

Regd. Office :

1, Golf Avenue, Adjoining KGA Golf Course, HAL Airport Road, Kodihalli, Bangalore - 560 008, India.

T +91 80 41783000, F : +91 80 252 03366 www.royalorchidhotels.com CIN : L55101KA1986PLC007392 email : investors@royalorchidshotels.com

Date: March 30, 2023

The Manager,

Department of Corporate Services,

National Stock Exchange of India Limited

Exchange Plaza, Plot no. C/1s, G Block,

Bandra – Kurla Complex, Bandra (E), Mumbai 400051

NSE Scrip Code: ROHLTD

The Manager,

Department of Corporate Services

Bombay Stock Exchange Limited

Regd. Office: Floor 25, P J Towers

Dalal Street

Mumbai 400001

BSE Scrip Code: 532699

Dear Sir/Madam,

Sub: Intimation of disclosure under Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015

&

<u>Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.</u>

Please find enclosed herewith the following disclosures received from Mr. Chander K. Baljee, the Chairman & Managing Director of the Company and Harsha Farms Private Limited, Promoter Group:

- 1. Form C under Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 2. Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to kindly take the same on record.

Yours truly,

For Royal Orchid Hotels Limited

Ranabir Sanyal Company Secretary & Compliance Officer

Encl: As above

CHANDER KAMAL BALJEE

#124, 3'd Main Road, Defence Colony, Indira Nagar, Bangalore-560038

Date: 30th March, 2023

To,
Dr. Ranabir Sanyal,
Company Secretary & Compliance Officer
Royal Orchid Hotels Limited
No.1, Golf Avenue,
Adjoining KGA Golf Course,
HAL Airport Road, Kodihalli,
Bangalore 560 008 Karnataka

Sub: Intimation of disclosure under Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015

&

<u>Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations</u>, 2011.

I have sold 397200 shares for Rs. 9,98,46,930.25 in Open Market i.e., NSE and Harsha Farms Private Limited, Promoter Group company has purchased the aforesaid shares. The disclosures for me and Harsha Farms Private Limited in which I am a Director is enclosed as under.

- 1. Form C under Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015.
- 2. Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly acknowledge the receipt of this letter and forward the same to the exchange as per applicable regulations.

Yours Truly,

Chander Kamal Baljee Place: Bangalore

FORM C

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2)—Continual disclosure]

Name of the company: Royal Orchid Hotels Limited

ISIN of the company: INE283H01019

Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Name,	Catego	Securi	ties held	Secu	rities acc	quired /Disposed	1	Seci	urities held	Date of	allotment-	Date of	Mod	Exc
PAN,	ry of	prior t	О					post		advice/ a	equisition-	intimati	e of	han
CIN/DIN,	Person	acquis	ition /disposa					acqu	uisition /dispo	of shares	3 /	on to	acqui	ge
& address	(Prom	1						sal		sale of sl	hares	compan	sition	on
with contact	oter/									specify		У	/-	whi
nos.	m												dispo	ch
	memb	Type	No. and %	Type	No.	Value	Tran	Type	No. and %	From	То		sal	the
	er of	of	of	of				of	of				(on	trad
	the	securiti	shareholdin	securit			on	securi	shareholdin				mark	e
	promot	es	g	ies			Type	ties	g				et/pu	was
	er	(For		(For			(Purc	(For					blic/	exec
	group	eg.		e.g			hase/	eg.–					rights	uted
	/desig	_		Shares			sale	Share					/	
	nated	Shares,		,				s,					prefe	
	person	Warrant		Warra			ge/	Warra					rentia	
	/	s,		nts,			Revo	nts,					1	
	Direct	Convert		Conve			catio	Conve					offer	
	or	ible		rtible			n/	rtible					/ off	
	s/imm	Debentu		Deben			Invo	Deben					mark	
	ediate	res,		tures,				tures,					et/	
	relativ	Rights		Rights				Rights					Inter-	
		entitlem		entitle			Othe	entitle					se	
	to/othe	ents		ment,			rs-	ment,					transf	
	rs	etc.)		etc.)			pleas	etc.)					er,	
	etc.)						e						ESO	
							speci						Ps	
							fy)						etc.)	

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Chander K.	KMP &	Shares	1,11,53,795	Shares	3,97,200	Rs.	Sale	Shares	1,07,56,595	29/03/2023	29/03/2023	30/03/2023	On	NSE
Baljee	Promoter					9,98,46,930.25							market	
			40.67 % ***						39.22 % ***					
ACTPB3357L														
No. 124, 3 rd														
Main, Defence														
Colony,														
Indiranagar,														
Bangalore														
(Contact No:														
9902000049)														

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

(ii) Value of transaction excludes taxes/brokerage/any other charges

*** Percentage Rounded off.

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2)

	Trading in derivatives (Specify type of contract, Futures or Options etc)										
Type of contract	Contract specifications	E	Buy		Sell						
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)						
16	17	18	19	20	21	22					

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Name & Signature: Chander K. Baljee Designation: Chairman & Managing Director

Date: 30.03.2023 Place: Bangalore

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Royal Orc	hid Hotels Limi	ted			
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Persons acting in concert (being oth Promoters and members of the promoter group of the Target Company): M/s Baljees Hotels And Real Estate P Ltd M/s Hotel Stay Longer Pvt Ltd M/s Harsha Farms Pvt Ltd Mrs. Sunita Baljee Mr. Sunita Baljee Mr. Keshav Baljee Mr. Arjun Baljee					
Whether the acquirer belongs to Promoter/Promoter group	Yes					
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limite National St		of India Limited			
Details of the acquisition / disposal as follows	Number	% w.r.t.total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)			
Before the acquisition/sale under consideration, holding of :						
a) Shares carrying voting rights	1,11,53,795	40.67 % ***	40.67 % ***			
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-			
c) Voting rights (VR) otherwise than by shares	-	-	-			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-			
e) Total (a+b+c+d)	1,11,53,795	40.67 % ****	40.67 % ***			

