

Date: December 17, 2025

To,
BSE Limited,
 25th Floor, P. J. Towers,
 Dalal Street, Fort,
 Mumbai- 400 001.

Symbol: 544224

Sub: Outcome of Board Meeting held on December 17, 2025, under Regulation 30 read with Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 30 read with Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that, pursuant to the approval of Members of the Company at its Annual General Meeting held on Thursday, September 25, 2025 and in-principle approval received from BSE Limited dated December 03, 2025, the Board of Directors of the Company at its meeting held today i.e. Wednesday, December 17, 2025, which **commenced at 03:30 PM and concluded at 06:15 PM**, inter alia, considered and approved the allotment of the following securities:

1. Allotment of Equity Shares on Preferential Basis

Allotment of 12,10,390 (Twelve Lakhs Ten Thousand Three Hundred and Ninety) Equity Shares of face value of Rs. 10/- each ("Equity Shares") for cash at an issue price of Rs. 863.17/- (Rupees Eight Hundred and Sixty-Three and Seventeen Paise Only) per equity share [including a premium of Rs. 853.17/- (Rupees Eight Hundred and Fifty-Three and Seventeen Paise Only)] for an amount aggregating to Rs. 1,04,47,72,336/- (Rupees One Hundred and Four Crore Forty Seven Lakh Seventy Two Thousand Three Hundred and Thirty Six only) to the persons belonging to the non-promoter category as mentioned in Enclosure-I upon receipt of full subscription amount.

These equity shares so allotted shall rank pari-passu in all respects with existing equity shares of the Company. The application for listing and trading approval of the Stock Exchanges for the equity shares allotted by the Company as above shall be made in due course within prescribed timelines.

Consequent upon the above allotment of equity shares, the paid-up equity share capital of the Company stands increased as follows:

S. No.	Particulars	No. of Equity Shares	Amount (in Rs.)
1.	Existing paid-up Equity Share Capital	2,48,57,706	24,85,77,060
2.	Post Allotment paid-up Equity Share Capital	2,60,68,096	26,06,80,960

2. Allotment of Warrants Convertible into Equity Shares on Preferential Basis

Allotment of 11,65,000 (Eleven Lakh Sixty-Five Thousand) Convertible Warrants ("Warrants") at an issue price of Rs. 863.17/- (Rupees Eight Hundred and Sixty-Three and Seventeen Paise Only) each (i.e. the issue price comprises of the warrants subscription price and the warrant exercise price) aggregating to total consideration of Rs. 1,00,55,93,050/- (Rupees One Hundred Crore Fifty-Five Lakh Ninety-Three Thousand and Fifty) converted into 1 (One) Equity Share of face value of ₹10/- (Rupees

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Ten Only) each (“the Equity Shares”) at a Premium of ₹853.17/- each, to Promoters and Non-Promoters on Preferential basis.

The Equity Shares and Warrants so allotted to the respective allottees shall be locked in for such period as specified under Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The requisite disclosure, pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and in terms of SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as Annexure A and Annexure B for Equity Shares and Convertible Warrants respectively.

3. Constitution of CSR Committee

Approval for the constitution of the Corporate Social Responsibility Committee of the Board constituted with Mr. Kannan Ramakrishnan, Whole-Time Director, as Chairman, Capt. Deepak Parasuraman, Managing Director, as Member, and Ms. Rashmi Prithviraj, Independent Director, as Member.

4. Incorporation of a wholly owned subsidiary in Dubai, UAE

Approval for the proposal for the incorporation of a wholly owned subsidiary in Dubai, United Arab Emirates for expanding the Company’s operations in the international market was sought.

This disclosure will also be hosted on the website of the Company i.e. <https://afcomcargo.com/>.

Kindly take the same on your record.

Thanking You,

For AFCOM HOLDINGS LIMITED

Name : Ajith Kumar

Designation : Company Secretary and Compliance Officer

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Annexure-A

Details under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155, dated November 11, 2024:

S. 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 will be issued (approximately).	12,10,390 Equity Shares at an issue price of Rs. 863.17/- [including a premium of Rs. 853.17/-] for an amount aggregating to Rs. 1,04,47,72,336/-
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, number of investors; (iii) in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	Enclosure - I Enclosure - I Not Applicable
5.	Issue Price	Issue price of Rs. 863.17 each (Face Value of Rs.10 each + Premium of Rs. 853.17)
6.	Number of Investors	22
7.	In case of convertibles — intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable

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Annexure-B

Details under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155, dated November 11, 2024:

