Date: August 06, 2026

To,

Listing & Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra
Mumbai - 400051, India

Company Symbol : **CELLECOR**
Company ISIN : **INE0OMO01025**

Sub: Outcome of Board Meeting held on Thursday, August 06, 2026 in terms of Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III thereto, we wish to inform you that the meeting of the Board of Directors of the Company held on Thursday, August 06, 2026 at the Registered Office of the Company, *inter-alia*, considered and approved the following businesses:

1. **MIGRATION OF THE LISTING AND TRADING OF THE EQUITY SHARES OF THE COMPANY FROM EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE") TO THE MAIN BOARD OF NSE AND SIMULTANEOUS DIRECT LISTING OF THE EQUITY SHARES ON THE MAIN BOARD OF BSE LIMITED ("BSE")**

   The Board of Directors considered and approved the proposal for migration of the listing and trading of the equity shares of the Company from the Emerge Platform of National Stock Exchange of India Limited ("NSE") to the Main Board of NSE and simultaneous direct listing of the equity shares on the Main Board of BSE Limited ("BSE"), subject to compliance with the applicable regulatory framework, fulfilment of eligibility criteria and receipt of requisite approvals from the shareholders of the Company, NSE, BSE and other regulatory authorities, wherever required. The Board further authorised the Directors and Key Managerial Personnel of the Company to undertake all necessary actions, filings, submissions and incidental matters in this regard.

   The Board members further noted that the formal applications for migration and direct listing shall be submitted upon fulfilment of the applicable eligibility requirements, including the aforesaid minimum listing period requirement and receipt of necessary approvals in accordance with the applicable laws and regulations.

2. **APPROVAL OF INTRODUCTION AND IMPLEMENTATION OF "CELLECOR GADGETS LIMITED EMPLOYEES STOCK OPTION PLAN – 2026" ("ESOP 2026"/ "SCHEME")**

   Based on the recommendation of the Nomination and Remuneration Committee and in compliance with the provisions of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, the Board members approved the introduction and implementation of "Cellecor Gadgets Limited Employees Stock Option Plan – 2026" ("ESOP 2026"/ "Scheme") for the grant of 50,00,000 (Fifty Lakhs) stock options to the eligible employees of Company, subject to shareholders' approval.

The Board members further authorized Nomination and Remuneration Committee as the Compensation Committee for the administration, implementation and monitoring of ESOP 2026 in accordance with the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Further, the detailed disclosure as required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as **Annexure – I.**

3. STRENGTHENING OF LEADERSHIP AND MANAGEMENT FRAMEWORK OF THE COMPANY WITH A VIEW TO STEERING THE COMPANY TOWARDS AN ACCELERATED GROWTH TRAJECTORY

The Board of Directors, based on the recommendations of the Nomination and Remuneration Committee and the approval of the Audit Committee, wherever applicable, considered and approved the proposal to strengthen the Company's leadership and management framework through a strategic realignment of roles and responsibilities and the appointment of the following Directors and Senior Management Personnel w.e.f. August 06, 2026:

a. Transition of Mr. Nikhil Aggarwal (DIN: 09016668) from the position of Whole Time Director to National Sales Head (Senior Management Personnel), in accordance with the applicable provisions of the Companies Act, 2013, including Section 188(1)(f) relating to appointment to any office or place of profit, wherever applicable, and subject to obtaining the requisite approvals.

   Consequent to the above transition, Mr. Nikhil Aggarwal tendered his resignation from the office of Whole-time Director of the Company. He shall continue to be associated with the Company in the capacity of National Sales Head (Senior Management Personnel) and shall also continue as a Promoter of the Company.

b. Appointment of Ms. Bindu Gupta (DIN: 08476435), as an Additional Director under the Executive Category, in addition to his existing role as Chief Financial Officer of the Company, pursuant to the applicable provision of 161 of the Companies Act, 2013, read with the applicable rules made thereunder.

c. Appointment of Mr. Sanjeev Khurana (DIN: 01652685) as an Additional Director under the category of Non-Executive Independent Director pursuant to the applicable provisions of 161 of the Companies Act, 2013 and Independent Director as well pursuant to provisions of Sections 149 and 152 of the Act, read with Schedule IV, subject to approval of the members of the Company, for a term of 5 (Five) years commencing August 06, 2026 up to August 05, 2031 (both days inclusive).

