

To

The General Manager, Listing Department, BSE Limited , 1st Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department, National Stock Exchange of India Ltd , Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
Scrip Code: 519602	Symbol: KELLTONTEC

Subject: Outcome of the Board Meeting

Dear Sir/Madam,

In furtherance to the intimation dated January 03, 2025 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (hereinafter referred to as the “Listing Regulations”), we wish to inform that the Board of Directors of the Company have at their meeting held today, *i.e.*, Wednesday, January 08, 2025 *inter alia*, considered and approved the following businesses:

- 1) Raising of funds through issue and allotment of up to **55,00,000 (Fifty Five Lakhs)** warrants, convertible into 1 (One) Equity Share of face value of **Rs. 05/- (Rupees Five Only)** each, to certain Promoter and Non-Promoter Investors, on preferential basis in terms of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”), at an Issue Price of **Rs. 153.63/- (Rupees One Hundred Fifty Three and Sixty Three Paise Only)** including premium of **Rs. 148.63/- (Rupees One Hundred Forty Eight and Sixty Three Paise Only)** per warrant (being the price not less than the minimum price determined with reference to the Relevant Date in accordance with Regulation 164 read with Regulation 166A of the ICDR Regulations aggregating up to maximum amount of **Rs. 84,49,65,000/- (Rupees Eighty Four Crore Forty Nine Lakhs Sixty Five Thousand Only)**, subject to the approval of regulatory and statutory authorities and the Members of the Company at the ensuing Extra-Ordinary General Meeting.
The information pursuant to Regulation 30 of SEBI LODR Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as an **ANNEXURE**.
- 2) Notice of Extra-Ordinary General Meeting of the Company to be held on **Thursday, February 06, 2025**, through VC/OAVM, to seek approval of Shareholders of the Company by way of Special Resolutions for following matters:
 - a) To approve the issue of Warrants convertible into Equity Shares on Preferential Basis;
 - b) Appointment of Mr. Abhaya Shankar (DIN: 00008378) as Non-Executive Independent Director of the Company.

The Board Meeting commenced at **05:00 P.M. (IST)** and concluded at **06:00 P.M.(IST)**

This is for your information and record.

Yours Faithfully,

**For and on behalf of
Kellton Tech Solutions Limited**

**Rahul Jain
Company Secretary & Compliance Officer
Membership No: ACS62949
Date: January 08, 2025
Place: Hyderabad**

Kellton Tech Solutions Ltd., CIN: L72200TG1993PLC016819

Regd. Office: Plot No. 1367, Road No. 45, Jubilee Hills, Hyderabad-500033, Telangana, India

Tel: +91-40-44333000 Email: info@kellton.com Website: www.kellton.com

Plot No. 404-405, 6th Floor, iLABS Centre, Udyog Vihar, Phase III, Gurugram-122016, Haryana, India Tel: +91-124-4698900

ANNEXURE

The details pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFDPoD1/P/CIR/2023/123 dated July 13, 2023:

Issue of Convertible Warrants on Preferential basis		
Sr. No.	Particulars	Details
1.	Type of Securities	Warrants Convertible into Equity Shares
2.	Type of issuance	Preferential Issue of warrants in accordance with Chapter V of SEBI (ICDR) Regulation, 2018 read with the Companies Act, 2013 and rules made thereunder.
3.	Total number of securities proposed to be issued or the Convertible Warrants securities will be issued	Issue of up 55,00,000 (Fifty Five Lakhs) warrants at a price of Rs. 153.63/- (Rupees One Hundred Fifty Three and Sixty Three Paise Only) each convertible into 1 (One) Equity Share of Face Value of Rs. 5/- (Rupees Five Only) fully paid up at a Premium of Rs. 148.63/- (Rupees One Hundred Forty Eight and Sixty Three Paise Only) each per warrant ("Issue Price") in cash, for an aggregate consideration of up to Rs. 84,49,65,000/- (Rupees Eighty Four Crore Forty Nine Lakhs and Sixty Five Thousand Only)
4.	Issue Price	Rs. 153.63/- (Comprising of Face Value of Rs. 05/- and a Premium of Rs. 148.63/- per warrant)
5.	Number of Investors	3 (Three)
6.	Intimation on conversion of securities or on lapse of the tenure of the Instrument	<ul style="list-style-type: none"> Each Warrant will be convertible into, or exchangeable for, 1 (One) fully paid-up equity share of the Company of Face Value of Rs. 5/- (Rupees Five Only) each payable in cash, which may be exercised in one or more tranches during the period commencing from the date of allotment of the warrants until expiry of 18 (Eighteen) months. 25% of the total consideration will be paid at the time of issuance of the warrants and the remaining 75% of the total consideration shall be paid upon the exercise/conversion of each warrant within a period of 18 months of allotment of warrants.

Sr. No.	Name of the Investor/ Proposed Allottee	Category (Promoter/ Non-Promoter)	No. of Share Warrants	Outcome of the subscription/ Investment Amount (in Rs.)	Issue Price/ allotted Price (in Rs.)
1.	Matnic Finvest LLP	Promoter	45,00,000	69,13,35,000	153.63
2.	Karanjit Singh	Non-Promoter	7,00,000	10,75,41,000	153.63
3.	Srinivas Potluri	Non-Promoter	3,00,000	4,60,89,000	153.63
Total			55,00,000	84,49,65,000	

Name of the Proposed Investor	Category	Pre- issue Shareholding		Post issue Shareholding	
		Pre-issue holding	% of total Capital	Post-issue holding	% of total Capital
Matnic Finvest LLP	Promoter	3,48,12,320	35.74%	3,93,12,320	38.20%
Karanjit Singh	Public	96,000	0.10%	7,96,000	0.77%
Srinivas Potluri	Public	3,33,332	0.34%	6,33,332	0.62%

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