

To,

Date: 27.12.2025

The Manager BSE Limited P. J. Towers, Dalal Street Mumbai-400001 (BSE Scrip Code: 523796)	The Manager, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai- 400051. (NSE Symbol: VHLTD)
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Dear Sir/ Madam,

Unit: Viceroy Hotels Limited

Sub: Disclosure u/r 30 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.

With reference to the subject cited, this is to inform the Exchanges that the Shareholders of **Viceroy Hotels Limited** at its Extra-Ordinary General Meeting held on Saturday, the 27th day of December, 2025 at 11:00 A.M. have approved the acquisition of Ms. SLN Terminus Hotels and Resorts Private Limited, a private company incorporated in India. (*Details annexed as Annexure - I*)

This is for the information and records of the Exchange, please.

Thanking you.

Yours faithfully,

For Viceroy Hotels Limited

C. Siva Kumar Reddy
Company Secretary and Compliance Officer
Mem No.: ACS 72022

VICEROY HOTELS LIMITED

CIN: L55101TG1965PLC001048

Regd. Off: 8-2-120/112/88 & 89, Aparna Crest, 3rd Floor, Road No. 2

Banjara Hills, Hyderabad - 500 034, Telangana; Ph: 040 40204383

Website: www.viceroyhotels.in Email: secretarial@viceroyhotels.in

Annexure – I

[Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Annexure 18 of Chapter V Section V-A of SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024]

S. No.	Particulars	Details								
1.	Name of the target entity	M/s. SLN Terminus Hotels and Resorts Private Limited is a company incorporated in India.								
	<i>Details in brief</i>	The Company operates a Marriott-associated hotel on leased premises (9th–12th floors) with 75 long-stay rooms, admeasuring 1,65,000 sq. ft. plus parking and an undivided land share of 2,442 Sq Yds situated at SLN Terminus, Sy.No.133, Gachibowli, Hyderabad owned by its shareholders and others								
	<i>Size and turnover.</i>	<table border="1"> <thead> <tr> <th>Particulars</th><th>FY 2024-2025 (INR lakhs)</th></tr> </thead> <tbody> <tr> <td>Turnover</td><td>4345.21</td></tr> <tr> <td>Profit After Tax</td><td>598.39</td></tr> <tr> <td>Net worth</td><td>864.32</td></tr> </tbody> </table>	Particulars	FY 2024-2025 (INR lakhs)	Turnover	4345.21	Profit After Tax	598.39	Net worth	864.32
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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”	<p>Yes, the acquisition would fall within the purview of related party transactions.</p> <p>Mr. S. Prabhaker Reddy is a director at Viceroy Hotels Limited and Managing Director of SLN Terminus Hotels and Resorts Private Limited.</p> <p>The transaction is done at an arm's length based on valuation reports obtained</p>								
3.	Industry to which the entity being acquired belongs	Hospitality Industry								
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 proposed acquisition is in the interest of the listed entity as they facilitate strategic portfolio expansion within the hospitality segment, strengthening the Company's market presence and asset base. The acquisition is expected to generate operational synergies, improve cost efficiency, and optimize resource utilization. Moreover, the entity being acquired is projected to enhance revenue growth and profitability in the coming years. The operational agreement with the Marriott group further aligns with the existing operation of the company.								

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		Subsequent to acquisition, SLN Terminus Hotels and Resorts Private Limited would become a wholly owned subsidiary of Viceroy Hotels Limited.															
5.	Brief details of any governmental or regulatory approvals required for the acquisition	No Indian Governmental or regulatory approvals are required for the said acquisition.															
6.	Indicative time period for completion of the acquisition	The transaction will be executed within a year from the date of approval of the shareholders i.e, 27-12-2025															
7.	Consideration - whether cash consideration or share swap or any other form and details of the same	<p>The consideration would be by way of cash.</p> <p>The consideration amount of the entire transaction is Rs. 206.00 Crores which is split as mentioned below:</p>															
8.	Cost of acquisition and/or the price at which the shares are acquired	<table border="1"> <thead> <tr> <th>S. No.</th> <th>Particulars</th> <th>Amount in Rs.</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Purchase of Land on which the Executive Apartments are located from the land owners</td> <td>1,05,65,47,332</td> </tr> <tr> <td>2.</td> <td>Inter corporate loans from Viceroy Hotels Limited to SLN Terminus Hotels and Resorts Private Limited to repay debt borrowed to construct / renovate the Hotel and</td> <td>40,67,19,630</td> </tr> <tr> <td>3.</td> <td>Purchase of shares (equity and preference) from the existing shareholders of the company. <i>Preference: 17,15,02,652 (No. of shares)</i> <i>Equity: 42,52,30,386 (No. of shares)</i></td> <td>59,67,33,038</td> </tr> <tr> <td></td> <td>Total</td> <td>206,00,00,000*#</td> </tr> </tbody> </table>	S. No.	Particulars	Amount in Rs.	1.	Purchase of Land on which the Executive Apartments are located from the land owners	1,05,65,47,332	2.	Inter corporate loans from Viceroy Hotels Limited to SLN Terminus Hotels and Resorts Private Limited to repay debt borrowed to construct / renovate the Hotel and	40,67,19,630	3.	Purchase of shares (equity and preference) from the existing shareholders of the company. <i>Preference: 17,15,02,652 (No. of shares)</i> <i>Equity: 42,52,30,386 (No. of shares)</i>	59,67,33,038		Total	206,00,00,000*#
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9.	Percentage of shareholding / control acquired and / or number of shares acquired	<p><i>*The above consideration is excluding the registration fee of the property</i></p> <p><i># The total consideration is subject to necessary adjustments as on the date of payment of the consideration without change in the total amount of consideration payable.</i></p>															
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	<p>The Company was incorporated on 20/05/2014 in India.</p> <p>Its main business is operation of a Marriott-associated hotel on leased premises in 9th(Service Floor), 10th, 11th, 12th floors, part of the service floor, Lobby on Ground Floor, Back of the House in Basement I of “SLN Terminus” situated at SY No.133, Gachibowli, Hyderabad admeasures approximately 1,57,242 sq.</p>															

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	presence and any other significant information (in brief)	ft. along with parking area, and an undivided share of 2,327.06 sq. yards of land owned by its shareholders and others. History of last 3 years turnover (in Lakhs): As on March 31, 2025 – 4,336.04 As on March 31, 2024 – 3,865.03 As on March 31, 2023 – 3,386.26
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Note: The disclosure under regulation 30 of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 for acquisition was already given on the day board had approved the proposal at its meeting held on 01-12-2025. This disclosure is being given pursuant to approval of the shareholders.

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