The Board members noted that the above initiatives are intended to strengthen the Company's leadership structure, enhance governance oversight, and establish a robust organisational framework aligned with the Company's long-term strategic objectives and future growth plans.

Stipulated Disclosures:

i) In compliance with SEBI Letter dated June 14, 2018, National Stock Exchange of India with ref no. NSE/CML/2018/24, dated June 20, 2018, we wish to confirm that none of the directors appointed today is debarred from holding the office of director by virtue of any SEBI order or any other such authority.

ii) The details with respect to the aforesaid changes in Directors, as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are enclosed herewith as **Annexure – II.**

iii) The resignation letter received from the Nikhil Aggarwal enclosed as **Annexure – III.**

4. RECONSTITUTION OF STAKEHOLDERS' RELATIONSHIP COMMITTEE

Consequent to the changes in the composition of the Board of Directors, the Board approved the reconstitution of the Stakeholders' Relationship Committee with the following members:

S. No.	**Name of Director and Category**	**Designation**
1	Swati Gupta, Independent Director	Chairperson
2	Gunjan Aggarwal, Non–Executive Director	Member
3	Sanjeev Khurana, Independent Director	Member

5. INCREASE IN THE AUTHORISED SHARE CAPITAL OF THE COMPANY

To ensure adequate headroom for issuance of equity shares arising from conversion of outstanding convertible securities, implementation of the proposed ESOP 2026 and meeting the Company's future funding and strategic requirements, the Board members approved increase the Authorised Share Capital of the Company from the existing Rs. 30,00,00,000/- (Rupees Thirty Crore only) divided into 30,00,00,000 (Thirty Crore) Equity Shares of face value of Re. 1/- (Rupee One) each to Rs. 50,00,00,000/- (Rupees Fifty Crore only) divided into 50,00,00,000 (Fifty Crore) Equity Shares of face value of Re. 1/- (Rupee One) each, by creation of additional 20,00,00,000 (Twenty Crore) Equity Shares of face value of Re. 1/- (Rupee One) each, ranking pari-passu in all respects with the existing Equity Shares of the Company and consequent amendment to the Capital Clause of the Memorandum of Association of the Company, subject to the approval of the members.

6. MEMBERS' APPROVAL THROUGH THE PROCESS OF POSTAL BALLOT

To seek members' approval through the process of postal ballot for the above-said today's board decision and accordingly, approved the draft Notice of Postal Ballot along with the calendar of events, and authorized Director/ KMP to issue the same to the concerned.

Further, approved the appointment of Ms. Anu Malhotra, Proprietor of M/s. Anu Malhotra & Associates, (COP No.- 16221) Practicing Company Secretaries as Scrutinizer for the Postal Ballot process, and National Securities Depository Limited ("NSDL") as the authorized agency for conducting the Postal Ballot process through the remote e-voting facility, along with all matters incidental and related thereto.

The cut-off date for E-Voting, as well as the dispatch of the notice of Postal ballot and the E-Voting period, have also been considered and fixed as follows:

Cut-off date for dispatch and E-voting	July 31, 2026
dispatch date of postal ballot	August 07, 2026
E-voting period	From 9:00 a.m. (IST) on August 08, 2026 up to 5:00 p.m. (IST) on September 06, 2026

The notice of the postal ballot will be sent separately to the Stock Exchange and to the Members of the Company and will also be available on the Company's website at www. cellecor.com and on the website of the stock exchange i.e. National Stock Exchange of India Limited at www.nseindia.com, and e-voting agency's website at https://www.evoting.nsdl.com in due course.

Further, as per the Company's Code of Conduct for Prohibition of Insider Trading, the trading window for dealing in the securities of the Company shall open for all Insiders, including Designated Persons and their Immediate Relatives, upon the expiry of 48 hours from the declaration of the outcome of this Board Meeting.

The Board Meeting commenced at 04:00 P.M. and concluded at 05:00 P.M.

We request you to kindly take the above information on record and disseminate to all concerned.

