Date: 24th July, 2026

To,
The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Scrip Code: 540515
Scrip ID: KANUNGO

Subject: Outcome of the Adjourned Meeting of the Board of Directors held on 24th July, 2026 pursuant to Regulations 30 and 33 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

With reference to our earlier intimation dated **16th July, 2026** regarding the meeting of the Board of Directors scheduled to be held on **22nd July, 2026**, and further intimation regarding the adjournment of the said meeting on **22nd July, 2026**, we wish to inform you that the **Adjourned Meeting of the Board of Directors** of the Company was duly held today, **Friday, 24th July, 2026**, at the Registered Office of the Company, inter alia, the board discussed, considered and approved the following matters: -

1. The Increase Board of Directors approved the proposal for increase in authorized share capital of the company from Rs. 5,24,00,000/- (Rupees Five Crores Twenty-Four Lakh Only) divided into 52,40,000 (Fifty-Two Lakh Forty Thousand) equity shares of Rs. 10/- (Rupees Ten Only) each to Rs. 50,00,00,000/- (Rupees Fifty Crores Only) divided into 5,00,00,000/- (Five Crores Only) Equity shares of Rs. 10/- (Rupees Ten Only) each by addition of Rs. 44,76,00,000/- (Rupees Forty-four Crores Seventy-Six Lakh Only) divided into 4,47,60,000 (four Crores Forty-Seven Lakh Sixty Thousand) Equity Shares of Rs. 10/- (Rupees Ten Only) each face value, subject to the shareholders' approval in coming Extra Ordinary General Meeting of the company.

2. Alteration of Clause- V with respect to capital clause pursuant to Increase in Authorised Share Capital of the Memorandum of Association of the company, subject to approval of members of the company in the ensuing Extra-Ordinary General Meeting.

3. Took on records the Valuation Report of the Target Companies to ascertain the Fair Value of Eq. Shares for the purpose of Acquisition(s) of M/s Startech Infralogistics Private Limited ("SIPL") and M/s. Peepal Mining and Logistics Private Limited ("PMLPL") issued by Registered Valuer - Prabhakar Pramod Jha (Reg. no. IBBI/RV/16/2021/14342).

4. The board discussed and took final decision on the Acquisition of **M/s. Startech Infralogistics Private Limited ("SIPL")** equity shares of Rs. 10/- each face value i.e. 19.50% equity shareholding of M/s. Startech Infralogistics Private Limited ("SIPL") from the existing shareholders of " SIPL ", on which the Board of Directors has given their initial approval in its meeting held on 14th July 2026, for a total purchase consideration of Rs. 42,48,97,000/- (Rupees Forty-Two Crores Forty-Eight Lakhs Ninety-Seven Thousand Only) at a price of Rs.

380/- (Rupees Three Hundred Eighty Only) per equity share, by issuance and allotment of up to 2,12,44,850 fully paid-up equity shares of the Company having face value of Rs. 10/- (Rupees One Only) each at a price of Rs. 20/- (Rupees Twenty Only) per equity share, including a premium of Rs. 10/- Only per equity share determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of entire purchase consideration) to the shareholders of "**SIPL**". Pursuant to this acquisition "**SIPL**" will become the Associate Company of Kanungo Financiers Limited.

The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as Annexure-A.

5. The board discussed and took final decision on the Acquisition of **M/s. Peepal Mining and Logistics Private Limited ("PMLPL")** equity shares of Rs. 10/- each face value i.e. 19.50% equity shareholding of M/s. Peepal Mining and Logistics Private Limited ("PMLPL") from the existing shareholders of " PMLPL", on which the Board of Directors has given their initial approval in its meeting held on 13th July 2026, for a total purchase consideration of Rs. 38,83,44,800/- (Rupees Thirty-Eight Crores Eighty-Three Lakhs Forty-four Thousand Eight Hundred Only) at a price of Rs. 380/- (Rupees Three Hundred Eighty Only) per equity share, by issuance and allotment of up to 1,94,17,240 fully paid-up equity shares of the Company having face value of Rs. 10/- (Rupees One Only) each at a price of Rs. 20/- (Rupees Twenty Only) per equity share, including a premium of Rs. 10/- Only per equity share determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of entire purchase consideration) to the shareholders of "PMLPL". Pursuant to this acquisition "PMLPL" will become the Associate Company of Kanungo Financiers Limited.

