

May 11, 2026

The Listing Department
BSE Limited
Phirozee Jeejeebhoy Towers
Dalal Street, 25th Floor
Mumbai – 400 001

Name of Scrip: Apex Capital and Finance Limited
Scrip Code: 541133

Dear Sir/Madam,

Subject: Outcome of the Securities Committee Meeting under Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 - Allotment of 76,00,000 (Seventy Six Lacs) Equity Shares of Rs. 10/- each upon conversion of Convertible Warrants

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, this is to inform you that the Securities Committee of the Company at its meeting held on 11.05.2026, has inter-alia, considered and approved the following matters:

1. In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI LODR"), we hereby wish to inform you that the Securities Committee in its meeting dated 09.12.2024 had allotted 76,00,000 (Seventy Six Lacs) Convertible Warrants to respective allottees on a preferential basis. Further, the Securities Committee in its meeting held today, i.e. 11.05.2026, has allotted 76,00,000 (Seventy Six Lacs) fully paid-up Equity Shares of Rs. 10/- each of the Company ("Equity Shares") upon conversion of equivalent number of Warrants, consequent to the receipt of written requests from the Warrant Holders for the exercise of the option for conversion of Warrants allotted to them and confirmation received from them regarding payment of the balance 75% of the Warrant Issue Price, being the amount payable on or before the allotment of Equity Shares upon conversion of the Warrants, as per the details provided below:

Name of Allottees	No. of Warrants for which request is received for conversion	No. of equity shares Allotted pursuant to conversion of Warrants	Amount received (towards exercise price i.e 75% Warrant Price)* In INR
Hillgrow Infoservices Pvt. Ltd.	8,40,677	8,40,677	7,88,13,468.75
Incense Developers Pvt. Ltd.	9,39,198	9,39,198	8,80,49,812.50

Palmtree Infracon Pvt. Ltd.	10,50,677	10,50,677	9,85,00,968.75
Veteran Infradevelopers Pvt. Ltd.	10,50,677	10,50,677	9,85,00,968.75
Foster Infrastructure Pvt. Ltd.	10,50,677	10,50,677	9,85,00,968.75
Smt. Suchitra	6,16,094	6,16,094	5,77,58,812.50
Sh. Ankit Sangwan	2,82,079	2,82,079	2,64,44,906.25
Smt. Usha Solanki	2,82,290	2,82,290	2,64,64,687.50
Shamsher Singh (HUF)	1,61,805	1,61,805	1,51,69,218.75
Parveen Kumar (HUF)	1,99,436	1,99,436	1,86,97,125.00
Pawan Singh (HUF)	1,80,390	1,80,390	1,69,11,562.50
Smt. Sukhwanti Sangwan	4,73,000	4,73,000	4,43,43,750.00
Sh. Krishan Kumar Sangwan	4,73,000	4,73,000	4,43,43,750.00
Total	76,00,000	76,00,000	71,25,00,000.00

Pursuant to this conversion and allotment of equity shares, all the 76,00,000 warrants stand fully converted into equity shares of the Company and no warrants remain outstanding.

Further, consequent to the fresh allotment, the revised Paid-Up Equity Share Capital of the Company is as follows:

Pre-Allotment			Post Allotment		
No. of Equity Shares	Face value per share (INR)	Paid up Capital (INR)	No. of Equity Shares	Face value per share (INR)	Paid up Capital (INR)
59,19,978	10/-	5,91,99,780/-	1,35,19,978	10/-	13,51,99,780/-

The newly issued Equity Shares shall rank pari-passu with the existing Equity Shares of the Company in all respects and shareholders of the newly issued shares shall be entitled to all other benefits, if any.

Subsequent to the fresh allotment, there is no change in the control of the Company.

The Equity Shares so allotted shall also be subject to lock-in requirements as per the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and any amendment thereto from time to time.

The Securities Committee Meeting commenced at 11.30 A.M. and concluded at 11.55 A.M.

We request you to take the above information on record.

Thanking You.

Yours Truly,

For **APEX CAPITAL AND FINANCE LIMITED**

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JHA Date: 2026.05.11
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(PHUL JHA)
Company Secretary and Compliance Officer
ICSI M. No. ACS-20850

Place: New Delhi

Details of Preferential Allotment in terms Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015.

