



June 20, 2026

To

BSE Limited

Phiroze Jeejeebhoy Towers

Dalal Street Mumbai 400001

Scrip Code – 543597

Subject: Outcome of Board Meeting

Pursuant to Regulation 30 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the Board of Directors of the Company, at its meeting held today i.e. on June 20, 2026, has inter alia considered and approved the following:

A. Subject to approval of the shareholders of the Company and such other regulatory/governmental approvals may be required, the Board has approved to offer, issue and allot on preferential basis, the following securities to the proposed allottee:

1. To create, issue, offer and allot, from time to time, in one or more tranches, upto 16,85,392 (Sixteen lakh eighty-five thousand three hundred ninety-two) Equity Shares having face value of Rs. 10/- at a price of Rs. 356/- per share including a premium of Rs. 346 per share, aggregating up to Rs. 59,99,99,552/- (Rupees Fifty nine crore ninety nine lakh ninety nine thousand five hundred fifty two rupees only) for cash consideration to certain identified persons/ entity (Proposed Allottee) as mentioned below by way of preferential issue in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ("Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended ("Rules"), Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (LODR) Regulations, 2015 and such other acts / rules / regulations as may be applicable and subject to necessary approval of the members of the Company and other regulatory authorities, as maybe applicable ("Preferential Issue of Equity Shares").

Sr. No.	Name of Proposed Allottee(s) of Equity Shares	Category	Maximum number of Equity Shares to be issued	Maximum Consideration (Rs. in Crores)
1	Malabar India Fund Limited	Non-Promoter	14,04,494	50.00
2	India Insight Value Fund	Non-Promoter	2,80,898	10.00



VIRTUOSOO Optoelectronics Limited

Office Address : 7 MIDC Area, Satpur, Trimbak Road, Nasik - 422007

Email : Info@voepl.com

Website : www.voepl.com

Tel Number: +91253 2309016 / 2309017

Company CIN No: L74999MH2015PLC268355



Total	16,85,392	60.00
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The information as required under Regulation 30 of the SEBI Listing Regulations read with read with SEBI Master circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 with respect to the aforesaid Preferential Issue is enclosed as Annexure I.

2. To create, issue, offer and allot, from time to time, in one or more tranches, up to 7,02,246 (Seven lakh two thousand two hundred forty six) Unlisted fully Convertible warrants ("Warrants"), each convertible into or exchangeable at an option of Investor, within a maximum period of 18 months from the date of allotment of warrants into equivalent number of fully paid-up equity share of the Company of face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs 356/ per warrant (including a premium of Rs. 346/- per warrant) aggregating up to Rs. 24,99,99,576/- (Rupees Twenty four crore ninety nine lakh ninety nine thousand five hundred seventy six rupees only), for cash consideration to certain identified persons/ entity (Proposed Allottee) as mentioned below by way of preferential issue in accordance with the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013, as amended ("Act") read with Companies (Prospectus and Allotment of Securities) Rules, 2014, and Companies (Share Capital and Debentures) Rules, 2014 as amended ("Rules"), Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, SEBI (LODR) Regulations, 2015 and such other acts / rules / regulations as may be applicable and subject to necessary approval of the members of the Company and other regulatory authorities, as maybe applicable ("Preferential Issue of Warrants").

Sr. No.	Name of Proposed Allottee(s) of Warrants	Category	Maximum number of Warrants to be issued	Maximum Consideration (Rs. Crores) *
1	Sukrit Bharati	Promoter	4,21,348	15.00
2	Sukrit Bharati HUF	Promoter Group	1,40,449	5.00
3	Nikitha Shravan Poddatur	Promoter Group	1,40,449	5.00
Total			7,02,246	25.00

The information as required under Regulation 30 of the SEBI Listing Regulations read with read with SEBI Master circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, with respect to the aforesaid Preferential Issue is enclosed as Annexure I.



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- B. To hold an Extraordinary General Meeting ("EGM") of the members of the Company on Sunday, July 12, 2026, at 11:00 AM (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to seek the approval of the shareholders of the Company inter alia in relation to the above issue of equity shares. The Board of Directors has approved the draft notice of the EGM and matters related thereto. The notice of the said EGM will be sent separately to the Stock Exchange(s) and to the Members of the Company and will also be available on the Company's website at www.voepl.com and on the website of the stock exchanges .