   The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as Annexure-**B**.

6. Took on records the Valuation Report of the **Kanungo Financiers Limited** "Company" to ascertain the Fair Value of Eq. Shares for the purpose of Allotment of Eq. Shares to the shareholders of M/s Startech Infralogistics Private Limited ("SIPL") and M/s. Peepal Mining and Logistics Private Limited ("PMLPL") issued by Registered Valuer - Prabhakar Pramod Jha (Reg. no. IBBI/RV/16/2021/14342).

7. Took on Records the Compliance Certificate and Pricing Certificate for Preferential issue of Eq. Shares.

8. The board discuss and approved the proposal for offer, Issue, and allot 4,06,62,090 Equity Shares of face value Rs. 10/- each face value at an issue price of Rs. 20/- (including premium of Rs. 10/-) each of the company on a Preferential Basis to the shareholders of M/s Startech Infralogistics Private Limited ("SIPL") and M/s. Peepal Mining and Logistics Private Limited ("PMLPL") for consideration other than cash (share swap), which has been determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), for a consideration other than cash (share swap) (for discharge of entire purchase consideration) to the shareholders of M/s Startech Infralogistics Private Limited ("SIPL") and M/s. Peepal Mining and Logistics Private Limited ("PMLPL"), on such terms and conditions which will be approved by board in this meeting, subject to the shareholders' approval in ensuing general meeting of the company.

The details as required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular, is enclosed herewith as Annexure-C

9. Authorised to the Managing Director, Directors or Company Secretary of the Company to sign the application, documents, deeds, forms and to make necessary application and file documentation with various authorities and stock exchange and where as necessary for the purpose of preferential issue and other matters approved by the Board of Directors.

10. Extra-Ordinary General Meeting ("EOGM") of the Company will be held on 21th August, 2026 at 03:00 P.M. (IST) (IST) through Video Conferencing/Other Audio-Visual Means in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

11. Approved the appointment of Scrutinizer for EOGM E-Voting facility.

12. Authorised to Managing Director, Executive Director and Company Secretary to send the notice of EOGM and make necessary applications to the Stock Exchange/Depositories etc. in this regard.

13. Resignation of Mr. Chirag Kirtikumar Shah as a Managing Director & CFO of the Company. **ANNEXURE – D**

14. Appointment of Mr. Atul Ankush Marathe (DIN: 08158359) as a Executive Director & CFO of the Company. **ANNEXURE – E**

The aforesaid Board Meeting commenced at 5.00 P.M and concluded at 7:30 P.M.

Kindly take the above information on your record.

Thanking You.

Yours faithfully,

For Kanungo Financiers Limited

Mahendra Kumar Jagdeesh Patel

Digitally signed by Mahendra Kumar Jagdeesh Patel
Date: 2026.07.24 20:06:44 +05'30'

Mahenda Kumar Jagdeesh Patel
Director
DIN: 10782956

ANNEXURE – A

Disclosure of information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, read with SEBI Circular No. *SEBI/HO/CFD-PoD1/P/CIR/2023/123* date *13th July, 2023*