1. Type of securities proposed to be issued (viz Equity shares, convertibles etc.)

Equity Shares (upon conversion of Share Warrants)

2. Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);

Preferential Allotment

3. Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately):

76,00,000 (Seventy Six Lacs) fully paid-up Equity Shares of Rs. 10/- each.

4. In case of preferential issue, the listed entity shall disclose the following additional details to Stock Exchange(s).

i) Names of the investors:

S. No.	Names of the Allottees	Category	Number of Equity Shares
1.	Hillgrow Infoservices Pvt. Ltd.	Promoter	8,40,677
2.	Inscence Developers Pvt. Ltd.	Promoter	9,39,198
3.	Palmtree Infracon Pvt. Ltd.	Promoter	10,50,677
4.	Veteran Infradevelopers Pvt. Ltd.	Promoter	10,50,677
5.	Foster Infrastructure Pvt. Ltd.	Promoter	10,50,677
6.	Smt. Suchitra	Promoter	6,16,094
7.	Sh. Ankit Sangwan	Public	2,82,079
8.	Smt. Usha Solanki	Public	2,82,290
9.	Shamsher Singh (HUF)	Public	1,61,805
10.	Parveen Kumar (HUF)	Public	1,99,436
11.	Pawan Singh (HUF)	Public	1,80,390
12.	Smt. Sukhwanti Sangwan	Public	4,73,000
13.	Sh. Krishan Kumar Sangwan	Public	4,73,000
Total			76,00,000

(ii) Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors.

The Company has received balance amount equivalent to 75% of the Warrant Issue Price, being amount payable by the Warrant Holder on or before the allotment of Equity Shares pursuant to

exercise of the options attached to Warrants to subscribe to Equity Shares, from the Warrant Holders as mentioned above. Accordingly, in terms of the resolution passed by the Securities Committee of the Company in its meeting held on 09.12.2024, resolution passed by the Shareholders of the Company in their Extra-ordinary General Meeting held on July 29, 2024, In-principle approval received from BSE Limited vide its letter no. LOD/PREF/MK/FIP/1389/2024-25 dated November 28, 2024, the Securities Committee of the Company in their meeting held on today i.e 11.05.2026 have allotted 76,00,000 (Seventy Six Lacs) Equity Shares of Rs. 10/- each of the Company to the aforementioned 13 (Thirteen) allottees.

(iii) In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.

76,00,000 (Seventy Six Lacs) Equity Shares of Rs. 10/- each of the Company have been allotted by the Securities Committee upon exercise of the option by the Warrant Holders for conversion of 76,00,000 (Seventy Six Lacs) Warrants.

PHUL
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by PHUL JHA
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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE SECURITIES COMMITTEE OF APEX CAPITAL AND FINANCE LIMITED HELD ON 11.05.2026 AT THE REGISTERED OFFICE OF THE COMPANY AT L-3, GREEN PARK EXTENSION, GREEN PARK, NEW DELHI, INDIA-110016 AT 11.30 A.M

ALLOTMENT OF EQUITY SHARES UPON EXERCISE OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS

The Chairman informed the Committee that the Company had in its meeting held on 09.12.2024, allotted 76,00,000 (Seventy Six Lacs) Convertible Warrants ("Warrant") each carrying a right to subscribe to one Equity Share of Rs. 10/- each of the Company ("Equity Share") per Warrant, exercisable by the Warrant holder in one tranche, within a period of 18 (Eighteen) months from the date of allotment of the Warrants, at a price of Rs. 10/- (Rupees Ten only) per Warrant ("Warrant Issue Price"), aggregating to Rs. 95,00,00,000 /- (Rupees Ninety Five Crore Only) on preferential basis.

