ROX HI-TECH LIMITED
(Formerly known as ROX Trading and Systems Pvt.Ltd & ROX Hi-Tech Pvt.Ltd)
Old # 101-B, New # 160,
Mahalingapuram Main Road,
Mahalingapuram, Chennai - 600 034.
Ph : +91-44-2817 3449
CIN : L51506TN2002PLC048598
Email : info@rox.co.in Web : www.rox.co.in

Date: July 25, 2026

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C-1, G- Block
Bandra Kurla Complex,
Bandra (East), Mumbai – 400051, India

Symbol: ROXHITECH

Subject : Outcome of the meeting of the Board of Directors of ROX Hi-tech Limited ("the Company") in terms of the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015").

Dear Sir/Madam,

With reference to the captioned subject, in continuation to the outcome of the Board Meeting dated July 20, 2026 and in terms of the provisions of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations")** as amended from time to time, we wish to inform your good office that the Board of Directors of ROX Hi-Tech Limited **("the Company")**, at their meeting held today i.e., Saturday, July 25, 2026, has inter alia, considered and approved the following businesses:

I. Issue and Allotment of up to **20,00,000 (Twenty Lakh)** Equity Shares **("Equity Shares")**, having face value of Rs. 10/- each of the Company, at an issue price of **Rs. 40.03/- (Rupees Forty and Zero Three Paise Only)** per Equity Share, determined in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 **("SEBI ICDR Regulations")**, for cash, for an aggregate amount of up to **Rs. 8,00,60,000/- (Rupees Eight Crore and Sixty Thousand Only),** to the below-mentioned persons/entities belonging to the "Public" category **("Proposed Allottees")**, subject to the approval of members of the Company and applicable regulatory authorities:

Sr. No.	Name of the Proposed Allotees	Category	No. of Equity Shares to be issued (Up to)
1.	Amit R Agarwal	Public	6,00,000
2.	Kamal Dharewa	Public	1,15,000
3.	Pradyumna Singhania	Public	2,00,000
4.	IH Consultancy Services LLP	Public	1,15,000
5.	Chirag Pramod Vora	Public	64,000
6.	Manish Mutha	Public	64,000
7.	Ray Invest (BO: Amit Kumar Sarda)	Public	1,35,000
8.	Pushpa Sarda	Public	1,35,000

Sr. No.	Name of the Proposed Allotees	Category	No. of Equity Shares to be issued (Up to)
9.	Devendra Omprakash Kathuria	Public	54,000
10.	Shilpa Jalan	Public	50,000
11.	Vasanti Gunvant Sheth	Public	64,000
12.	Chetna Kankaria	Public	54,000
13.	Kinchit Sunilkumar Mehta	Public	1,00,000
14.	Nitin Tradfins & Investments Private Limited	Public	1,50,000
15.	Mahendra Kankaria And Sons (HUF)	Public	1,00,000
Total			**20,00,000**

*Details as per Regulation 30 of the SEBI Listing Regulations, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, with respect to this Preferential Issue is enclosed as **'Annexure A'**.*

II. Issue and Allotment of **up to 25,00,000 (Twenty-Five Lakh)** Fully Convertible Warrants **("Warrants")**, at an issue price of **Rs. 40.03/- (Rupees Forty and Zero Three Paise Only)** per Warrant, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, convertible at an option of Warrant holder(s) in one or more tranches, within 18 (Eighteen) months from its allotment date into equivalent number of fully paid-up equity shares of face value of Rs. 10 each/- for cash, for an aggregate amount of up to **Rs. 10,00,75,000/- (Rupees Ten Crore and Seventy-Five Thousand Only),** to the below mentioned persons/entities belonging to the "Public" category **("Proposed Allottees")**, subject to the approval of members of the Company and applicable regulatory authorities:

S. No.	Name of the Proposed Allotees	Category	No. of Warrants to be issued (Up to)
1.	Amit R Agarwal	Public	3,00,000
2.	Amit Agarwal HUF	Public	9,00,000
3.	Shruti Agrawal	Public	9,00,000
4.	Avora SME Fund 1	Public	1,00,000
5.	Resource Vincom Private Limited	Public	3,00,000
Total			**25,00,000**

*Details as per Regulation 30 of the SEBI Listing Regulations, 2015, read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, with respect to this Preferential Issue is enclosed as **'Annexure B'**.*

III. Constitution of a Preferential Issue Committee to finalize/approve all the relevant documents, as may be deemed necessary.

IV. Considered and approved the Re-appointment of Mr. M M Senthil Kumar (DIN 09161887), as Whole-time Director of the company, subject to the shareholders' approval for a further term of Five (5) years. **"*Annexure C*"**

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V. Notice of the Extra-Ordinary General Meeting **("EGM")** of the members of the Company scheduled to be held on Friday, August 21, 2026 at 03:00 pm IST for the purpose of obtaining their approval in respect of the proposed Preferential Issue.

The meeting of the Board of Directors commenced at 18:36 pm and concluded at 19:16 pm.

You are requested to kindly take the same on your records.