Sr. No.	Particulars	Information
1.	Name of the target entity, details in brief such as size, turnover, etc.	M/S. Startech Infralogistics Private Limited ("SIPL") CIN - U63090CT2022PTC012978 Authorised Capital: Rs. 6,00,00,000 Paid-up Capital: Rs. 5,73,41,040 Turnover as at March 31, 2025 (Audited): Rs. 52,37,78,000/-
2.	Whether the acquisition / investment would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Not Applicable
3.	Industry to which the entity being acquired/invested belongs	To establish, organize, manage, run, charter, conduct, contract, develop, handle, own, operate and to do business as fleet carriers, transporters, in all its branches on land, air, water, & space, for transporting goods, articles, or things on all routes and lines on National and International level subject to law in force through all sorts of carries like trucks, lorries, trawlers, dumpers, coaches, tankers, tractors, haulers, jeeps, trailers, motor buses, omnibuses, motor taxis, railways, tramways, aircraft's, hovercrafts, rockers, space shuttles, ships, vessels, boats, barges and so on whether propelled by petrol, diesel, electricity, steam oil, atomic power or any other form of power. To carry on the business as agents, distributors, merchants, importers, exporters, traders, contractors, ware housemen and to establish, maintain, operate and/or run agency lines in goods, stores, consumable items, durable merchandise, chattels and effects of every kind and description in any place in the world and without limiting the generality of the above, to carry on business as Selling Agents, Buying Agents, Factors, Carriers, Jath Merchants, Landing Clearing and Forwarding Agents, Commission Agents, Distributors and Stockiest, Brokers and/ or in any other capacity. To carry on the business of clearing and forwarding agents, courier and cargo handlers, handling and haulage contractors,

		warehousemen, common carriers by land, rail, water and air, container agents, to handle goods and passengers within the country and outside and to carry on the business of tour and travel operators and to act as customs agents, landing agents, stevedores and longshoremen.
4.	Objects and effects of acquisition/investment (including but not limited to, disclosure of reasons for acquisition/investment of target entity, if its business is outside the main line of business of the listed entity)	Entering into new business segment for diversification of business, this acquisition will help to diversify its business and open new stream of revenue for the company which will benefit the already existing shareholders and established business.
5.	Brief details of any governmental or regulatory approvals required for the acquisition/investment	Not Applicable
6.	Indicative time period for completion of the acquisition/investment	Within 15 days after last and final approval of Shareholders or Stock Exchange whichever is later
7.	Nature of consideration – whether cash consideration or share swap and details of the same	Issue of Shares for consideration other than cash (Share Swap)
8.	Cost of acquisition/investment or the price at which the shares are acquired	The cost of Acquisition is Rs. 42,48,97,000/- (Rupees Forty-Two Crores Forty-Eight Lakhs Ninety-Seven Thousand Only) the Company will acquire 11,18,150 Equity shares fully paid-up equity shares having face value of Rs. 10/- (Rupees Ten only) each at a price of Rs. 380/- (Rupees Three Hundred Eighty Only) per share being discharge of aggregate price consideration of Rs. 42,48,97,000/- (Rupees Forty-Two Crores Forty-Eight Lakhs Ninety-Seven Thousand Only), by issue and allotment of 2,12,44,850 (Two Crore Twelve Lakhs Forty-Four Thousand Eight Hundred Fifty) Equity shares having face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs. 20/- (Rupees Twenty Only) per equity share (including a premium of Rs. 10/- per share) per equity share from "SIPL" Shareholders.
9.	Percentage of shareholding / control acquired and / or number of shares acquired	19.50% of the shareholding in "SIPL" thus making it the associate of the Company.
10.	Brief background about the entity acquired/invested in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired/invested entity has presence and any other significant information (in brief)	The Company is into the business of providing Diversified commercial services. Date of incorporation: 31/03/2022 Turnover: F.Y. 2023 Rs. 6,24,87,238 F.Y. 2024 Rs. 3,55,08,000 F.Y. 2025 Rs. 52,37,78,000

ANNEXURE – B

Disclosure of information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, read with SEBI Circular No. *SEBI/HO/CFD-PoD1/P/CIR/2023/123* date *13th July, 2023*

Sr. No.	Particulars	Information
1.	Name of the target entity, details in brief such as size, turnover, etc.	M/S. Peepal Mining and Logistics Private Limited ("PMLPL") CIN - U14290CT2022PTC012736 Authorised Capital: Rs. 5,25,00,000 Paid-up Capital: Rs. 5,24,08,250 Turnover as at March 31, 2025 (Audited): Rs. 71,19,43,000/-
2.	Whether the acquisition / investment would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Not Applicable
3.	Industry to which the entity being acquired/invested belongs	1. To carry on the businesses of provider of transportation and logistics services in India or abroad in relation to transport of persons and goods of all kind and description, including all means of transportation by land, sea, inland waterways, air and multimodal transport, etc, management of warehouses and logistics centers, undertaking warehousing services. 2. To carry on in India or elsewhere the business to buy, take on lease or under a licence, concession, grant or otherwise acquire mines, mining rights in any land or other place and metalliferous land and any interest there in and to explore, work, develop, turn to account the same.
4.	Objects and effects of acquisition/investment (including but not limited to, disclosure of reasons for acquisition/investment of target entity, if its business is outside the main line of business of the listed entity)	Entering into new business segment for diversification of business, this acquisition will help to diversify its business and open new stream of revenue for the company which will benefit the already existing shareholders and established business.