He further informed that the Company has received requests from the Warrant Holders for conversion of their Warrants along-with the confirmation for payment of balance consideration (being 75% of the Warrant Issue Price) as per the details provided below:

S. No	Name of the Warrant Holder	Category	PAN	Number of Warrants to be converted	Amount received (Balance 75% on conversion)
1.	Hillgrow Infoservices Pvt. Ltd.	Promoter	AACCH1867R	8,40,677	7,88,13,468.75
2.	Incence Developers Pvt. Ltd.	Promoter	AACCI0448K	9,39,198	8,80,49,812.50
3.	Palmtree Infracon Pvt. Ltd.	Promoter	AAECP9998H	10,50,677	9,85,00,968.75
4.	Veteran Infradevelopers Pvt. Ltd.	Promoter	AACCV9638A	10,50,677	9,85,00,968.75
5.	Foster Infrastructure Pvt. Ltd.	Promoter	AABCF3458P	10,50,677	9,85,00,968.75
6.	Smt. Suchitra	Promoter	AISPS8706R	6,16,094	5,77,58,812.50
7	Sh. Ankit Sangwan	Public	AYEPS4674C	2,82,079	2,64,44,906.25
8	Smt. Usha Solanki	Public	IQTPS1283Q	2,82,290	2,64,64,687.50
9	Shamsher Singh (HUF)	Public	AANHS2947F	1,61,805	1,51,69,218.75
10	Parveen Kumar (HUF)	Public	AAHHP2115A	1,99,436	1,86,97,125.00



11	Pawan Singh (HUF)	Public	AAHHP2087F	1,80,390	1,69,11,562.50
12	Smt. Sukhwanti Sangwan	Public	AANPS0416P	4,73,000	4,43,43,750.00
13	Sh. Krishan Kumar Sangwan	Public	AEDPS2857N	4,73,000	4,43,43,750.00

The Committee discussed the matter briefly and thereafter passed the following resolution in this regard unanimously:

“RESOLVED THAT pursuant to provisions of Section 62(1)(c), read with Sections 23(1)(b), 42, and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules framed there under (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force); and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the “SEBI LODR Regulations”), the listing agreements entered into by the Company with the BSE Limited (“BSE on which the Equity Shares of the Company are listed, SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI SAST Regulations”), to the extent applicable, read with the approval granted by the Shareholders of the Company at their Meeting held on 29.07.2024, and the In-principle approval received from BSE, vide its letter no. LOD/PREF/MK/FIP/1389/2024-25 dated November 28, 2024, consent of the Committee of the Company be and is hereby accorded to allot 76,00,000 (Seventy Six Lacs) fully Paid-up Equity Shares of Rs. 10/- each of the Company (“Equity Share”) to the below mentioned investors:

S. NO	Name of the Allottee	Address of the Allottee	PAN	Number of Equity Shares allotted	Allotment Price per Share
1.	Hillgrow Infoservices Pvt. Ltd.	L- 3, Green Park Extension, New Delhi-110016	AACCH1867R	8,40,677	10/-
2.	Inscence Developers Pvt. Ltd.	L- 3, Green Park Extension, New Delhi-110016	AACCI0448K	9,39,198	10/-
3.	Palmtree Infracon Pvt. Ltd.	L- 3, Green Park Extension, New Delhi-110016	AAECP9998H	10,50,677	10/-
4.	Veteran Infradevelopers Pvt. Ltd.	L/5 - 6, Green Park Extension, New Delhi-110016	AACCV9638A	10,50,677	10/-
5.	Foster Infrastructure Pvt. Ltd.	L/5 - 6, Green Park Extension, New Delhi-110016	AABCF3458P	10,50,677	10/-

Regd. Office: L-3, Green Park Extension, New Delhi - 110 016

Tel: + 91 11 40348775, 26195042; Fax: +91 11 40348775 CIN - L65910DL1985PLC021241

Website: www.apexfinancials.in; Email: contact@apexfinancials.in



APEX CAPITAL AND FINANCE LIMITED

(Formerly Apex Home Finance Limited)