Thanking You,

Yours Faithfully,
For and on behalf of
Cellecor Gadgets Limited

RAVI AGARWAL

Digitally signed by RAVI AGARWAL
Date: 2026.08.06 17:19:14 +05'30'

Ravi Agarwal
Managing Director
DIN: 08471502

Annexure-I

The details under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows.

"Cellecor Gadgets Limited Employees Stock Option Plan – 2026" ("ESOP 2026"/ "Scheme")

S.No.	Particulars	Details
1.	Brief details of options granted	The objective of this Scheme is to recognize and reward employees of the Company, for their contributions to the company's success and to motivate them to continue driving that success. The ESOP 2026 shall be administered by the Nomination and Remuneration Committee designated as Compensation Committee ("Committee"). The maximum number of options that may be granted in one of more tranches pursuant to the Scheme and subject to the approval of shareholders of the Company, shall not exceed 50,00,000 (Fifty Lakhs) options which will be convertible into 50,00,000 (Fifty Lakhs) Equity Shares of face value of Re. 1/- (Rupee One only) each fully paid up. The said options will be granted to the eligible employees of the Company as determined by the Committee, from time to time.
2.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes
3	Total number of shares covered by these options	50,00,000 (Fifty Lakhs) options which will be convertible into 50,00,000 (Fifty Lakhs) Equity Shares of face value of Re. 1/- (Rupee One only) each fully paid up.
4	Pricing formula	The exercise price per option shall be the face value of the shares of the Company as on grant date.
5	Options vested	Not applicable at this stage
6	Time within which option may be exercised	All options vested shall be exercised within a period of 5 (Five) years from the date of vesting of options or such other shorter period as may be determined by the Committee, from time to time and shall be set out in the Grant Letter.
7	Options exercised	Not applicable at this stage
8	Money realized by exercise of options	
9	The total number of shares arising as a result of exercise of option	
10	Options lapsed	
11	Variation of terms of options	
12	Brief details of significant terms	The ESOP 2026 contemplates grant of options to the eligible employees (including Present and Future, if any)

		of the Company. The NRC of the Company shall act as Compensation Committee for the administration, implementation and monitoring of ESOP 2026 in accordance with the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021. The total number of stock options to be granted under the ESOP Scheme shall not exceed 50,00,000 (Fifty Lakhs) options. There shall be a minimum period of one year between the Grant of Options and Vesting of Options. The Options granted to any Employee shall vest within the Vesting Period in the manner as set forth in the Grant letter subject to maximum period of 5 years from the date of grant or such lesser period as may be decided by the Nomination and Remuneration Committee at its sole discretion from time to time. Subject to the terms of the ESOP Scheme, the Vesting of Options shall be Time based and / or Company's Performance based (based on the parameters as may be determined by NRC) as mentioned in the Grant Letter.
13	Subsequent changes or cancellation or exercise of such options	Not applicable at this stage
14	Diluted earnings per share pursuant to issue of equity shares on exercise of options	

Annexure-II

The details under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are as follows.

Resignation of Mr. Nikhil Aggarwal as Whole Time Director :

S.No.	Particulars	Details
1.	Name	Mr. Nikhil Aggarwal
2.	Reason for change	Resignation from the position of Whole-time Director consequent to the transition to the role of National Sales Head (Senior Management Personnel).
3	Date of Resignation	August 06, 2026
4.	Brief Profile	Not Applicable
5.	Disclosure of relationships between directors	Not Applicable

Appointment of Mr. Nikhil Aggarwal as National Sales Head:

S.No.	Particulars	Details
1.	Name	Nikhil Aggarwal
2.	Reason for change	Appointment as National Sales Head (Senior Management Personnel) consequent to the transition from the position of Whole-time Director.
3	Date of Approval for Appointment	August 06, 2026
4.	Brief Profile	Mr. Nikhil Aggarwal, aged 34 years, is a Founder Member and Promoter of the Company and is a first-generation entrepreneur. He has over 12 years of experience in marketing, sales, business development and brand building, with extensive expertise in leading sales and marketing teams, developing go-to-market strategies, expanding distribution networks and driving business growth. He possesses strong experience in developing and executing sales strategies, strengthening channel partnerships, establishing distribution and service networks, and enhancing market penetration across geographies. He has played a key role in building the Company's presence through effective sales planning, customer engagement initiatives and channel development across India. With his expertise in market research, consumer insights, brand positioning and business expansion, he has been instrumental in developing and strengthening the Company's brand ecosystem. He joined Unity Communication in 2016 with a

		vision to build a one-stop solution brand by establishing a strong Pan-India distribution and service network. His leadership capabilities, coupled with his experience in sales, marketing and market expansion, have contributed significantly to the growth and development of the Company.
5.	Disclosure of relationships between directors	He is brother of Mr. Ravi Agarwal, Managing Director, Ms. Bindu Gupta, Chief Financial Officer of the Company and brother in law of Mrs. Gunjan Aggarwal, Chairperson of the company.

Appointment of Ms. Bindu Gupta as Additional Director:

S.No.	Particulars	Details
1.	Name	Bindu Gupta
2.	Reason for change	Appointment as Additional Director under the Executive Category
3	Date of Approval for Appointment	August 06, 2026
4.	Brief Profile	Ms. Bindu Gupta is a Qualified Chartered Accountant having an experience of more than 20 years in the field of Accounts/ Finance/ Taxation field. Additionally, she holds a Diploma in IFRS, ensuring that her technical knowledge is aligned with the highest global reporting standards. Throughout her career, she has successfully navigated complex financial landscapes and led diverse teams to achieve organizational objectives. As a qualified Chartered Accountant with over 20 years of professional experience, she brings a wealth of expertise in financial management, auditing, and strategic planning.
5.	Disclosure of relationships between directors	She is the sister of Mr. Ravi Agarwal, Managing Director, Mr. Nikhil Aggarwal, National Sales Head of the Company and Sister in law of Mrs. Gunjan Aggarwal, Chairperson of the company.

Appointment of Mr. Sanjeev Khurana (DIN: 01652685) as an Additional Director

S.No.	Particulars	Details
1.	Name	Sanjeev Khurana
2.	Reason for change	Appointment as Additional Director under the category of Non-Executive, Independent Director
3	Date of Approval for Appointment	August 06, 2026
4.	Brief Profile	A Fellow Member (FCS) of the Institute of Company Secretaries of India, holding an LL.B. and M.Com., with around 20 years of diversified experience in corporate secretarial, legal, compliance, governance, and finance functions. Possesses extensive expertise in corporate law compliances, board and shareholder matters, regulatory

		liaison with MCA, SEBI and Stock Exchanges, drafting and vetting of legal agreements, and compliance management. Has worked across diverse industries and possesses strong exposure to listed and unlisted companies, corporate restructuring, litigation support, taxation, accounting, and financial management. Recognized for providing practical legal and compliance solutions while ensuring robust corporate governance and regulatory compliance.
5	Disclosure of relationships between directors	No, Not related to any existing / New Director

Date: August 06, 2026

To

The Board of Directors
Cellecor Gadgets Limited
AG-12, Shalimar Bagh,
Delhi-110088

Subject: Resignation from the Office of Whole Time Director

Dear Members of the Board,

As part of the Company's ongoing strategic realignment of leadership responsibilities and organisational structure, aimed at strengthening functional leadership and aligning executive responsibilities with the Company's evolving business priorities, I have agreed to continue my association with the Company by assuming an enhanced operational role as National Sales Head (Senior Management Personnel).

Accordingly, I hereby tender my resignation from the office of Whole Time Director of Cellecor Gadgets Limited. This resignation is solely from my directorship and shall not be construed as a cessation of my association with the Company, as I shall continue to contribute to the Company's growth and business objectives in my operational leadership role.

I sincerely thank the Board of Directors, the management team and all stakeholders for the confidence, guidance and support extended to me during my tenure as Whole Time Director. I look forward to continuing to serve the Company and contributing to its future growth in my new capacity.

I request the Board to kindly take this resignation on record and complete the necessary statutory and regulatory formalities in this regard.

Thanking you.

Yours faithfully,

Nikhil Aggarwal
DIN: 09016668