

Date: 30.03.2026

**To,
BSE Limited,
Phiroje Jeejeebhoy Towers,
Dalal Street
Mumbai- 400001**

Ref.: Company Code: BSE: 540404

Subject: Outcome of Finance Committee Meeting- Allotment of equity shares pursuant to the conversion of 1,18,849 convertible warrants

Dear Sir,

Pursuant to the regulation 30 of SEBI (Listing Obligations and Disclosure requirement) Regulations, 2015, SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and in Principle approval received from the BSE Limited on May 27, 2025, We wish to inform you that the Company had received 25% of the issue price i.e. Rs. 48,72,809 at the time of allotment warrants and received balance 75% of issue price of the convertible warrants i.e. Rs. 1,46,18,427/- from Mr. Hiren Chandrakant Ghelani towards conversion of 1,18,849 Convertible warrants into Equity shares of the company, pursuant to which the Finance Committee of Prime Fresh Limited in their meeting held today on 30th March, 2026 has approved the allotment of 1,18,849 equity shares having face value of Rs 10 at a price of Rs. 164 per equity share (Including share premium of Rs. 154 each) aggregating to Rs. 1,94,91,236/-. The details of allotment are as below;

Sr. No	Name of allottee	Category	No. of Shares
1	Mr. Hiren Chandrakant Ghelani	Promoter	1,18,849
		Total	1,18,849

The issued share capital after allotment shall be Rs. 14,10,62,040 divided into 1,41,06,204 equity shares of Rs. 10/- each. The subscribed and paid-up share capital after above allotment shall be Rs. 13,87,98,610 divided into 1,38,79,861 equity shares of Rs. 10 each.



PRIME FRESH LIMITED

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 is enclosed as Annexure I.

Meeting was commenced at 11:00 AM and Concluded at 11:08 AM.

You are requested to kindly take note of the same.

Thanking You,

**Yours faithfully
For Prime Fresh Limited**



**Jasmin Doshi
Company Secretary**

Annexure I

Details of offer, issue and allotment of convertible warrants as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2024/0155 dated November 11, 2024 and SEBI Circular No.HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026

Sr. No.	Particulars	Details		
1.	Type of securities proposed to be issued (viz. equity shares, convertibles etc)	Equity Shares		
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 is proposed to be issued (approximately).	Allotment of 1,18,849 equity shares pursuant to the conversion of convertible warrant. The said shares are allotted at Rs. 164 aggregating to Rs. 48,72,809/- (25% received at the time of allotment of warrants) and balance Rs. 1,46,18,427/- (75% received at the time of conversion of warrants into equity shares).		
4.	Undertaking with regard to sale of shares	Allottee has not sold/transferred any shares in the last 90 trading days preceding the relevant date.		
5.	Issue Price	INR 164 per share		
6.	In case of Preferential Issue, the listed entity shall disclose the following additional details to the stock exchange(s)			
(a)	Names of the Investor(s)	<table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Investor</th> </tr> </thead> <tbody> </tbody> </table>	Sr. No.	Name of the Investor
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		1.	Mr. Hiren Chandrakant Ghelani
(b)	Post allotment of securities	Outcome of the subscription	42,77,933 equity shares of INR 10/- each.
		Issue Price / Allotment price (in case of convertibles)	INR 164 per share
		Number of investors	1 (One)
(c)	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	Warrant shall be convertible into equal number equity shares within a maximum tenure of 18 months from the date of allotment of the warrants.	

For Prime Fresh Limited

Jasmin Doshi
Company Secretary



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE FINANCE COMMITTEE OF PRIME FRESH LIMITED HELD ON MONDAY, 30TH MARCH, 2026 AT 11:00 A.M. THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO-VISUAL MEANS (OAVM)

The Chairman informed the Members that the Company had allotted 960000 convertible warrants, on preferential basis to promoter with an option to convert the same into equal number of equity shares at a price of Rs. 164 per warrant, including premium of Rs. 154/- per share on face value of Rs.10/- per share, within a period of 18 months from the date of allotment of warrants, as per terms and conditions approved on Thursday, 15th May, 2025 through Postal Ballot (Remote E-Voting). The Company had also received in-principle approval from the BSE Limited for this issue on 27th May, 2025.

He further informed that the Company had already received upfront payment of Rs. 48,72,809 (Indian Rupees Forty-Eight Lakhs Seventy Two Thousand Eight Hundred Nine Rupees Only), being 25% of the share warrants money i.e., Rs. 41 (Indian Rupees Forty-One Only) per Share, at the time of allotment of the warrants, from promoters. As per terms of warrants, the warrant holders were required to deposit the remaining portion of 75% i.e. Rs.123 per warrant for conversion of warrant into equity share.

After that, he informed that the Company has received Rs. 1,46,18,427/-, 75% i.e. Rs.123 per warrant, from warrant holders for exercise of 1,18,849 warrants into equity shares. He placed necessary details/statements including bank statement confirming deposit of Rs. 1,46,18,427 /- before the member of committee.

He briefly said that it is necessary to pass resolution for allotment of 1,18,849 equity shares pursuant to conversion of warrants to promoter group and authority for admission of 1,18,849 equity shares with NSDL/CDSL including process of lock in shares as per SEBI Guidelines, if any and its listing to BSE Limited

After due discussion, the following resolution was passed:

“RESOLVED THAT:

- (a) 1,18,849 warrants converted into 1,18,849 equity shares of Rs. 10/- each fully paid up with Rs.154/- premium per share be and are hereby allotted in pursuance of 1 warrant converted into 1 equity shares of Rs. 10/- each fully paid as per terms approved by shareholders via Postal Ballot on 15th May, 2025 and SEBI Guidelines for Preferential Issue and the details of allotment of equity shares are as follows :

Sr. No.	Name of the allottee	Category	No. of Equity shares of Rs. 10/- each fully paid
1.	Hiren Chandrakant Ghelani	Promoter	1,18,849
	TOTAL		1,18,849

- (b) The name of the allottee as shown in the allotment statement, which is placed on the table, be entered in the register of members of the company as the members of the company;
- (c) Mr. Jinen Ghelani (DIN: 01872929), Chairman & Managing Director & CFO or Jasmin Doshi, Company Secretary of the Company be and are hereby directed to file Return of Allotment with the Registrar of Companies pertaining to the aforesaid allotments in the prescribed Form as per the Companies Act, 2013 within the prescribed time limit of 15 days from allotment thereof;
- (e) The Listing Application for further listing/trading of 1,18,849 Equity Shares of Rs. 10/- each fully paid be made to BSE Limited under the signature(s) of Mr. Jinen Ghelani, (DIN:01872929) Managing Director and/or Ms. Jasmin Doshi, company Secretary of the Company.
- (f) Mr. Jinen Ghelani (DIN: 01872929), Managing Director & CFO or Jasmin Doshi, Company Secretary be and are hereby severally authorized (1) to sign, execute, represent and submit the documents, papers, forms, undertaking, declaration, letters, etc. as may be required for and on behalf of the company for the aforesaid purpose (2) to admit 1,18,849 equity shares with NSDL/CDSL and its lock in as per SEBI Guidelines for Preferential Issue, if any, to give direct credit of said equity shares in demat mode in their respective beneficiary demat account.”

**///CERTIFIED TO BE TRUE///
FOR, PRIME FRESH LIMITED**

Jinen Ghelani

**JINEN GHELANI
MANAGING DIRECTOR
DIN:01872929**