares (“**CCCPS**”) of Duet Hyderabad from another Company’s subsidiary, namely, Duet India Hotels (Pune) Private Limited (“**Duet Pune**”/ “**Transferor**”).

We are enclosing herewith the relevant details of the transaction as prescribed under Regulation 30 of the SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July 2023, as amended from time to time, in **Annexure - B**.

Correspondence:

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This is for your information and records.

Thanking You.

Yours faithfully,

For **SAMHI Hotels Limited**

Sanjay Jain
Senior Director - Corporate Affairs,
Company Secretary and Compliance Officer

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Annexure - A1

S. No.	Particulars	Remarks						
1.	Name of the target entity, details in brief such as size, turnover etc.	Clean Max Nile Private Limited, a private limited company bearing CIN: U35105MH2024PTC434306 existing under the provisions of Companies Act, 2013 (“ Clean Max Nile ”). (in Million INR) FY24-25 <table border="1"> <thead> <tr> <th>Revenue</th> <th>PAT</th> <th>Total Equity (Net Worth)</th> </tr> </thead> <tbody> <tr> <td>Nil</td> <td>-0.06</td> <td>0.04</td> </tr> </tbody> </table>	Revenue	PAT	Total Equity (Net Worth)	Nil	-0.06	0.04
Revenue	PAT	Total Equity (Net Worth)						
Nil	-0.06	0.04						
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”	The Proposed Transaction is not a related party transaction.						
3.	Industry to which the entity being acquired belongs	Commercial & Industrial (C&I) Renewable Energy Solutions						
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)	Clean Max Nile is developing a 4.05 MWp solar project in Maharashtra to supply electricity to Company’s subsidiaries. In order to qualify as captive consumption under applicable Electricity Laws, Company is investing in Clean Max Nile (the Project SPV) to hold the required minimum 26% ownership along with corresponding voting rights.						
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable						
6.	Indicative time period for completion of the acquisition	15 th May 2026						
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	INR 14,580,000/-						
9.	Percentage of shareholding / control acquired and / or number of shares acquired	49% equity interest						
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	<i>Date of registration:</i> Clean Max Nile was incorporated on 29 th October 2024, as a private limited company under the Companies Act, 2013.						

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	<p>and any other significant information (in brief)</p>	<p><i>Product/line of business:</i> Clean Max Nile Private Limited is authorized to engage in the business of developing, generating, supplying renewable energy from solar, wind or wind solar hybrid and any other renewable energy sources to end consumers as per its memorandum of association.</p> <p><i>Last 3 (three) years turnover:</i> Financial Year 2024-25: Nil Financial Year 2023-24: Not Applicable Financial Year 2022-23: Not Applicable</p> <p><i>Presence of entity:</i> India</p>
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Annexure - A2

S. No.	Particulars	Remarks						
1.	Name of the target entity, details in brief such as size, turnover etc.	Clean Max Solomon Private Limited, a private limited company bearing CIN: U35105MH2025PTC446454 existing under the provisions of Companies Act, 2013 (“ Clean Max Solomon ”). (in Million INR) FY24-25 <table border="1"> <thead> <tr> <th>Revenue</th> <th>PAT</th> <th>Total Equity (Net Worth)</th> </tr> </thead> <tbody> <tr> <td colspan="3">Not Applicable, as the Company was incorporated on 23rd April 2025.</td> </tr> </tbody> </table>	Revenue	PAT	Total Equity (Net Worth)	Not Applicable, as the Company was incorporated on 23 rd April 2025.		
Revenue	PAT	Total Equity (Net Worth)						
Not Applicable, as the Company was incorporated on 23 rd April 2025.								
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”	The Proposed Transaction is not a related party transaction.						
3.	Industry to which the entity being acquired belongs	Commercial & Industrial (C&I) Renewable Energy Solutions						
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)	Clean Max Solomon is developing a 4.05 MWp solar project in Karnataka to supply electricity to Company’s subsidiaries. In order to qualify as captive consumption under applicable Electricity Laws, Company is investing in Clean Max Solomon (the Project SPV) to hold the required minimum 26% ownership along with corresponding voting rights.						
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable						
6.	Indicative time period for completion of the acquisition	15 th May 2026						
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	INR 14,580,000/-						
9.	Percentage of shareholding / control acquired and / or number of shares acquired	49% equity interest						

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10.	<p>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>	<p><i>Date of registration:</i> Clean Max Solomon was incorporated on 23rd April 2025, as a private limited company under the Companies Act, 2013.</p> <p><i>Product/line of business:</i> Clean Max Solomon Private Limited is authorized to engage in the business of developing, generating, supplying renewable energy from solar, wind or wind solar hybrid and any other renewable energy sources to end consumers as per its memorandum of association. However, it has no business activity as on date.</p> <p><i>Last 3 (three) years turnover:</i> Financial Year 2024-25: Not Applicable Financial Year 2023-24: Not Applicable Financial Year 2022-23: Not Applicable</p> <p><i>Presence of entity:</i> India</p>
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Annexure - B

S. No.	Particulars	Remarks
1.	Name of the target entity, details in brief such as size, turnover etc.	Duet India Hotels (Hyderabad) Private Limited, a wholly owned subsidiary of the Company (“ Target Entity ”) has a turnover of INR 703,680,000/- (Indian Rupees Seventy Crores Thirty-Six Lakhs and Eight Thousand only) in FY 2024-25. The Company proposes to acquire 2,44,87,096 (Two Crores Forty Four Lakhs Eighty Seven Thousand and Ninety Six) CCCPS of Duet Hyderabad from another Company’s subsidiary, namely, Duet India Hotels (Pune) Private Limited (“ Duet Pune ”/ “ Transferor ”), for an aggregate consideration of INR 44,01,80,000/- (Indian Rupees Forty Four Crores One Lakh and Eighty Thousand only) by way of secondary acquisition, thereby retaining 100% of the share capital in the Target Entity (“ Proposed Acquisition ”).
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”	The Target entity and Transferor are both wholly owned subsidiary(ies) of the Company and accordingly the investment by the Company in the equity share capital of Duet Hyderabad/ Target entity/ wholly owned subsidiary will not be considered as a related party transaction.
3.	Industry to which the entity being acquired belongs	Hospitality services
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)	The acquisition is part of an internal restructuring to eliminate cross shareholding, simplify group structure, and address lender/governance concerns.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not applicable
6.	Indicative time period for completion of the acquisition	30 th April 2026
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	INR 44,01,80,000/- (Indian Rupees Forty Four Crores One Lakh and Eighty Thousand only) for acquiring 2,44,87,096 (Two Crores Forty Four Lakhs Eighty-Seven Thousand and Ninety Six) CCCPS of Duet Hyderabad from Duet Pune as part of the Proposed Acquisition.

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9.	Percentage of shareholding / control acquired and / or number of shares acquired	100%
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><i>Date of registration:</i> 25th July 2008</p> <p><i>Product/line of business:</i> Hotel Ownership and Asset Management.</p> <p><i>Last 3 (three) years turnover:</i> Financial Year 2024-25: INR 703,680,000/- Financial Year 2023-24: INR 638,960,000/- Financial Year 2022-23: INR 523,160,000/-</p> <p><i>Presence of entity:</i> India</p>

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