The Company has fixed July 05 ,2026 as the "Cut-off-Date" for the purpose of determining the eligibility of the members entitled to vote by remote e-voting. Those shareholders holding shares either in dematerialized form or in physical form, as on the close of business hours on July 05, 2026 will be entitled to avail the facility of remote e-voting as well as voting at the EGM.

- C. Appointment of scrutinizer for the purpose of e-voting

The Board of Directors have appointed M/s. Vishal Thawani & Associates, Practicing Company Secretary (Membership No. ACS: 43938; CP No: 17377), Practicing Company Secretary, as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner for the purpose of EGM of the Company.

The Board meeting was commenced at 01:45 p.m. and concluded at 02:10 p.m.

You are requested to take the same on your record.

Thanking you,

Yours Faithfully,

For **Virtuoso Optoelectronics Limited**

Prasad Zinjurde

Company Secretary and Compliance Officer

M No A54800



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Annexure I

Disclosure pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular HO/49/14/14(7)2025-CFDDOD2/I/3762/2026 dated January 30, 2026;

Sr. No.	Particulars	Information
1	Type of Security	a) Equity Shares b) Unlisted fully Convertible Warrants (Warrants)
2	Type of Issuance	Preferential allotment on a private placement basis in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("ICDR Regulations") and other applicable laws
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	a. Upto 16,85,392 Equity Shares having face value of Rs. 10 at a price of Rs. 356/- per share including a premium of Rs. 346 per share, aggregating up to Rs. 59,99,99,552/- (Rupees Fifty-nine crore ninety-nine lakh ninety-nine thousand five hundred fifty-two rupees only) and b. Upto 7,02,246 Warrants i.e. each convertible into or exchangeable at an option of Investor, within a maximum period of 18 months from the date of allotment of warrants into equivalent number of fully paid-up equity share of the Company of face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs 356/-per Warrant (including a premium of Rs. 346/- per warrant), aggregating up to Rs. 24,99,99,576/- (Rupees Twenty four crore ninety nine lakh ninety nine thousand five hundred seventy six rupees only.)
4	In case of preferential issue, the	listed entity shall disclose the following additional details
5	Name of the Investors	Refer Annexure A
6	post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	Outcome of the subscription- Refer Annexure B Issue Price per Equity Share and warrants is Rs. 356/-, which is not lower than the floor price. An amount equivalent to 25% of the Issue Price i.e. Rs. 89/- ("Warrant Subscription Price") shall be payable at the time of subscription and allotment of each Warrant and the balance 75% of the Issue Price i.e. Rs. 267/- ("Warrant Exercise Price") shall be payable by the Warrant holder(s) on the exercise of the Warrant(s). Number of Investors: 5
7	in case of convertibles – intimation on conversion of securities or on lapse of the tenure of the instrument	Same will be intimated to stock exchanges as and when warrants will be converted/ lapsed.
8	Any cancellation or termination of proposal for	Not Applicable



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issuance of securities including reasons thereof
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Annexure A

Name of Investor(s) of Equity Shares

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Name of Investor(s) of warrants

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Annexure B

Category	Pre- Preferential Issue as on 12.06.2026		Post Allotment of Equity Shares pursuant to the Preferential Allotment		Post Issue Equity Shareholding (assuming full conversion of Warrants)	
	No. of Equity Shares held	% held	No. of Equity Shares held	% held	No. of shares	% held
Promoter and Promoter group	1,58,32,236	49.74	1,58,32,236	47.23	1,65,34,482	47.30
Public	1,60,00,843	50.26	1,76,86,235	52.76	1,84,18,835*	52.70
Total	3,18,33,079	100.00	3,35,18,471	100.00	3,49,53,317**	100.00

* in the Extraordinary Meeting held on July 23, 2025, members of the Company has approved issuance of 30,76,923 warrants convertible into equity shares to Malabar India Fund Ltd. Further Board of Directors of the Company vide Board resolution dated August 26, 2025 approved allotment to warrants pursuant to the receipt of 25% of fund. Subsequently, Malabar India Fund Ltd on September 23, 2025, November 07, 2025 and February 06, 2026 had exercised their option to convert 8,79,121, 5,86,081 and 8,79,121 warrants into equity shares respectively. as on date, 7,32,600 warrants are pending for conversion.



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***The post-issue shareholding has been arrived assuming that the entire outstanding warrants shall be converted into equity shares on exercise of options by the Malabar India Fund Limited as well as Proposed Allotees in this preferential allotment*



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