Letter No.: PVL/037/2025-26
Date: October 03, 2025

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051,
Maharashtra, India

NSE SYMBOL: PRIZOR
ISIN: INE0V9N01017

Subject: Outcome of the Meeting of Board of Directors of Prizor Viztech Limited ("Company") held today i.e. Friday, October 03, 2025 in terms of second proviso to Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), we hereby inform that the Board of Directors of the Company has, interalia, considered and approved the following agendas in their meeting held today i.e., on Friday, October 03, 2025;

1. To considered and approved in increased of the Authorised Share Capital of the company from existing Rs. 12,50,00,000/- (Rupees Twelve Crore Fifty Lakhs Only) divided into 1,25,00,000 (One Crore Twenty Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 15,00,00,000/- (Rupees Fifteen Crore Only) divided into 1,50,00,000 (One Crore Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and corresponding amendments to the Clause 5 of the Memorandum of Association of the Company subject to approval of Shareholders.

2. To create, issue, offer and allot, upto 11,60,000 warrants each convertible into or exchangeable for 1 (One) fully paid up equity share of the Company of Face Value of Rs. 10/- (Rupees Ten Only) to certain Promoter Group and Public shareholders on a preferential basis ("Preferential Issue") in accordance with the Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended ("SEBI ICDR Regulations"), and other applicable laws, at an issue price of Rs. 291/- (Rupees Two Hundred Ninety One only) (including premium of Rs. 281/-) per Warrant aggregating upto Rs. 33,75,60,000/- (Rupees Thirty Three Crores Seventy Five Lakhs Sixty Thousand Only) on the terms and conditions i.e. 25% of the total consideration of the Warrants shall be payable at the time of application and the balance would be payable at the time of conversion of the Warrants into Equity Shares. Each Warrant is convertible into 1 (one) Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be, subject to it being in compliance with the minimum price calculated in accordance with Regulation 164 of Chapter V for Preferential Issue under SEBI (ICDR) Regulations and subject to the approval of regulatory/ statutory authorities as well as the shareholders of the Company.

514, Maple Trade Center, Near Surdhara Circle, Thaltej, Ahmedabad.
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The information in this regard pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBVHO/CFD/CFD-PoD-llPlclV2023/l23,dated July 13,2023, is enclosed as **Annexure - I**.

3. Approval of **Prizor Viztech Limited Employee Stock Option Plan 2025** subject to the approval of shareholders and such other regulatory/statutory approvals as may be necessary.

   The details as required under regulation 30 of the SEBI Listing Regulations, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are annexed as **Annexure-2**.

4. Convening a First Extra-Ordinary General Meeting of FY 2025-2026 of the Company on Saturday, November 01, 2025 at 05:30 P.M. IST through video conferencing or other audio visual means, to seek necessary approval of the members, for the aforementioned issuance.

5. M/s Insiya Nalawala & Associates, Company secretary are appointed as scrutinizer for carrying out remote e-voting Process and e-voting at the Extra Ordinary General Meeting in fair and transparent manner.

6. Discussed all matters, apart from Business proposed for the approval of the Members, contained in the Notice of Extra-Ordinary General Meeting in detail and approved draft of Notice of First Extra-Ordinary General Meeting of 2025-2026 and authorised Executive Directors and Company Secretary to send Notice to all the Members of the Company under the provisions of the Companies Act, 2013 read with rules made thereunder.

   The copy of the notice of Extra Ordinary General Meeting will be submitted to the Stock Exchange as soon as the same will be emailed to the eligible Shareholders. The notice of Extra Ordinary General Meeting will also be hosted on the website of the Company at www.prizor.in.

The Board meeting commenced at 02:00 P.M. and concluded at 06:20 PM.

We request you to take the aforesaid in your record.

Thanking you,

Yours Sincerely,

For, Prizor Viztech Limited

MITALI DASHARATHBHARTHI GAUSWAMI

Digitally signed by MITALI DASHARATHBHARTHI GAUSWAMI
Date: 2025.10.03 18:28:49 +05'30'

Mitali Gauswami
Chairman and Managing Director
DIN: 07712190

Annexure- I

Particulars	**Details**
Type of securities proposed to be issued	Warrants convertible into Equity Shares of face value of Rs. 10/- each.
Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 read with the companies Act, 2013 and rules made thereunder.
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	issue upto 11,60,000 warrants convertible into equity shares of face value of Rs. l0/- at an issue price of Rs. 291/- (Rupees Two Hundred Ninety One only) (including premium of 281/-) per Warrant aggregating upto Rs. 33,75,60,000/- (Rupees Thirty Three Crores Seventy Five Lakhs Sixty Thousand Only). The price of the warrants has been determined in accordance with the ICDR Regulations. The preferential issue will be undertaken for cash consideration.
Names of the investors	As per Annexure A
Number of investors	12
Issue Price	Rs. 291/- (Rupees Two Hundred and Ninety One only) (including premium of Rs. 281/- (Two hundred and Eighty One))
In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee(s), within a maximum period of 18 months from the date of allotment of Warrants into equivalent number of fully paid up equity share of face value of Rs. 10/- each of the Company. 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(s) 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.