S. No.	Particulars	Details
1.	Type of securities proposed to be issued (viz., equity shares, convertibles, etc.).	Convertible 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).	11,65,000 Convertible Warrants for cash at an issue price of Rs. 863.17/- per Warrant [including a premium of Rs. 853.17/-] for a total investment amount aggregating to Rs. 1,00,55,93,050 /- to the persons belonging to the promoter & non-promoter category as mentioned in Annexure-II upon receipt of 25% of the issue price.
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, number of investors; (iii) in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	<p>Enclosure - II Enclosure - II</p> <p>Each Warrant is convertible into One (1) equity share of ₹ 10 each at a premium of ₹ 853.17 per equity shares each fully paid up.</p> <p>The conversion can be exercised at any time within a period of 18 months from the date of allotment i.e. December 17, 2025 by making remaining payment of 75% of the total issue price, in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>The last and the final date of conversion of warrants shall be June 16, 2027, (i.e. shall be converted within 18 months from the date of allotment of warrants). All the outstanding warrants in respect of which the holder has not exercised his/ her option, shall lapse by June 16, 2027.</p>

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		<p>The Warrants issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, demerger/ realignment, rights issue or undertakes consolidation/ sub-division/ reclassification of equity shares or such other similar events or circumstances requiring adjustments.</p>
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Enclosure-I

List of Allottee - Equity Shares

Sr. No.	Name of the Allottees	Category of the allottee as per Regulation 31(1) of SEBI (LODR) Regulations, 2015	No. of Equity Shares allotted	Pre-Issue Shareholding		Post-Issue Shareholding	
				No. of Shares	% of Pre Issue No. of shares	No. of Shares	% of Post Issue No. of shares
1	Aradhyaa Infra & Holdings Private Limited	Public	57,926	-	-	57,926	0.22
2	Akash Kumar Sohanraj	Public	11,585	-	-	11,585	0.04
3	Bharat Kumar	Public	11,585	-	-	11,585	0.04
4	Anoop Jain HUF	Public	1,00,000	-	-	1,00,000	0.38
5	Anant Pal Singh	Public	20,000	-	-	20,000	0.08
6	Ashutosh Kumar	Public	5,000	-	-	5,000	0.02
7	Lata Sharma	Public	1,00,000	-	-	1,00,000	0.38
8	Ratan Lal Jain	Public	60,000	-	-	60,000	0.23
9	Vikrant Puri	Public	90,000	-	-	90,000	0.35
10	Nischay Tie Up Private Limited	Public	29,000	-	-	29,000	0.11
11	Parmi Shah	Public	2,31,704	-	-	2,31,704	0.89
12	Purvash Mukeshkumar Shah	Public	1,00,000	3,00,000	1.21	4,00,000	1.53
13	Divyang Vasantlal Shah	Public	50,000	31,200	0.13	81,200	0.31
14	Pratik Bharat Shah	Public	25,000	2,36,221	0.95	2,61,221	1.00
15	Vedapudi Narasimhan Devados	Public	57,926	-	-	57,926	0.22
16	Sanchit Jain	Public	34,755	-	-	34,755	0.13
17	Avinaash Saraaogi	Public	14,481	-	-	14,481	0.06
18	Pareek Innovative Solutions Private Limited	Public	11,585	-	-	11,585	0.04
19	Sudhir Kumar	Public	14,481	-	-	14,481	0.06
20	Manisha Chordia	Public	69,511	-	-	69,511	0.27

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21	Ramaraj R	Public	92,681	-	-	92,681	0.36
22	Sidharth S	Public	23,170	-	-	23,170	0.09
Total			12,10,390				

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Enclosure-II

List of Allottee – Convertible Warrants

Sr. No.	Name of the Allottees	Category of the allottee as per Regulation 31(1) of SEBI (LODR) Regulations, 2015	No. of Convertible Warrants allotted	Pre-Issue Holding		Post-Issue Shareholding*	
				No. of Shares	% of Pre Issue No. of shares	No. of Shares	% of Post Issue No. of shares
1	Deepak Parasuraman	Promoter	1,50,000	44,10,422	17.74	45,60,422	16.75
2	Kannan Ramakrishnan	Promoter	1,50,000	2,42,325	0.97	3,92,325	1.44
3	Yash Jasbir Oberoi	Public	1,00,000	-	-	1,00,000	0.37
4	Rupal Mehta	Public	1,00,000	-	-	1,00,000	0.37
5	Anoop Jain HUF	Public	1,00,000	-	-	1,00,000	0.37
6	Anant Pal Singh	Public	15,000	-	-	15,000	0.06
7	Lata Sharma	Public	3,00,000	-	-	3,00,000	1.10
8	Rahul Kumar Sharma	Public	50,000	-	-	50,000	0.18
9	Zarana Tushar Sarda	Public	25,000	1,680	0.01	26,680	0.10
10	Manjula A	Promoter	75,000	35,57,175	14.31	36,32,175	13.34
11	Ambashankar R	Public	1,00,000	-	-	1,00,000	0.37
Total			11,65,000				

**Post preferential issue shareholding is on fully diluted basis with the assumption that all the convertible warrants will be converted into equity shares.*

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