5.	Brief details of any governmental or regulatory approvals required for the acquisition/investment	Not Applicable
6.	Indicative time period for completion of the acquisition/investment	Within 15 days after last and final approval of Shareholders or Stock Exchange whichever is later
7.	Nature of consideration – whether cash consideration or share swap and details of the same	Issue of Shares for consideration other than cash (Share Swap)
8.	Cost of acquisition/investment or the price at which the shares are acquired	The cost of Acquisition is Rs. 38,83,44,800/- (Rupees Thirty-Eight Crores Eighty-Three Lakhs Forty-Four Thousand Eight Hundred Only) the Company will acquire 10,21,960 Equity shares fully paid-up equity shares having face value of Rs. 10/- (Rupees Ten only) each at a price of Rs. 380/- (Rupees Three Hundred Eighty Only) per share being discharge of aggregate price consideration of Rs. 38,83,44,800/- (Rupees Thirty-Eight Crores Eighty-Three Lakhs Forty-Four Thousand Eight Hundred Only), by issue and allotment of 1,94,17,240 (One Crore Ninety-Four Lakh Seventeen Thousand Two Hundred Forty) Equity shares having face value of Rs. 10/- (Rupee Ten Only) each at a price of Rs. 20/- (Rupees Twenty Only) per equity share (including a premium of Rs. 10/- per share) per equity share from "PMLPL" Shareholders.
9.	Percentage of shareholding / control acquired and / or number of shares acquired	19.50% of the shareholding in "PMLPL" thus making it the associate of the Company.
10.	Brief background about the entity acquired/invested in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired/invested entity has presence and any other significant information (in brief)	The Company is into the business of providing Diversified commercial services. Date of incorporation: 04/02/2022 Turnover: F.Y. 2023 Rs. 3,80,15,887 F.Y. 2024 Rs. 6,25,83,000/- F.Y. 2025 Rs. 71,19,43,000/-

ANNEXURE – C

Disclosure of information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, read with SEBI Circular No. *SEBI/HO/CFD-PoD1/P/CIR/2023/123* date *13th July, 2023*

Sr. No	Particulars	Information
1.	Type of Securities proposed to be issued	Equity Shares of face value Rs. 10/- per share.
2.	Type of Issuance	Preferential Allotment
3.	Total Number of Securities proposed to be issued and the Total Amount for which the Securities will be issued (approximately)	2,12,44,850 (Two Crore Twelve Lakh Forty-Four Thousand Eight Hundred Fifty) Equity Shares consideration other than cash to the shareholders of M/s Startech Infralogistics Private Limited ("SIPL") being discharge of payment consideration by share swap, on preferential basis. 38,83,44,800/- (Rupees Thirty-Eight Crores Eighty-Three Lakhs Forty-Four Thousand Eight Hundred Only) Equity Shares consideration other than cash to the shareholders of M/s. Peepal Mining and Logistics Private Limited ("PMLPL") being discharge of payment consideration by share swap, on preferential basis. 4,06,62,090 (Four Crore Six Lakh Sixty-two Thousand Ninety) Equity Shares in cash to the proposed preferential allottees, on preferential basis.
4.	Name of the investors	As per the Annexure – I (List of proposed allottees)
5.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 4,06,62,090 (Four Crore Six Lakh Sixty-two Thousand Ninety) Equity Shares of face value Rs. 10/- at an issue price of Rs. 20/- per share, aggregating value Rs. 81,32,41,800 (Rupees Eighty-One Crore Thirty-Two Lakh Forty-One Thousand Eight Hundred Only).
6.	Issue Price	Issue at price of Rs. 20/- (including premium of Rs. 10/-) as determined under Chapter V of SEBI ICDR Regulations, arrived through valuation report issued by Registered Valuer.
7.	Tenure/ Conversion	Not Applicable

