

5th November, 2014

PALACES HOTELS RESORTS

The Department of Corporate Services **BSE Limited** 1st floor, Rotunda Building B.S. Marg, Fort, Mumbai – 400 001

The Listing Department National Stock Exchange of India Limited

Exchange-Plaza, Complex

Bandra Kurla

Bandra (E), Mumbai – 400 051

Stock Code: 500193

HOTELEELA

Dear Sir,

Sub: Unaudited Financial Results for second quarter and six months ended on 30th September, 2014 and other updates

We wish to inform you that the Board of Directors of the Company at their meeting held today have considered and approved the following:

1. Unaudited Financial Results for the second quarter and six months ended on 30th September, 2014:

We enclose herewith the unaudited financial results of the Company for the second quarter and six months ended on 30th September, 2014, along with the Limited Review Report of the Auditors. The financial results are also being published in newspapers.

- Transfer of the entire investment / shareholding of the Company in Leela 2. Realty Limited, a non-material and non-operative subsidiary, to promoters / affiliate / related parties at its net worth value of about Rs.8.58 Lacs as consideration. On consummation of the transaction, Leela Realty Limited will cease to be a subsidiary of the Company.
- 3. Transfer of Leela Palaces and Resorts Limited, a non-operative subsidiary, owning a land parcel in Agra for an enterprise valuation of Rs.90 crores to a prospective buyer, subject to approval of the shareholders through a Postal Ballot. Under the revised Clause 49 of the Listing Agreement, the said subsidiary will be treated as a "material" subsidiary since the investment of the Company in the said subsidiary exceeds 20% of HLVL's consolidated net worth as at 31st March, 2014. On consummation of the transaction, Leela Palaces and Resorts Limited will cease to be a subsidiary of the Company.

Regd. Office: HOTEL LEELAVENTURE LIMITED



3. Notice of Postal Ballot

The Board has also approved the draft notice of the Postal Ballot for the following items (in addition to Amendments to Memorandum of Association and Alteration of Articles of Association already approved by the Board on 11th August, 2014) to be sent to the shareholders:

- (a) Enabling Resolution under Section186 of the Companies Act, 2013 for making investment in the shares of other bodies corporate / subsidiaries and to provide loans / guarantees upto Rs.500 crores, over and above the paid up capital of the Company and its free reserves; and
- (b) Transfer of the entire investment / shareholding of the Company in Leela Palaces and Resorts Limited, a non-operative subsidiary.

Please take the above information on record.

Thanking you,

Yours faithfully

For Hotel Leelaventure Limited

Dinesh Kalani

Company Secretary

Encl: as above