November 06, 2026

To
BSE Limited
Department of Corporate Services,
Phirozee Jeejeebhoy Tower,
Dalal Street Fort,
Mumbai-400001.

Scrip Code: *542025*
ISIN: *INE206Z01020*

Subject: Outcome of Board Meeting pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) (LODR) Regulations, 2015

Dear Sir/Madam,

With reference to the captioned subject and pursuance to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations 2015, this is to inform you that the Meeting of the Board of directors was held on Friday, November 06, 2026, at the registered office of the company, inter-alia, have considered and approved following among other businesses:

The outcome of Board meeting is as under:

1. To Allot Fully Convertible Equity Warrants on a Preferential basis.

Pursuant to Special Resolution passed by the Members of Sun Retail Ltd in AGM (Including Remote E-Voting) on Wednesday, September 30, 2026, and pursuant to the "In-principle Approval" granted by the BSE on October 23, 2026, the Board of Directors of the Company has allotted 12,92,03,800 (Twelve Crore Ninety-Two Lakh Three Thousand Eight Hundred) Fully Convertible Equity Warrants convertible into Equity Shares to 1 allottees on November 06, 2026 at an issue price of Rs. 1.00/- per warrant on preferential basis in Third tranche in accordance with SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

Sr. No	Name of the Allottee	Category	Warrants Issued
1.	VENECE MERCHANDISE PRIVATE LIMITED	Public - Non-Institutional – Body Corporate	12,92,03,800
	Total		**12,92,03,800**

Further, we would like to inform you that the Company has received from the proposed allottee 25% of the consideration amount as required under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and as the Company has allotted warrants, there is currently no change in the paid-up share capital of the Company.

The relevant details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular dated January 30, 2026, are annexed and marked as **Annexure - I.**

The Board Meeting Commenced at 03.45 P.M. and concluded at 04.15 P.M.

You are requested to kindly take the above information on record.

Thanking you,
Yours faithfully

For, SUN RETAIL LIMITED

SANJAY PATIL

Digitally signed by SANJAY PATIL
Date: 2026.11.06 16:22:17 +05'30'

SANJAY PATIL
MANAGING DIRECTOR
DIN: 11912512

Annexure – I

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular dated January 30, 2026.

Sr. No	Particular	Remarks
1	Type of securities proposed to be allotted (viz. equity shares, convertibles etc.);	Fully Convertible Equity Warrants each convertible into equivalent number of fully paid-up equity share of the Company.
2	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Allotment of Fully Convertible Equity Warrants pursuant to Preferential allotment in accordance with the Chapter V of SEBI (ICDR) Regulation 2018 read with the Companies Act, 2013 and rules made there.
3	Total number of securities proposed to be Allotted or the total amount for which the securities will be allotted (approximately);	Allotment of 12,92,03,800 Fully Convertible Equity Warrants on Preferential basis to the Non - Promoter Category investor at an issue price of Rs. 1.00/- in Third tranche.
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s): i) Names of the investors; ii) Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors; iii) in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	i) Names of Investors– **Annexure I(A)** ii) Post Allotment of Securities – details mentioned below as **Annexure – I(B)** iii) In case of Convertibles Securities - Each Warrant would be convertible into equivalent number of fully paid-up equity share of face value of Re. 1/- each of the Company at an option of Proposed Allottee, within a maximum period of 18 months from the date of allotment of Warrants. An amount equivalent to at least 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottee on the exercise of option of conversion of the warrant(s). The number of Equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.
5	Any cancellation or termination of proposal for issuance of securities including reasons thereof	**Not Applicable**

Annexure – I(A)

Sr No.	Name of proposed Allottee
1.	VENECE MERCHANDISE PRIVATE LIMITED

Annexure – I(B)

Sr. No.	Name of the Shareholders	Category	Pre-issue shares	% to pre-issue capital	No. of warrants allotted	Post issue Equity share capital*	% of post issue shareholding*
1.	VENECE MERCHANDISE PRIVATE LIMITED	Public - Non-Institutional – Body Corporate	0	0	12,92,03,800	12,92,03,800	20.67
TOTAL					**12,92,03,800**		

***NOTE: The percentage of post issue shareholding has been computed assuming the full allotment of 46,98,32,000 warrants and the consequent conversion of such warrants into equity shares.**