Thanking you,

Yours faithfully,
For ROX Hi-Tech Limited

THENMOZHI RAMALINGAM
Digitally signed by THENMOZHI RAMALINGAM
Date: 2026.07.25 19:28:47 +05'30'

Thenmozhi
Company Secretary & Compliance Officer

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Annexure - A

Details of Preferential Issue in terms of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Disclosures
1.	**Type of securities proposed to be issued**	Equity Shares
2.	**Type of issuance**	Preferential Issue
3.	**Total number of securities proposed to be issued or total amount for which the securities will be issued**	Issue and allotment of up to 20,00,000 (Twenty Lakh) Equity Shares of face value of Rs. 10/- each, for cash, aggregating up to Rs. 8,00,60,000/- (Rupees Eight Crore and Sixty Thousand Only), at an issue price of Rs. 40.03/- (Rupees Forty and Zero Three Paisa Only) per Equity Share, determined in accordance with the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and applicable provisions of Companies Act, 2013.
4.	**Name and number of the Investor(s)**	**S. No.** — **Name of the Proposed Allotees** 1. Amit R Agarwal 2. Kamal Dharewa 3. Pradyumna Singhania 4. IH Consultancy Services LLP 5. Chirag Pramod Vora 6. Manish Mutha 7. Ray Invest (BO: Amit Kumar Sarda) 8. Pushpa Sarda 9. Devendra Omprakash Kathuria 10. Shilpa Jalan 11. Vasanti Gunvant Sheth 12. Chetna Kankaria 13. Kinchit Sunilkumar Mehta 14. Nitin Tradfins & Investments Private Limited 15. Mahendra Kankaria And Sons (HUF)
5.	**Issue price**	Rs. 40.03/- per Equity Share
6.	**In case of convertibles, Intimation on conversion of securities or on lapse of the tenure of the instrument.**	Not Applicable
7.	**Tenure/ Conversion**	Not Applicable
8.	**Nature of Consideration (Whether cash or**	Cash

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	consideration other than cash)	
9.	**Any cancellation or termination of proposal for issuance of securities including reasons thereof**	Not Applicable

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Annexure - B

Details of Preferential Issue in terms of SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026:

Sr. No.	Particulars	Disclosures
1.	**Type of securities proposed to be issued**	Fully Convertible Warrants ("**Warrants**")
2.	**Type of issuance**	Preferential Issue
3.	**Total number of securities proposed to be issued or total amount for which the securities will be issued**	Issue and allotment of up to 25,00,000 (Twenty-Five Lakh) Fully Convertible Warrants, at an issue price of Rs. 40.03/- (Rupees Forty and Zero Three Paise Only) per Warrant, determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, convertible at an option of Warrant holder(s) in one or more tranches, within 18 (Eighteen) months from its allotment date into equivalent number of fully paid-up equity shares of face value of Rs. 10 each/- for cash, for an aggregate amount of up to Rs. 10,00,75,000/- (Rupees Ten Crore and Seventy-Five Thousand Only).
4.	**Name and number of the Investor(s)**	**S. No.** — **Name of the Proposed Allotees** 1. Amit R Agarwal 2. Amit Agarwal HUF 3. Shruti Agrawal 4. Avora SME Fund 1 5. Resource Vincom Private Limited
5.	**Issue price**	Rs. 40.03/- per Warrant
6.	**In case of convertibles, Intimation on conversion of securities or on lapse of the tenure of the instrument.**	Intimation will be given as and when such event arises.
7.	**Tenure/ Conversion**	Convertible into equivalent number of Equity Shares of Rs. 10/- each within a maximum period of 18 months from the date of allotment of such Warrants.
8.	**Nature of Consideration (Whether cash or consideration other than cash)**	Cash
9.	**Any cancellation or termination of proposal for issuance of securities including reasons thereof**	Not Applicable

Annexure - C

The Particulars required as per Regulation 30 of SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 are given below;

Sl. No.	Particulars	M. M. Senthil Kumar
1.	Reason for change viz. appointment, Re- Appointment, resignation, removal, death or otherwise	Reappointment of Mr. M. M. Senthilkumar as Whole-Time Director of the company subject to the approval of shareholders for further period of five (5) year with effect from July 25, 2026 to July 24, 2031.
2.	Date of Appointment/ Re- Appointment / Cessation (As Applicable) & Terms Appointment	With effect from July 25, 2026. Terms of Appointment: For the period of Five Years from the Date of Appointment subject to approval of Shareholders.
3.	Brief Profile (applicable in case of appointment)	MM Senthil Kumar is a techno-commercial expert with numerous certificates has successfully overseen a multitude of Fortune 1000 clients on a global scale. He is highly respected in IT system integration space, for driving impactful outcomes, and enhancing brand and company reputation. His portfolio showcases the strategic design and seamless deployment of intricate IT infrastructure solutions, spanning network security, data centres, collaborative platforms, and industrial IoT.
4.	Disclosure of Relationships between directors (Applicable in case of appointment)	NA.
5.	Information as required under NSE circular no. NSE/CML/2018/24 dated June 20, 2018.	Mr. M. M. Senthil Kumar is not debarred from holding the office of director by virtue of any SEBI Order or any other such Authority.

For ROX Hi-Tech Limited

THENMOZHI RAMALINGAM
Digitally signed by THENMOZHI RAMALINGAM
Date: 2026.07.25 19:29:33 +05'30'

Thenmozhi
Company Secretary & Compliance Officer