November 10, 2026

**To,**
**BSE Limited**
**Phiroze Jeejeebhoy Towers,**
**Dalal Street, Mumbai – 400001**
**Scrip Code: 532372**

**To,**
**National Stock Exchange of India Limited**
**Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051**
**Symbol: VIRINCHI**

Dear Sir/Madam,

**Subject** : **Outcome of the Board Meeting, Un-Audited Financial Results for the Quarter and Half Year ended September 30, 2026**
**Reference** : **Regulation 30 & 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above cited subject and our letter dated November 02, 2026, we bring to your kind notice that the Board of Directors of the Company at their meeting held today, i.e. Tuesday, November 10, 2026, inter-alia, transacted the following business

1. Considered and Approved the Un-Audited Standalone & Consolidated Financial Results of the Company for the Quarter and Half Year ended September 30, 2026.

2. Approved Raising of Funds by Preferential Issue of Convertible Equity Warrants to Certain Identified Promoter and Non-Promoter entities.

The issuance and allotment of up to 2,00,00,000 (Two Crore only) Convertible Equity Warrants ('Warrants'), carrying a right exercisable by Proposed Allottees to subscribe to one Equity Share (having face value of Rs. 10/- (Rupees Ten only)) per Warrant by way of preferential allotment on private placement basis to “Promoter and Non-promoter Entities” (“Proposed Allottees”), as detailed below, at an issue price of Rs. 15/- (Rupees Fifteen only) per Warrant, which is higher than the floor price determined in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”) payable in cash for an amount aggregating up to Rs. 30,00,00,000/- (Rupees Thirty Crore only) in such manner and on such terms and conditions as may be determined by the Board in accordance with SEBI ICDR Regulations and other applicable laws subject to approval of Members at the ensuing Extraordinary General Meeting and other necessary regulatory, statutory and other approvals, permissions and sanctions, as may be applicable.

**Names of the Proposed Allottees of the Convertible Equity Warrants:**

| S.No. | Names of the Proposed Allottees | Category | Maximum no. of Warrants for the respective Allottee |
|---|---|---|---|
| 1. | Viswanath Kompella | Promoter | 1,50,00,000 |
| 2. | IT Peer Technologies LLC | Public | 50,00,000 |
| | | **Total** | **2,00,00,000** |

Details as required under Regulation 30 of the Listing Regulations read with Master Circular issued by SEBI vide circular no. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January, 30 2026 ("Master Circular"), with respect to the preferential issue is enclosed as Annexure-I.

3. Approved Notice of the Extra-Ordinary General Meeting (EGM No. 01/2026-2027), which is scheduled to be held on Thursday, December 10, 2026 at 3:30 P.M. for obtaining the approval of the Members of the Company for the aforementioned matters, the Board of Directors of the Company has decided to hold an EGM of the Company through OAVM/VC and has approved the draft notice of the EGM and matters related thereto to be issued to the shareholders for convening the EGM.

The notice of the said EGM will be sent separately to the stock exchange(s) and to the shareholders of the Company and will also be available on the Company's website at www.virinchi.com and on the website of the stock exchanges i.e. BSE and NSE in due course.

The Company has fixed Thursday, December 03, 2026 as the cut-off date for determining the eligibility of the Members entitled to vote by remote e-voting at the ensuing EGM of the Company schedule to be held on Thursday, December 10, 2026 at 3:30 P.M. through OAVM/VC. The Company would be availing e-voting services of CDSL. The remote e-voting period begins on Monday, December 07, 2026 (09:00 A.M. IST) and ends on Wednesday, December 09, 2026 (05:00 P.M. IST).

The meeting commenced at 07:30 p.m. and concluded at 08:00 p.m.

This is for your information and records.

Thanking You,
Yours faithfully

**For Virinchi Limited**

K RAVINDRA NATH TAGORE
Digitally signed by K RAVINDRANATH TAGORE
Date: 2026.11.10 20:37:56 +05'30'

**K Ravindranath Tagore**
**Company Secretary**
**M.No.A18894**

Encl. as above

**Annexure-I**

**Details as required under Regulation 30 of the Listing Regulations read with Master Circular issued by SEBI vide Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 ("Master Circular"), with respect to the preferential issue.**

<table>
<tr><th>S.No.</th><th>Particulars</th><th>Disclosure</th></tr>
<tr><td>1.</td><td>Type of securities proposed to be Issued</td><td>Fully Convertible Equity Warrants ("Warrants")</td></tr>
<tr><td>2.</td><td>Type of issuance</td><td>Preferential Issue</td></tr>
<tr><td>3.</td><td>Total number of securities proposed to be issued or total amount for which the securities will be issued</td><td>Up to 2,00,00,000 (Two Crore only) Warrants at an issue price of Rs. 15/- (Rupees Fifteen only) each to "Promoter and Non-promoter Entities" for an amount aggregating up to Rs. 30,00,00,000/- (Rupees Thirty Crore only)</td></tr>
<tr><td>4.</td><td>Name and number of the Investor(s)</td><td>
<table>
<tr><th>S.No.</th><th>Names of the Proposed Allottees</th><th>Category</th><th>Maximum no. of Warrants for the respective Allottee</th></tr>
<tr><td>1.</td><td>Viswanath Kompella</td><td>Promoter</td><td>1,50,00,000</td></tr>
<tr><td>2.</td><td>IT Peer Technologies LLC</td><td>Public</td><td>50,00,000</td></tr>
<tr><td></td><td></td><td>Total</td><td>2,00,00,000</td></tr>
</table>
</td></tr>
<tr><td>5.</td><td>Issue price</td><td>Rs. 15/- (Rupees Fifteen only)</td></tr>
<tr><td>6.</td><td>Post allotment of securities - outcome of the subscription.</td><td>
<table>
<tr><th>Category</th><th colspan="2">Pre preferential issue*</th><th colspan="2">Post preferential issue**</th></tr>
<tr><th></th><th>No of Shares</th><th>%</th><th>No of Shares</th><th>%</th></tr>
<tr><td>Promoters and Promoter Group (A)</td><td>4,44,75,538</td><td>39.46</td><td>6,95,25,538</td><td>47.60</td></tr>
<tr><td>Public (B)</td><td>6,82,31,834</td><td>60.54</td><td>7,65,21,358</td><td>52.40</td></tr>
<tr><td>Non-Promoter-Non Public Shareholding (C)</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Total (A) + (B)+(C)</td><td>11,27,07,372</td><td>100</td><td>14,60,46,896</td><td>100.00</td></tr>
</table>
**The post issue paid-up capital is arrived after considering entire preferential allotment proposed to be made under this notice and also the pending warrants of 1,33,39,524 as on date both in promoter and public group.
</td></tr>
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| | | |
|---|---|---|
| 7. | Intimation on conversion of securities or on lapse of the tenure of the instrument | The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment. Each warrant would be convertible into 1 Equity Share and the rights attached to Warrants can be exercised in one or more tranches, within 18 (eighteen months) from the date of allotment of such warrants. In the event that a Warrant holder does not exercise the Warrants within a period of 18 (eighteen) months from the date of allotment of such warrants, the unexercised Warrants shall lapse and the amount paid by that Warrant holder on such Warrants shall stand forfeited by the Company. |
| 8. | Nature of Consideration | Cash |
| 9. | Any cancellation or termination of proposal for issuance of securities including reasons thereof | Not applicable |