

Ref no.- KTSL/2025-2026/082

To

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

**Sub: Allotment of 36,00,000 fully paid-up Equity Shares of ₹ 1/- each, upon conversion of warrants**

**Ref: Disclosure under Regulation 30 of SEBI Listing Regulations, 2015**

Dear Sir/Madam,

In furtherance to our submission dated September 19, 2025(Ref no.- KTSL/2025-2026/051), and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”), we hereby inform you that the Board of Directors of the company through Circular Resolution passed today *i.e.* **March 31, 2026**, has allotted 36,00,000 fully paid up equity shares of the face value of ₹ 1/- each to **M/s. Matnic Finvest LLP (LLPIN: AAM-1950)**, warrant holder (Promoter Group), pursuant to exercise of their right to convert share warrants (the “Warrants”) into equity shares.

The details of the warrants allotted to Ms. Matnic Finvest LLP are given below

| Name of Allottee              | Category | No. of warrants allotted | No. of warrants already converted | No. of warrants applied for conversion | No. of warrants pending for conversion |
|-------------------------------|----------|--------------------------|-----------------------------------|--|--|
| <b>Ms. Matnic Finvest LLP</b> | Promoter | 2,25,00,000              | 0                                 | 36,00,000                              | 1,89,00,000                            |

The allotment has been made for cash, upon receipt of the remaining exercise price of ₹ 18.9/- per share warrant (being an amount equivalent to 75% of the warrant exercise price of ₹ 25.2/- per warrant), aggregating to Rs. **6,80,40,000 /-** (**Rupees Six Crore Eighty Lakh Forty Thousand only**).

The equity shares so allotted on the exercise of warrants on a preferential basis shall rank *pari-passu* with the existing equity shares of the Company in all respects.

Consequent to the conversion of warrants into equity shares, the revised capital structure of the Company shall be as follows:

| Particulars                         | Before Allotment | After Allotment |
|-------------------------------------|------------------|-----------------|
| Paid-up Equity Share Capital in (₹) | 52,78,04,670/-   | 53,14,04,670/-  |
| Number of Equity Shares             | 52,78,04,670     | 53,14,04,670    |
| Face Value per Equity Share         | ₹ 1/- each       |                 |

**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](mailto:info@kellton.com) Website: [www.kellton.com](http://www.kellton.com)

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

After considering the aforementioned allotment of 36,00,000 Equity Shares, the following shall be the reconciliation of warrants:

| Particulars   | Warrants convertible into equity shares Pre-split (FV ₹5) | Warrants convertible into equity shares Post-split (FV ₹1) |
|---|---|--|
| Total Warrants allotted                                       | 55,00,000   | 2,75,00,000  |
| Less: Warrants converted into equity shares on March 30, 2026 | 7,20,000  | 36,00,000  |
| <b>Total Outstanding Warrants</b>                             | <b>47,80,000</b>  | <b>2,39,00,000</b>   |

It may be noted that 2,39,00,000 total warrants, each convertible into equity shares of Face value ₹ 1, are outstanding for conversion, and these warrant holders are entitled to get their warrants converted into an equal number of Equity Shares of the Company by paying the remaining 75% *i.e.*, ₹ 18.9/- per warrant within 18 months from the date of warrant allotment *i.e.* March 18, 2027.

Pursuant to Regulation 30 and Schedule III of the Listing Regulations, read with the SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (“SEBI Disclosure Circular”), the detailed disclosure in respect of the allotment of equity shares pursuant to conversion of warrants is set out below at Annexure-A.

The information is also available on the Company’s website at [www.kellton.com](http://www.kellton.com) for your reference.

Kindly take the same on record.

**Thanking You,  
Yours faithfully,**

**For Kellton Tech Solutions Limited**

**Rahul Jain  
Company Secretary and Compliance Officer  
ICSI M. No- ACS62949**

**Date:** March 31, 2026

**Place:** Hyderabad

**Annexure-A**

| <b>S. No</b> | <b>Particulars</b>  | <b>Description</b>   |
|--------------|---|--|
| 1.           | Type of securities Allotted   | Equity Shares are allotted on the conversion of fully paid Warrants.   |
| 2.           | Type of Allotment   | Preferential allotment (Conversion of Warrants into Equity Shares).  |
| 3.           | Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)            | 36,00,000 equity shares of the Company of face value ₹ 1/- each, pursuant to conversion of 36,00,000 warrants, against receipt of the balance subscription amount of ₹ 18.9 /- per warrant (i.e. 75% of the issue price), aggregating to INR ₹ <b>6,80,40,000/-</b>  |
| 4.           | Names of the investor   | M/s Matnic Finvest LLP ( <b>LLPIN: AAM-1950</b> )  |
| 5.           | Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors | <p>Pursuant to the aforesaid allotment, the issued, subscribed and paid-up share capital of the Company stands increased by 36,00,000 Equity shares of Face value ₹ 1/-</p> <p>Pursuant to this allotment, the promoter group shareholding stands increased <b>from 37.67% to 38.09%</b>. <b>Statement on the shareholding pattern of the Company post this statement is of the Company is detailed in Annexure- B</b></p> |
| 6.           | In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument                            | Out of total 2,25,00,000, warrants allotted, M/s Matnic Finvest LLP has exercised and converted 36,00,000 warrant into 36,00,000 Equity Shares of ₹ 1 Each/-   |

**Annexure-B**

|                             | Pre allotment | % of Holding | Post Allotment | % of Holding |
|-----------------------------|---------------|--------------|----------------|--------------|
| Promoter and Promoter Group | 19,88,28,550  | 37.67%       | 20,24,28,550   | 38.09%       |
| Public Shareholders         | 32,89,76,120  | 62.33%       | 32,89,76,120   | 61.91%       |
| Total Shareholding          | 52,78,04,670  | 100.00%      | 53,14,04,670   | 100.00%      |