



VIJI FINANCE LIMITED

CIN: L65192MP1994PLC008715

Registered Office: 11/2, Usha Ganj, Jaora Compound, Indore (M.P.)-452001
Tel.0731-4246092,Emailid-info@vijifinance.com,Website-www.vijifinance.com

Date: 23rd April, 2026

| | |
|---|---|
| To, The Secretary (DCS/Compliance), Corporate Relationship Department, BSE Limited Phiroze Jeejeebhoy Towers, DalalStreet, Mumbai-400001 | To, The Secretary (Listing/Compliance), National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai-400001 |
| To, The Secretary, The Calcutta Stock Exchange Limited 4, Lyons Range, Dalhousie, Murgighata, BBD Bagh, Kolkata, West Bengal 700001 | |

Subject: Continuous Disclosure of material events or information in pursuance of Regulation 30 read with Sub Para 2.1 of Para A of Part A of Schedule III of the SEBI (LODR) Regulation, 2015 as amended from time to time.

Reference: VIJI FINANCE LIMITED (BSE SCRIP CODE: 537820; CSE SCRIP CODE: 032181; NSE SYMBOL: VIJIFIN, ISIN: INE159N01027)

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and with reference to the Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024 regarding Continuous Disclosure Requirement for Listed Entities; we are enclosing disclosure as required under Sub Para 2.1 of Para A of Part A of Schedule III.

This disclosure pertains to the issuance of securities, for which the consent of the members of the Company has been obtained at an Extra-Ordinary General Meeting.

The Extra-Ordinary General Meeting of the Company was held on Thursday, 23rd April, 2026 which commenced at 11.33 A.M. and concluded at 11:42 A.M.

Further aforesaid disclosure shall also be available on the website of the Company at www.vijifinance.com and shall also be submitted in XBRL mode within prescribed time limit.

You are requested to take on record the above said information for your reference and records.

Thanking you.

Yours Faithfully,

FOR VIJI FINANCE LIMITED

Vijay Kothari
Chairman & Managing Director
DIN: 00172878



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CONSENT OF THE MEMBERS OF THE COMPANY BE AND ARE HEREBY ACCORDED FOR ISSUANCE OF 12,75,00,000 WARRANTS CONVERTIBLE INTO EQUIVALENT NUMBER OF EQUITY SHARES OF THE COMPANY ON PREFERENTIAL BASIS

The details relating to issuance of warrants on preferential basis as required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 further amended vide SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December, 2024 are as under:

| S. No. | Particulars | Description |
|--------|--|--|
| 1 | Type of securities proposed to be issued (viz. equity shares, convertibles etc.); | Warrants convertible into equivalent number of Equity Shares of the Company |
| 2 | Type of issuance (further public offering, rights issue, Depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.) | Preferential allotment of warrants convertible into equivalent number of equity shares |
| 3 | Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately) | Issue of up to 12,75,00,000 (Twelve Crores Seventy Five Lacs) warrants convertible into equivalent number of Equity Shares of the Company having face value of INR 1/- (Rupee One Only) {"Equity Share(s)"} each at a price of INR 2.80/- (Rupees Two and Eighty Paise Only) each payable in cash ("Warrant Issue Price"), aggregating up to INR 35,70,00,000/- (Rupees Thirty Five Crores Seventy Lakhs only) ("Total Issue Size"). |
| 4 | In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s): | |
| i. | Names of the Investor(s) | As provided in Annexure I below |
| | Issue Price and Size | Each Convertible Warrant will be issued at a price (including the Warrant Subscription Price and the Warrant Exercise Price) of INR 2.80/- (Rupees Two and Eighty Paise Only) payable in cash ("Warrant Issue Price"), aggregating up to INR 35,70,00,000/- (Rupees Thirty-Five Crores Seventy Lakhs only) |
| | Nature of consideration | Cash |
| ii. | Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors | Attached in Annexure I below |
| iii. | In case of convertibles-intimation on conversion of securities or on lapse of the | a) Each of the warrants are convertible into equivalent number of Equity |

| | | |
|---|---|--|
| | tenure of the instrument; | <p>Shares within a period of eighteen months from the date of allotment.</p> <p>b) An amount equivalent to 25% of the consideration shall be payable at the time of subscription and allotment of warrants and the remaining 75% of the consideration shall be payable on the exercise of options against each such warrant.</p> <p>c) In the event that the Proposed Allottees does not exercise the option for Equity Shares against any of the warrants within a period of eighteen months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the consideration paid by the Proposed Allottees shall be forfeited by the Company.</p> |
| 6 | Any cancellation or termination of proposal for issuance of securities including reasons thereof. | Not applicable |

The Extra-Ordinary General Meeting of the Company was held on Thursday, 23rd April, 2026 which commenced at 11.33 A.M. and concluded at 11:42 A.M.

