

Date: 13th December, 2025

**To,
The Manager,
BSE SME Platform
Department of Corporate Services
25th Floor, P.J. Towers, Dalal Street
Fort, Mumbai - 400 001**

BSE Scrip Code: 543897

Sub: Outcome of Board Meeting held on Saturday, 13th December, 2025

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and special resolution passed in the Extra Ordinary General Meeting of Company on 19th August, 2025 by the members of the Company and as per section 62 and 42 of the Companies Act, 2013 read with the relevant rules framed there under and receipt of In-Principal approval letter dated 28th November, 2025 from Stock Exchange i.e. BSE Ltd, we hereby inform you that the Board of Directors of the Company in its meeting held on Saturday, 13th December, 2025 have inter-alia discussed, considered, and approved the following:

1. Allotment of Convertible Share Warrants on Preferential Basis:

Allotment of 11,11,111 (Eleven Lakh Eleven Thousand One Hundred and Eleven) convertible warrants at the issue price of 54/- each on preferential basis, convertible into 11,11,111 (Eleven Lakh Eleven Thousand One Hundred and Eleven) Equity Shares (One Equity Share for One Warrant issued) of the Company of the face value of 10/- each to the Promoters and non-promoters allottee upon receipt of minimum subscription amount as prescribed under Regulation of SEBI ICDR Regulation, 2018 as per details mentioned below:

Sr No	Name of the Allottee	No of Warrants Allotted
1	ZNL STARTUP ACCELERATOR LLP	4,44,444
2	NORTH STAR OPPORTUNITIES FUND VCCLIGHTHOUSE CAPITAL INCORPORATED VCC SUB- FUND	6,66,667
	Total	11,11,111

Further the Warrants will be converted into Equity Shares upon receipt of remaining of consideration amount to the Company.

SANCODE TECHNOLOGIES LTD

CIN: L74900MH2016PLC280315 | Website: www.sancodetech.com

Reg. Office – 403, Shreya House, Parera Hill Road, Chakala, Andheri (East), Airport (Mumbai)
Maharashtra, India, 400099

Email id – info@sancodetech.com

Contact No. – (022)49622853

Kindly note that our Board meeting started on 11:00 AM and concluded on 11:40 AM.

The relevant details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated November 11, 2024 are annexed and marked as **Annexure – I**.

Thanking you,
Yours Faithfully,

FOR SANCODE TECHNOLOGIES LIMITED

MIHIR DEEPAK VORA
MANAGING DIRECTOR
DIN: 08602271

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Annexure – I

Disclosure under regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular dated November 11, 2024 for allotment of convertible Warrants of Company:

Sr. No.	PARTICULARS	DETAILS
1.	Type of securities proposed to be issued	Convertible Warrants
2.	Type of issuance	Preferential Issue under Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
3.	Total number of securities proposed to be issued	Issue of 11,11,111 (Eleven Lakh Eleven Thousand One Hundred and Eleven) convertible warrants of face value of Rs. 10/- each convertible into Equity Shares of Company at the issue price of Rs. 54/- (Detailed list is mentioned hereunder)
4.	Total amount for which the securities will be issued	Total cash consideration amount of Rs. 5,99,99,994/-. The Company has received of consideration amount of Rs. 1,49,99,999/- against the allotment of 11,11,111 (Eleven Lakh Eleven Thousand One Hundred and Eleven) Convertible warrants on preferential basis. (The Consideration of 25% of total Consideration)
5.	<p>Post allotment of securities- outcome of the subscription, issue price/ allotted price (in case of convertibles), number of investors</p> <p>In case of convertibles – intimation on conversion of securities or on the lapse of the tenure of the instrument</p>	<p>➤ Issue price of the Convertible Warrants is Rs. 54/- each. The issue price is not lower than the floor price determined in accordance with the Regulation 164 of Chapter V of SEBI ICDR Regulations.</p> <p>The Company has received consideration amount of 1,49,99,999/- against the allotment of 11,11,111 (Eleven Lakh Eleven Thousand One Hundred and Eleven) Convertible warrants on preferential basis.</p> <p>➤ Total Number of Investor: 2</p> <p>➤ Conversion ratio of each Convertible Warrant: 1:1</p> <p>Each Warrant can be converted into 1 (One) Equity Share of the Company and conversion can be exercised at any time within a period of 18 months from the date of allotment of Warrants, in one or more tranches as the case may be and on such other terms and conditions as applicable. In case the investor fails to exercise the same within the stipulated period, the warrants shall lapse.</p>

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LIST OF ALLOTTEES FOR ISSUE OF CONVERTIBLE WARRANTS:

Sr. No.	Name of proposed allottees	Category	Pre Issue Shareholding		No. of Warrants allotted	*Post Issue Shareholding (assuming full conversion of Warrants)	
			No of share	%		No of share	% of the post Capital
1	ZNL STARTUP ACCELERATOR LLP	Promoter	14,92,881	36.69	4,44,444	19,37,325	37.40
2	NORTH STAR OPPORTUNITIES FUND VCCLIGHTHOUSE CAPITAL INCORPORATED VCC SUB- FUND	Non-Promoter	0	0.00	6,66,667	6,66,667	12.87
Total					11,11,111		

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