



ROYAL ORCHID HOTELS LTD.,

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: June 8, 2018

**To,
The Manager,
Listing Compliance,
Department of Corporate Services,
BSE Limited,
Floor 25, P. J. Towers,
Dalal Street,
Mumbai – 400 001
BSE Scrip Code: 532699**

**To,
The Manager,
Listing Compliance,
Department of Corporate Services,
National Stock Exchange of India Limited,
Exchange Plaza, Plot no. C/1, G Block
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051
NSE Scrip Symbol: ROHLTD**

Dear Sir,

Sub: Disclosure under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to the above caption subject, please find enclosed the disclosures received from M/s Jupiter Asset Management Limited under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

This is for your information and records please.

Yours truly,

For Royal Orchid Hotels Limited

**Ranabir Sanyal
Company Secretary & Compliance Officer**

Encl: As Above

To,
Ranabir Sanyal - Company Secretary
ROYAL ORCHID HOTELS LIMITED
No. 1, Golf Avenue,
Adjoining KGA Golf Course,
HAL Airport Road,
Kodihalli,
Bangalore 560 008 Karnataka

June 7th, 2018

Re: Disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the purchase of equity shares of Royal Orchid Hotels Limited.

Dear Sir,

This is to inform you that the entities named hereinafter, have purchased equity shares for *Royal Orchid Hotels Limited* ("**Company**") on June 5th, 2018 by way of an open market purchase. The details of the purchase are as follows:

Sr. No.	Acquirer	No. of equity shares bought
1.	Jupiter India Fund National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104)	76,010 equity shares constituting 0.28% of the share capital of the Company.
2.	JGF SICAV - Jupiter India SPV (PSA) National Westminster Bank PLC, as Trustee of Jupiter South Asia Investment Co. Ltd – South Asia Access Fund (SEBI registered FII Sub-Account No. 1998127)	19,661 equity shares constituting 0.07% of the share capital of the Company.

Enclosed is the copy of the disclosure under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in connection with the purchase. We request you to kindly take the same on record.

The acquirer are persons acting in concert with each other in terms of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

The disclosure has been emailed to the following ids:

cosec@royalorchidhotels.com

We have also made a requisite disclosure to BSE Ltd, NSE Ltd and the Metropolitan Stock exchange Of India. Request you to kindly acknowledge the receipt of this letter and the disclosure.

Yours sincerely,

National Westminster Bank PLC, as
Trustee of Jupiter India Fund (SEBI
registered FII Sub-Account No. 20080104)

Authorised Signatory (Investment Manager)

Place: London

Date: June 7th, 2018

National Westminster Bank PLC, as
Trustee of Jupiter South Asia Investment
Co. Ltd – South Asia Access Fund (SEBI
registered FII Sub-Account No. 1998127)

Authorised Signatory (Investment Manager)

Place: London

Date: June 7th, 2018

and on behalf of
JUPITER ASSET MANAGEMENT LIMITED
hvi SECRETARY

Authorised Signatory
HEAD OF REGULATORY AND CLIENT
REPORTING

FOR AND ON BEHALF OF
JUPITER ASSET MANAGEMENT LIMITED
[Signature] Secretary

HEAD OF REGULATORY AND
CLIENT REPORTING

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (TC)	ROYAL ORCHID HOTELS LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	<p>(a) Acquirer – Jupiter India Fund National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104)</p> <p>(b) Acquirer – JGF SICAV - Jupiter India SPV (PSA) National Westminster Bank PLC, as Trustee of Jupiter South Asia Investment Co. Ltd – South Asia Access Fund (SEBI registered FII Sub-Account No. 1998127)</p>		
Whether the acquirer belongs to Promoter/Promoter group	Acquirers do not belong to the Promoter / Promoter group		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<p>National Stock Exchange of India</p> <p>Bombay Stock Exchange</p> <p>Metropolitan Stock Exchange</p>		
Details of the acquisition 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 under consideration, holding of acquirer(s) of:			
a) Shares carrying voting rights	1,30,60,90 equity shares carrying voting rights	4.78%	4.78%
	(a) Acquirer – 1,02,04,87 equity shares carrying voting rights	3.74%	3.74%
	(b) Acquirer – 285,603 equity shares carrying voting rights	1.04%	1.04%

(b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	1,30,60,90 equity shares carrying voting rights	4.78%	4.78%
Details of acquisition:			
a) Shares carrying voting rights acquired	95,671 equity shares carrying voting rights	0.35%	0.35%
	(a) Acquirer – 76,010 equity shares carrying voting rights	0.28%	0.28%
	(b) Acquirer – 19,661 equity shares carrying voting rights	0.07%	0.07%
b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL	NIL

d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+/-d)	95,671 equity shares carrying voting rights	0.35%	0.35%

After the acquisition, holding of acquirer(s) along with PACs of:			
a) Shares carrying voting rights	1,40,17,61 equity shares carrying voting rights.	5.13%	5.13%
	(a) Acquirer – 1,09,64,97 equity shares carrying voting rights	4.01%	4.01%
	(b) Acquirer – 305,264 equity shares carrying voting rights	1.11%	1.11%
b) VRs otherwise than by equity shares	NIL	NIL	NIL
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	NIL	NIL	NIL
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
e) Total (a+b+c+d)	1,40,17,61 equity shares carrying voting rights.	5.13%	5.13%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	Open Market		

Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Equity Shares
Date of acquisition	June 5, 2018
Equity share capital / total voting capital of the TC before the said acquisition	27,30,11,88 equity shares
Equity share capital/ total voting capital of the TC after the said acquisition	27,30,11,88 equity shares
Total diluted share/voting capital of the TC after the said acquisition	27,30,11,88 equity shares

Part-B***

Name of the Target Company: ROYAL ORCHID HOTELS LIMITED

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Acquirer – Jupiter India Fund National Westminster Bank PLC, as Trustee of Jupiter India Fund (SEBI registered FII Sub-Account No. 20080104)	Acquirers do not belong to the Promoter / Promoter group	AABTT4862E
Acquirer – JGF SICAV - Jupiter India SPV (PSA) National Westminster Bank PLC, as Trustee of Jupiter India SPV (PSA) (SEBI registered FII Sub-Account No. 1998127)		AAACB9126B

Signature of the Acquirer / Authorised Signatory

Name: Lucy Wright

Title: Head of Regulatory and Client Reporting

Place: London, UK

Date: 7th June 2018

BY AND ON BEHALF OF
JUPITER ASSET MANAGEMENT LIMITED

.....**Secretary**
.....**Authorised Signatory**

Note:

(*) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

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