FOR VIJI FINANCE LIMITED

Vijay Kothari
Chairman & Managing Director
DIN: 00172878

Annexure I

(Names of the Investor(s), post allotment of securities -outcome of the subscription, issue price / allotted price (in case of convertibles))

| S.No | Name of the proposed allottees | Category (promoter /non promoter) | Pre-Issue Equity holding | | No. of warrants proposed for allotment | Total Consideration Amount In INR | Post preferential allotment and conversion of warrants into Equity Shares (assuming issue of maximum number of Warrants and their full conversion) | |
|------|--------------------------------|-----------------------------------|--------------------------|--------------|--|-----------------------------------|--|--------------|
| | | | No. of shares | % of holding | | | No. of shares | % of holding |
| 1 | Vicky R. Jhaveri Huf | Non Promoter | - | - | 1,30,00,000 | 3,64,00,000 | 1,30,00,000 | 4.81 |
| 2 | Rajesh Nanubhai Jhaveri Huf | Non Promoter | - | - | 1,30,00,000 | 3,64,00,000 | 1,30,00,000 | 4.81 |
| 3 | Harsha Rajesh Jhaveri | Non Promoter | - | - | 1,30,00,000 | 3,64,00,000 | 1,30,00,000 | 4.81 |
| 4 | Nimit Manojkumar Rathod | Non Promoter | - | - | 40,00,000 | 1,12,00,000 | 40,00,000 | 1.48 |
| 5 | Manoj Chhaganlal Rathod | Non Promoter | - | - | 1,00,00,000 | 2,80,00,000 | 1,00,00,000 | 3.70 |
| 6 | Ashik D Sanghvi Huf | Non Promoter | - | - | 75,00,000 | 2,10,00,000 | 75,00,000 | 2.78 |
| 7 | Dhirajlal V Sanghvi Huf | Non Promoter | - | - | 75,00,000 | 2,10,00,000 | 75,00,000 | 2.78 |
| 8 | Kunal D Sanghvi Huf | Non Promoter | - | - | 75,00,000 | 2,10,00,000 | 75,00,000 | 2.78 |
| 9 | Sagar D Sanghvi Huf | Non Promoter | - | - | 75,00,000 | 2,10,00,000 | 75,00,000 | 2.78 |
| 10 | Vishw Jayesh Vora | Non Promoter | 2,47,112 | 0.17% | 56,00,000 | 1,56,80,000 | 58,47,112 | 2.16 |
| 11 | Sureshkumar V Vora Huf | Non Promoter | 2,27,200 | 0.16% | 24,50,000 | 68,60,000 | 26,77,200 | 0.99 |
| 12 | Jayesh Vaghjibhai Vora Huf | Non Promoter | 2,53,400 | 0.18% | 24,50,000 | 68,60,000 | 27,03,400 | 1.00 |
| 13 | Ashokkumar Shantilal Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 14 | Arvindkumar Shantilal Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 15 | Gautamkumar Shantilal Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 16 | Arunaben Arvindkumar Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 17 | Reetaben Gautamkumar Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 18 | Madhuben Ashokkumar Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 19 | Vandana Ashokbhai Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 20 | Sumita Rahul | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |

| | | | | | | | | |
|----|--------------------|--------------|---|---|-----------|-------------|-----------|------|
| | Jain | Promoter | | | | | | |
| 21 | Kevina Vanraj Jain | Non Promoter | - | - | 36,00,000 | 1,00,80,000 | 36,00,000 | 1.33 |
| 22 | Nisha D Jain | Non Promoter | - | - | 16,00,000 | 44,80,000 | 16,00,000 | 0.59 |

FOR VIJI FINANCE LIMITED

Vijay Kothari
Chairman & Managing Director
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