

19<sup>th</sup> December 2025

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Building, P. J. Towers,  
Dalal Street, Fort,  
Mumbai – 400 001.  
Scrip Code: 532390

National Stock Exchange of India Limited  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (E)  
Mumbai 400 051  
Scrip Code: TAJGVK

**Sub: Intimation pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

Pursuant to Regulation 30 read with sub-para 1, Para A of Part A of Schedule III of the Listing Regulations, this is to inform you that the Board of Directors has today approved execution of a Sale and Purchase Agreement for disinvestment of 1,60,00,400 equity shares of par value of ₹ 2 each held by The Indian Hotels Company Limited, representing 25.52% of the shareholding in Taj GVK Hotels & Resorts Limited (TajGVK), a Joint Venture of the Company (“**Transaction**”). These shares are proposed to be acquired by Ms. Shalini Bhupal, a member of the promoter and promoter group of TajGVK at a price of ₹ 370 per share.

The Indian Hotels Company Limited would continue to operate the existing hotels under the TajGVK portfolio in accordance with the provisions contained in the respective Hotel Operating Agreements which have also be signed today.

Further, the parties to the Sale and Purchase Agreement have agreed that (a) the Restated and Amended Shareholders’ Agreement dated November 4, 2011 amongst *inter alia* certain shareholders of Taj GVK Hotels & Resorts Limited (“**RSHA**”), and (b) the Name and Trademark License Agreement dated November 22, 2007 (“**Name License Agreement**”) entered into between the Company and The Indian Hotels Company Limited, would be terminated upon consummation of the Transaction. Necessary agreements in this regard would be executed on the date of consummation of the Transaction.

The brief details are attached herewith as Annexure A. You are requested to kindly take the same on record. The Board meeting started at 4 PM and ended at 4.35 PM.

Yours sincerely,

  
J Srinivasa Murthy  
CFO & Company Secretary  
M. NO.FCS- 4460



**TAJ GVK HOTELS & RESORTS LIMITED**

CIN : L40109TG1995PLC019349

Registered Office : Taj Krishna, Road No. 1, Banjara Hills, Hyderabad - 500 034, Telangana, India

Telephone : (91-40) 2339 2323, 6666 2323; Fax : (91-40) 6662 5364; Website : www.tajgvk.in; GSTIN : 36AABCT2223L1ZF

Annexure w.r.t. 5A – Agreement between Promoter Group entities having impact on control of the Company:

Sl.No.	Particulars	Remarks
5.1.	Name(s) of parties with whom the agreement is entered;	The Agreement is entered in between the GVK Shareholders and Indian Hotels Company Limited (IHCL) and the same is inter-se promoter group arrangement. Note: The company is confirming party to the SPA.
5.2.	purpose of entering into the agreement	IHCL has proposed to divest 160,00,400 equity shares of the company i.e. 25.52% equity capital of the company to Mrs. Shalini Bhupal, the promoter of the company.
5.3	Shareholding, if any, in the entity with whom the agreement is executed;	Mrs. Shalini Bhupal, along with the other promoter group entities prior to this transaction holds 49.47% of the equity share capital of the company. Now with the proposed acquisition of 25.52% stake from IHCL, the combined equity stake held by the promoter and promoter group will increase to 74.99% of the company.  To clarify, IHCL is also part of the promoter group and the said transaction is treated as inter-se promoter transaction.
5.4	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	NA
5.5.	whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;	Since the transaction is between the promoter and IHCL, which is also classified as part of the promoter group.
5.6.	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	The negotiated price between the parties is as per general market norms.
5.7	in case of issuance of shares to the parties, details of issue price, class of shares issued;	NA




5.8.	any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.;	NA
5.9.	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	<p>Since the transaction is between inter-se promoter groups, after the closure of this transaction, both the parties will execute a termination agreement of the following agreements.</p> <p>i) Restated and Amended Shareholders agreement between GVK Shareholders and IHCL and</p> <p>ii) Name and License agreement between Company and IHCL.</p>