Post allotment of securities - outcome of the subscription:

Sr. No.	**Category of Shareholder**	**Pre-Preferential Issue**		**Post-Preferential Issue#**	
		No. of Shares	**% of Shareholding**	**No. of Shares**	**% of Shareholding**
1.	Promoter	73,34,389	68.60%	81,59,389	68.96
2.	Public	33,56,814	31.40%	36,71,814	31.04
	Total	**1,06,91,203**	**100%**	**1,18,31,203**	**100%**

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#The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all the warrants which they intend to do so and on fully diluted basis and the pre-issue share holding pattern continue to be the same and that all the warrants subscribed will be converted into equity shares.

Any cancellation or termination of proposal for issuance of securities including reasons thereof: NIL

Annexure A

Names and Number of the investors

Sr. No.	**Name**	**Category**	**No. of Warrants Convertible to Equity proposed to be issued**
1.	Ms. Mitali Dasharathbharthi Gauswami	Promoter	4,00,000
2.	Mr. Dasharathbharthi Gopalbharthi Gauswami	Promoter	4,00,000
3.	Mr. Govindvan Swarupvan Vairagi	Promoter Group	25,000
4.	Mr. Gauswami Badrubharathi Gopalbharthi becherbarathi	Promoter Group	1,30,000
5.	Ms. Kajalben Govindvan Vairagi	Public	25,000
6.	Mr. Yankit Chimanbhai Patel	Public	20,000
7.	Mr. Brijesh Jitendrakumar Gajjar	Public	20,000
8.	Mr. Chiragkumar Maganbhai Bhalala	Public	10,000
9.	Mr. Dahyalal Prajapati	Public	25,000
10.	J B Prajapati HUF	Public	30,000
11.	Mr. Nirmal Mahendrabhai Patel	Public	50,000
12.	Ms. Kamalaben Bansilal Prajapati	Public	25,000
	Total		**11,60,000**

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Annexure-2

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Sr. No.	**Particulars**	**Details**
a.	Brief details of options granted	The total number of stock options proposed to be granted under the Prizor Viztech Limited Employee Stock Option Plan 2025 ('**ESOP Plan**') shall not exceed 5,00,000.
b.	Whether the scheme is in terms of SEBI (SBEB) Regulations, 2021 (if applicable)	Yes
c.	Total number of shares covered by these options	5,00,000 stock options shall be convertible into 5,00,000 equity shares of the Company having face value of Rs. 10/- (Rupees Ten Only) per option.
d.	Pricing formula	The Exercise Price of the Options to be granted shall be as determined by the NRC at a discount compared to the Fair Market Value of the equity share as on the date of grant of option and shall be stated in the grant letter. Fair Market Value on any date of determination will be the latest available closing price of the equity share on such date on a Recognized Stock Exchange in India. The Exercise Price shall not be lower than the face value per equity share.
e.	Time within which option may be exercised	Subject to the terms and conditions as may be determined by the Nomination and Remuneration Committee ('**NRC**') and as set forth under the Plan, the Vested Options may be Exercised by the Participant within the maximum period of 5 (five) years from the Vesting Date.
f.	Brief details of significant terms	i. The objective of the ESOP Plan is to reward the Employees of the Company for their performance and to motivate them to contribute to the growth and profitability of the Company. The Company also intends to use this Scheme to retain talent in the organization. ii. The NRC shall act as Compensation Committee for the supervision of ESOP Plan. iii. Subject to the terms and conditions as may be determined by the NRC and as set forth under the Plan, all the Options granted on any date shall vest not earlier

		than the minimum vesting period of 1 (one) year and not later than 3 (Three) years from the date of grant. iv. Each stock option shall be convertible into 1 (One) equity share of the Company having face value of Rs. 10/- (Rupees Ten Only) each. v. The Exercise Price of the Options to be granted shall be as determined by the NRC at a discount compared to the Fair Market Value of the share as on the date of grant of option and shall be stated in the grant letter. Fair Market Value on any date of determination will be the latest available closing price of the equity share on such date on a Recognized Stock Exchange in India. The exercise Price shall not be lower than the face value per share. vi. Subject to the terms and conditions as may be determined by the NRC and as set forth under the Plan, the Vested Options may be Exercised by the Participant within the maximum period of 5 (five) years from the Vesting Date.
g.	Options vested	Not Applicable at this stage
h.	Options exercised	Not Applicable at this stage
i.	Money realized by exercise of options	Not Applicable at this stage
j.	The total number of shares arising as a result of exercise of option	Not Applicable at this stage
k.	Options lapsed	Not Applicable at this stage
l.	Variation of terms of options	Not Applicable at this stage
m.	Subsequent changes or cancellation or exercise of such options	Not Applicable at this stage
n.	Diluted earnings per share pursuant to issue of equity shares on exercise of options	Not Applicable at this stage