



May 12, 2026

To, BSE Limited Corporate Relationship Department 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 544321	To National Stock Exchange of India Exchange Plaza, Plot No. C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai -400051 NSE Symbol: VENTIVE
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Sub: Subscription to Optionally Convertible Debentures (OCDs) of Soham Leisure Ventures Private Limited.

Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir/Madam,

In continuation of our earlier intimations dated January 13, 2026, and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule III thereto, we wish to inform you that the Board of Directors of Ventive Hospitality Limited ("the Company"), at its meeting held today, i.e. May 12, 2026, has approved the amendment in the agreement for subscription to additional Optionally Convertible Debentures ("OCDs") of Soham Leisure Ventures Private Limited (subsidiary company), the owning entity of the Hilton Goa Resort, details of which are annexed as **Annexure A**.

The details as per Regulation 30 read with Schedule III of the SEBI Listing Regulations read with SEBI HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are provided in the Annexures to this letter.

The aforementioned information is also available on the Company's website at www.ventivehospitality.com

Please take the above information on record.

Thanking You,

For Ventive Hospitality Limited

Pradip Bhatambrekar
Company Secretary and Compliance Officer
Membership No: A25111

ANNEXURE A

Disclosure under Para (A) Part (A) of Schedule III to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sr. No	Particulars	Soham Leisure Ventures Private Limited
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Name: Soham Leisure Ventures Private Limited (“SOHAM”)</p> <p>Authorised Capital: 30,00,00,000 (Thirty Crores) divided into 30,00,000 Equity shares of Rs. 100 each.</p> <p>Paid up Capital: 29,55,99,900 (Twenty-Nine Crores Fifty-Five Lakhs Ninety-Nine Thousand Nine Hundred) divided into 29,55,999 Equity shares of Rs. 100 each.</p> <p>Turnover as on 31.03.2026: Rs. 40,66,40,000/-</p>
2.	<p>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?</p> <p>If yes, nature of interest and details thereof and whether the same is done at “arm’s length”</p>	<p>Yes.</p> <p>The subscription of OCDs has been undertaken at arm’s length, i.e., at a face value of ₹100 per OCD.</p> <p>None of the promoters, promoter group, or group companies have any interest in Soham Leisure Ventures Private Limited apart from what is expressly stated above.</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)	Currently the board has approved proposed amendment in the agreement for subscription to additional Optionally Convertible Debentures (“OCDs”) of Soham Leisure Ventures Private Limited amounting to Rs. 30 Crores.



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5.	Brief details of any governmental or regulatory approvals required for the acquisition	NA								
6.	Indicative time period for Completion of acquisition	Upon completion of allotment, the company will intimate to the stock exchanges.								
7.	Nature of consideration - whether cash consideration or share swap or any other form and details of the same	Cash								
8.	Cost of acquisition or the price at which the shares are acquired	Proposed subscription to additional Optionally Convertible Debentures ("OCDs") of Soham Leisure Ventures Private Limited of 30,00,000 Optionally Convertible Debentures ("OCDs") amounting to Rs. 30 Crores.								
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	76%								
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 presence and any other significant information (in brief)	<p>Soham Leisure Ventures Private Limited was incorporated on 02.08.2011.</p> <p>The company is engaged in Hospitality business.</p> <p>The last three years turnover of the company is as follows:</p> <table border="1"><thead><tr><th>Year</th><th>Turnover (Amounts in INR)</th></tr></thead><tbody><tr><td>2025</td><td>Rs. 46,18,82,000/-</td></tr><tr><td>2024</td><td>Rs. 45,08,19,000/-</td></tr><tr><td>2023</td><td>Rs. 32,15,53,000/-</td></tr></tbody></table> <p>The Company has operations in Goa.</p>	Year	Turnover (Amounts in INR)	2025	Rs. 46,18,82,000/-	2024	Rs. 45,08,19,000/-	2023	Rs. 32,15,53,000/-
Year	Turnover (Amounts in INR)									
2025	Rs. 46,18,82,000/-									
2024	Rs. 45,08,19,000/-									
2023	Rs. 32,15,53,000/-									

VENTIVE HOSPITALITY LIMITED

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(Formerly known as VENTIVE HOSPITALITY PRIVATE LIMITED) | (Formerly known as ICC REALTY (INDIA) PRIVATE LIMITED)