



ROCKFORT ESTATE DEVELOPERS PVT. LTD.

(A Leela Group Company)

20th February, 2019

To,
The Manager - Listing Dept.
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001.

To,
The Manager,
National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051.

Sub: Revised intimation under Regulation 10(5) for proposed Inter-se transfer of shares amongst the Promoter Group pursuant to Regulation 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011

Ref: Earlier intimation under Regulation 10(5) dated 18th February, 2019

Sir/ Madam,

With reference to the subject above and earlier intimation under Regulation 10(5) dated 18th February, 2019, we are rectifying herewith the typo error of number of shares to be acquired of M/s. Hotel Leelaventure Limited from 67,00,000 to 61,00,000.

Please find enclosed herewith the revised intimation under Regulation 10(5) for proposed off-market Inter-se transfer of shares of M/s. Hotel Leelaventure Limited amongst the Promoter Group pursuant to Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

Kindly note & oblige.

Thanking You,

Yours faithfully,
For **Rockfort Estate Developers Private Limited**


Ketan Danak
Director
DIN: 06967227



Place: Mumbai

CIN-U45200MH2000PTC128295

703, Leela Business Park, Andheri-Kurla Road, Andheri (East), Mumbai - 400 059. Tel.: 022 - 6773 4507, Fax: 022 - 6773 4510

E-mail : ketansdanak@leelalaceholdings.com

Regd. Off.: Leela Baug, Andheri-Kurla Road, Andheri (East), Mumbai - 400 059. India



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Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	M/s. Hotel Leelaventure Limited
2.	Name of the acquirer(s)	M/s. Rockfort Estate Developers Private Limited
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The acquirer belongs to existing promoter group
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	M/s. Leela Lace Software Solutions Private Limited
	b. Proposed date of acquisition	On or after 25.02.2019
	c. Number of shares to be acquired from each person mentioned in 4(a) above	61,00,000
	d. Total shares to be acquired as % of share capital of TC	1.06%
	e. Price at which shares are proposed to be acquired	Rs. 13/- per share
	f. Rationale, if any, for the proposed transfer	Off-market inter se transfer amongst Promoter Group to increase acquirer's stake.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii) of SEBI (SAST) Regulations, 2011
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Rs. 15/- per share
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	N.A.
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Yes

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9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)		Yes			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		Yes			
11.	Shareholding details		Before the proposed transaction		After the proposed transaction	
			No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers)(*)	24,44,44,715	38.77	25,11,44,715	39.83
		Acquirer				
		M/s. Rockfort Estate Developers Pvt. Ltd.	4,95,07,175	7.85	5,62,07,175	8.91
		PACs				
		Mr. Dinesh Nair	3,74,050	0.06	3,74,050	0.06
		Mrs. Madhu Nair	360	0.00	360	0.00
		Ms. Amruda Nair	3,00,000	0.05	3,00,000	0.05
		Mrs. P. V. Leela Amma Nair	75,000	0.01	75,000	0.01
		Mrs. Lakshmi Nair	18,330	0.00	18,330	0.00
		Mr. Vivek Nair	4,77,460	0.08	4,77,460	0.08
		M/s. Leela Lace Holdings Pvt. Ltd.	18,86,49,985	29.92	18,86,49,985	29.92
		M/s. Leela Fashions Pvt. Ltd.	42,50,000	0.67	42,50,000	0.67
		Krishnan Nair Leela Family Trust (through Trustees Mr. Vivek Nair and Mr. Dinesh Nair)	7,92,355	0.13	7,92,355	0.13
	b	Seller (s)				
		M/s. Leela Lace Software Solutions Pvt. Ltd.	5,36,42,359	8.51	4,69,42,359	7.44
		Total (a + b)	29,80,87,074	47.27	29,80,87,074	47.27

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Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

We hereby also declared that we will comply with all applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.

We hereby also declared that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.

For **Rockfort Estate Developers Private Limited**

Ketan Danak

Director

DIN: 06967227

Date: 20.02.2019

Place: Mumbai



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