Annexure – I

(List of proposed allottees)

S. No.	Name of Allottee	No. of Eq. Shares to be allotted
1	CHHAYA GAURANG SHAH	85,61,970
2	NISHA HASMUKH PANCHAL	31,70,720
3	HARDIK KAUSHIKBHAI SHAH HUF	31,70,720
4	HETUL KALPATARU SHAH	31,70,720
5	DEVANSH KALPATARU SHAH	31,70,720
6	FAITHFUL VINCOM PRIVATE LIMITED	85,46,200
7	NAVIN KESHRIMAL MEHTA	54,35,520
8	ANJANA HARDIK SHAH	54,35,520
	Total shares to be allotted	**4,06,62,090**

ANNEXURE – D

The required details as per SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 are as under –

Name	Mr. Chirag Kirtikumar Shah
Designation	Managing Director & CFO
Reason for Resignation	Due to time constraints and other engagements, I am unable to continue as an Managing Director & CFO of the Company and hereby tender my resignation.
Date of Resignation	24th July 2026
Effective Date of Cessation	24th July 2026
Brief profile	Not Applicable
Disclosure of Relationship between Directors	Not Applicable
Additional information in case of resignation of an Managing Director & CFO	
Letter of Resignation along with detailed reason for resignation	Enclosed
Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any	NIL
The Managing Director & CFO shall, along with the detailed reasons, also provide a confirmation that there are no other material reasons other than those provided.	The required confirmation has been provided in the enclosed letter.

Annexure-E

Details as required under SEBI Circular No. SEBI/HO/CFD/CFD-PoD 1/P/CIR/2023/123 dated July 13, 2023

Appointment of Mr. Atul Ankush Marathe (DIN: 08158359), as an Executive Director and Chief Financial Officer (CFO) of the Company

Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Atul Ankush Marathe (DIN: 08158359) as an Executive Director and CFO of the company for the smooth working of day to day activities of the Company.
Date of appointment /cessation & term of appointment	Executive Director w.e.f 24th July, 2026 subject to approval of board of director. N.A..
Brief profile (in case of appointment)	Mr. Atul Ankush Marathe possesses sound knowledge in the fields of finance, accounts, and corporate management. He brings with her significant experience in financial planning, reporting, and compliance with regulatory frameworks. His expertise will contribute to the Company's financial and operational strategy.
Disclosure of relationships between directors(in case of appointment of a Director)	NA
Information as required under BSE circular no. LIST/COMP/14/2018-19, dated June 20, 2018.	Mr. Atul Ankush Marathe is not debarred from holding the office of Director by any SEBI order or any other such authority.

Chirag Kirtikumar Shah

Resignation Letter

Date: 24th July, 2026

From,
Chirag Kirtikumar Shah
Managing Director

To,
The Board of Directors
Kanungo Financiers Limited
B/7, 'B' Wing, 5th Floor, Ajanta Commercial
Center Income Tax, Ashram Road, Ahmedabad,
Ahmedabad, Gujarat, India, 380009

Sub: **Resignation from Directorship**

Dear Sir(s)/Madam,

I hereby tender my resignation from the office of Managing Director and Chief Financial Officer (CFO) of the Company with effect from the close of business hours on 24th July, 2026.

The reason for my resignation is my pre-occupation with other professional assignments and personal commitments, which require my increased attention and time. Consequently, I am unable to devote sufficient time to effectively discharge my responsibilities towards the affairs and management of the Company.

I confirm that there are no material reasons for my resignation other than those stated above.

I request the Board to kindly take my resignation on record with effect from 24th July, 2026 and arrange to complete all necessary statutory and regulatory filings, including those required under the provisions of the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws.

Thanking you.

Yours Faithfully,

C. K. Shah

Chirag Kirtikumar Shah
Director
DIN: 08111288