Details of acquisition/sale			
a) Shares carrying voting rights acquired /sold	3,97,200	1.45 %	1.45 %
b) VRs acquired /sold otherwise than by shares	ı	1	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	3,97,200	1.45 %	1.45 %

	1		T
After the acquisition /sale, holding of:			
a)Shares carrying voting rights	1,07,56,595	39.22 % ***	39.22 % ***
b) VRs otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition)	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+d)	1,07,56,595	39.22 % ***	39.22 % ***
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).		Open Mar	ket
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29/03	/2023- 3,97,20	0 shares sold
Equity share capital / total voting capital of the TC before the said acquisition / sale	2,74,25,21	5 equity share	s of Rs. 10/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale	2,74,25,21	5 equity share	s of Rs. 10/- each
Total diluted share/voting capital of the TC after the said acquisition	2,74,25,21	5 equity share	s of Rs. 10/- each

- (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
- (**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.
- (***) Percentage rounded off.

Signature of the acquirer / seller / Authorised Signatory

Place: Bangalore Date: 30.03.2023

**

FORM C

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]

Name of the company: Royal Orchid Hotels Limited

ISIN of the company: INE283H01019

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	of Person (Promot ers/ KMP / Director s/immed iate relative	prior to acquisit disposa	ion/ I		-	ed/ Disposed	Įm.	disposa	quisition/ I	Date of allo advice/ acqu shares/ disp shares, spec	nisition of osal of ify	Date of intimation to company	l (on market/ public/ rights/	
	to/others etc.)	of securiti es (For eg— Shares, Warra nts, Conver tible Debent ures, Rights entitle ments etc.)	% of shareh olding	Type of securiti es (For eg. – Shares, Warrant s, Convert ible Debent ures, Rights entitlem ent, etc.)	No.	Value	Revocati on / Invocati on/ Others- please specify)	of securit ies (For eg. – Shares , Warra nts, Conve rtible Deben tures, Rights entitle ment, etc.)			То		preferen tial offer/ off market/ Inter-se transfer, ESOPs, etc.)	
1	2	3	4	5	6	7	8	9	10	11	12	13	14	1 5

Harsha Farms	Promoter	Shares	0.00	Shares	397200	Rs.	Purchase	Shares	397200	29/03/2023	29/03/2023	30/03/2023	On	NSE
Private Limited	Group					99846930.25							market	
AABCL4086H									1.45 %					
NO.11,									***					
VENKATASWAMY														
NAIDU ROAD														
SHIVAJINAGAR														
BANGALORE,														
KARNATAKA,INDIA														
560051														

Note: (i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015. (ii) Value of transaction excludes taxes/brokerage/any other charges

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

	Trading in derivatives (Specify type of contract, Futures or Options etc)										
Type of contract	Contract specifications	F	Buy		Sell						
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)						
16	17	18	19	20	21	22					
			N	ſΑ							

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

For HARSHA FARMS PRIVATE LIMITED

Chander K. Baljee Director

DIN: 00081844

Date: 30.03.2023 Place: Bangalore

^{***} Percentage Rounded off.

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Royal Orchid	Hotels Limited	d			
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	M/s Harsha Farms Private Limited Persons acting in concert (being other memore promoter and promoter group of the Company): Mr. Chander K Baljee M/s Baljees Hotels And Real Estate P Ltd M/s Hotel Stay Longer Pvt Ltd Mrs. Sunita Baljee Mr. Sunil Sikka Mr. Keshav Baljee Mr. Arjun Baljee					
Whether the acquirer belongs to Promoter/Promoter group	Yes					
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited & National Stoc	& k Exchange of	India Limited			
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/votin g capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)			
Before the acquisition/sale under consideration, holding of :						
a) Shares carrying voting rights	0.00	0.00	0.00			
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-			
c) Voting rights (VR) otherwise than by shares	-	-	-			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	-	-	-			
e) Total (a+b+c+d)	0.00	0.00	0.00			

Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	3,97,200	1.45%	1.45%
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered / invoked/released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	3,97,200	1.45%	1.45%

After the acquisition /sale , holding of:				
a) Shares carrying voting rights	3,97,200	1.45%	1.45%	
b) VRs otherwise than by shares	-	-	-	
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition		-	-	
d) Shares encumbered / invoked/released by the acquirer	-	-	-	
e) Total (a+b+c+d)	3,97,200	1.45%	1.45%	
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Mar	ket		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	29/03/	/2023 - 3,97,2 Purchased		
Equity share capital / total voting capital of the TC before the said acquisition / sale	2,74,25,2	15 equity shar each	es of Rs. 10/-	
Equity share capital/ total voting capital of the TC after the said acquisition / sale	2,74,25,215 equity shares of Rs. 10/- each			
Total diluted share/voting capital of the TC after the said acquisition	2,74,25,2	15 equity shar each	es of Rs. 10/-	

- (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
- (**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For HARSHA FARMS PRIVATE LIMITED

Chander K. Baljee Director DIN: 00081844

Signature of the acquirer / seller / Authorised Signatory

Place: Bangalore Date: 30.03.2023

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