6.	Smt. Suchitra	E- 42, Near Geeta Bhawan, Hauz Khas, New Delhi-110016	AISPS8706R	6,16,094	10/-
7	Sh. Ankit Sangwan	37,Ashoka Park Extension, East Punjabi Bagh, West Delhi-110026	AYEPS4674C	2,82,079	10/-
8	Smt. Usha Solanki	WZ-3, Asalatpur, Janakpuri, A3 Janak Puri, West Delhi-110058	IQTPS1283Q	2,82,290	10/-
9	Shamsher Singh (HUF)	H. No - 128, Ward No - 15, Panchi Road, Ganaur, Sonipat-131101	AANHS2947F	1,61,805	10/-
10	Parveen Kumar (HUF)	H. No - 128, Ward No - 15, Panchi Road, Ganaur, Sonipat-131101	AAHHP2115A	1,99,436	10/-
11	Pawan Singh (HUF)	H.No - 128, Gandhi Nagar, Ward No - 15 , Gannaur, Sonipat-131101	AAHHP2087F	1,80,390	10/-
12	Smt. Sukhwanti Sangwan	37,Ashoka Park Extension, East Punjabi Bagh, West Delhi-110026	AANPS0416P	4,73,000	10/-
13	Sh. Krishan Kumar Sangwan	37,Ashoka Park Extension, East Punjabi Bagh, West Delhi-110026	AEDPS2857N	4,73,000	10/-
Total				76,00,000	

FURTHER RESOLVED THAT in terms of requirement of SEBI ICDR Regulations, the equity shares shall be allotted in Demat mode only.

RESOLVED FURTHER THAT the Equity Shares allotted under this resolution shall rank pari- passu with the existing Equity Shares of the Company in all respects.

RESOLVED FURTHER THAT the Equity Shares so allotted shall be subject to lock-in as provided under the provisions of SEBI ICDR Regulations.

RESOLVED FURTHER THAT an amount equivalent to 75% of the Warrant Issue Price, being the amount payable by the Warrant Holders on or before the allotment of Equity Shares pursuant to the exercise of the options attached to Warrants to subscribe to Equity Shares has been received by the Company from the aforementioned allottees.

RESOLVED FURTHER THAT the amount equivalent to 25% of the Warrant Issue Price paid against Warrants by the Warrant Holders at the time of allotment of the Warrants, shall be adjusted / set-off against the issue price for the resultant Equity Shares.

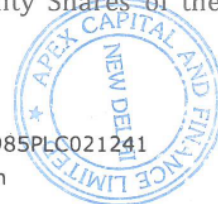
FURTHER RESOLVED THAT the Listing Application for further listing/trading of 76,00,000 (Seventy Six Lacs) Equity Shares of Rs. 10/- each be made to BSE Limited on which the Equity Shares of the Company are listed.

FURTHER RESOLVED THAT Sh. Shekhar Singh, Managing Director (DIN: 00039567), Sh. Sumit Choudhary, Director (DIN: 02586702), Sh. Phul Jha, Company Secretary and Sh. Biswa Ranjan Mishra, Authorised Signatory of the Company be and are hereby severally authorized to sign and submit necessary applications and documents with BSE Limited for listing/trading of 76,00,000 (Seventy Six Lacs) Equity Shares of the Company.

Regd. Office: L-3, Green Park Extension, New Delhi - 110 016

Tel: + 91 11 40348775, 26195042; Fax: +91 11 40348775 CIN - L65910DL1985PLC021241

Website: www.apexfinancials.in; Email: contact@apexfinancials.in



FURTHER RESOLVED THAT Sh. Shekhar Singh, Managing Director (DIN: 00039567), Sh. Sumit Choudhary, Director (DIN: 02586702), Sh. Phul Jha, Company Secretary and Sh. Biswa Ranjan Mishra, Authorised Signatory of the Company be and are hereby severally authorised to initiate corporate action with NSDL and/or CDSL, to approach Stock Exchange, where the Company's Equity Shares are listed for complying various formalities, including but not limited to the signing of application, agreement, declaration, undertakings and such other documents as the Stock Exchange may require including payment of requisite fees.

FURTHER RESOLVED THAT Sh. Shekhar Singh, Managing Director (DIN: 00039567), Sh. Sumit Choudhary, Director (DIN: 02586702), Sh. Phul Jha, Company Secretary and Sh. Biswa Ranjan Mishra, Authorised Signatory of the Company be and are hereby severally authorised to do all acts, deeds and things as they may in their absolute discretion deem necessary, desirable and expedient including submission of relevant forms with the Registrar of Companies, NCT of Delhi & Haryana to give effect to this resolution."

CERTIFIED TRUE COPY

For **APEX CAPITAL AND FINANCE LIMITED**



(PHUL JHA)

Company Secretary and Compliance Officer
ICSI Membership No. ACS-20850



Date: May 11, 2026