

HI-KLASS TRADING AND INVESTMENT LIMITED

Regd Off: 02, Shanti Kutir Building, Shivaji Road, Off M G Road, Kandivali West, Mumbai - 400067

CIN: L51900MH1992PLC066262, Website: www.hiklass.co.in

Contact: 8100121394, Email ID: info@hiklass.co.in

16-12-2025

**To,
The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P.J.Towers,
Dalal Street,
Mumbai – 400 001.**

**Sub: Outcome of resolution passed by the Board on 16-12-2025 at 6.00 PM and
Concluded at 8.30 PM under Regulation 30 of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

With reference to the above mentioned subject, this is to inform you that Board of Directors of the Company have approved resolution pursuant to Section 42 and Section 62 of the Companies Act, 2013 i.e. on 16-12-2025 for:

- 1. ALLOTMENT OF 19300000 Convertible Warrants OF FACE VALUE RS. 5/- EACH ON PREFERENTIAL ALLOTMENT BASIS AT AN OFFER PRICE OF RS. 25/- EACH .**

In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, considered and approved, pursuant to the members' approval obtained in the Annual General Meeting of the Company held on 27th September 2025 by means of passing a Special Resolution and 'In-Principal Approval' dated 02-12-2025 obtained from the Stock Exchange where securities of the Company is listed i.e. BSE Limited, allotment of 19300000 Convertible Warrants of the Company, having face value of Rs. 5/- (Rupees Five Only) each, pursuant Preferential allotment ("**Preferential Issue**"), at an issue price of Rs. 25/- (Rupees Twenty Five ONLY) per Convertible Warrant (including a premium of Rs. 20/-) (Rupees Twenty only) per Convertible Warrant to allottees as mentioned in "**Annexure I**".

As per terms of issue of aforesaid Convertible Warrants approved by the Members of the company, an amount equivalent to 25% of the Issue Price for Warrants aggregating to Rs. 12,06,25,000/- (Rupees Twelve Crore Six Lakhs Twenty Five Thousand only) has been received for allotment of Convertible Warrants from below mentioned allottees:

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Annexure I:

Sr.No.	Name of the Proposed Allottee	No. of Convertible Warrants Allotted	Category
1	Nico India Consultancy LLP	46,75,000.00	Promoter
2	Vatsala Jain	100,000.00	Non – Promoter
3	Nirjara Jain	100,000.00	Non – Promoter
4	Rajika Jain	100,000.00	Non – Promoter
5	Prem Lata Jain	112,500.00	Non – Promoter
6	Chandra Prakash Jain	800,000.00	Non – Promoter
7	Reena Jain	800,000.00	Non – Promoter
8	Ashok Kabra	750,000.00	Non – Promoter
9	Manju Kabra	750,000.00	Non – Promoter
10	Lokesh Kabra	750,000.00	Non – Promoter
11	Vidhi Kabra	750,000.00	Non – Promoter
12	Jugal Kabra	750,000.00	Non – Promoter
13	Sangeeta Kabra	750,000.00	Non – Promoter
14	Krishna Kabra Huf	750,000.00	Non – Promoter
15	Dinesh Goyal	400,000.00	Non – Promoter
16	Yatharth Goyal	300,000.00	Non – Promoter
17	Rashmi Goyal	400,000.00	Non – Promoter
18	Hilltop Helathccare Centre Limited	200,000.00	Non – Promoter
19	Archana Tanwar	400,000.00	Non – Promoter
20	Amit Kumar Jain	840,000.00	Non – Promoter
21	Spice Fuel Ventures Private Limited	1,000,000.00	Non – Promoter
22	Richway Financial Services Private Limited	1,000,000.00	Non – Promoter
23	Starwings Realtors Private Limited	1,600,000.00	Non – Promoter
24	Dipak Kumar Bajaj	400,000.00	Non – Promoter
25	Nitu Bajaj	325,000.00	Non – Promoter
26	Nand Kishore Saraf	60,000.00	Non – Promoter
27	Ritu Saraf	50,000.00	Non – Promoter
28	Sarita Saraf	50,000.00	Non – Promoter
29	Uday Sharma	60,000.00	Non – Promoter

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30	Manoj Saraf	60,000.00	Non – Promoter
31	Aditya Joshi	40,000.00	Non – Promoter
32	Rahul Bajaj	177,500.00	Non – Promoter
		19300000	

The Warrants, so allotted, are convertible into equivalent number of equity shares of the Company ranking pari-passu with existing Equity Shares, in accordance with the provisions of SEBI (ICDR) Regulations, 2018, on payment of the balance consideration i.e. 75% of the Warrants Issue Price from the Allottees pursuant to exercise of conversion option against each such warrant, within 18 months from the date of allotment of these warrants.

Further, the warrants so allotted, as stated above, shall be issued in dematerialized mode and shall be subject to lock-in as provided under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

The Board has approved the constitution of Securities Allotment committee for allotment of Equity Shares pursuant to Conversion of Warrants at the time of receipt of balance 75% of the offer Price from the Warrant holder. The composition of the Committee is as under:

Sr. No.	Name of the Director	Category	Committee Membership
1	Mr. Sanjay Kumar Jain	Managing Director	Chairperson
2	Mr Dipak Sundarka	Non-Independent Director	Member
3	Ms. Sanskrity Jaiin	Independent Director	Member
4	Mr. Navin Kumar Jain	Independent Director	Member

The information in connection with the allotment of securities pursuant to Regulation 30 of the SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as Annexure- A and A-1.

You are requested to kindly take the same in your record.

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You are requested to take note of the above. Please acknowledge the receipt.

Thanking You

Yours faithfully,

FOR HI-KLASS TRADING AND INVESTMENT LIMITED

**SANJAY KUMAR JAIN
MANAGING DIRECTOR
DIN : 00415316**

Encl.: As Above

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ANNEXURE A

SR. NO.	PARTICULARS OF SECURITIES	DETAILS
a.	Type of Securities Issued	Warrants Convertible into Equity Shares of Face Value of Rs. 5/- per Share
b.	Type of Issue	Preferential Issue on Private placement basis
c.	Issue Price	Rs. 25/- per warrant (at Premium of Rs. 20/-) as determined in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations")
d.	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):-	
1.	Name of Investors and their corresponding subscription of No. of Warrants	As Per Annexure I
2.	Post Allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	The details of the shareholding of the allottees in the Company prior to and after the Preferential allotment has been mentioned in the Annexure – A 1. The Issue Price of the warrants is Rs. 25/- (at Premium of Rs. 20/-) per warrant determined as per the applicable provisions of the Securities and Exchange Board of

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		India (Issue of Capital and Disclosure Requirements) Regulations, 2018. No. of Investors : 32
4.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	NA
5.	Tenure/ Conversion	In case of Convertible Warrants into Equity shares: - a. The tenure of the convertible securities of the issuer shall be eighteen months from the date of their allotment. b. An amount equivalent to at least 25% (twenty-five per cent) of the consideration (issue price) shall be paid against each warrant before the allotment of warrants and the balance 75% (seventy-five per cent) of the consideration (issue price) shall be paid before the allotment of the equity shares pursuant to exercise of options against each such warrant by the warrant holder. c. In case if the warrant holders do not exercise the option to convert the warrants into equity shares within the above stated period of 18 months then

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		such warrants (to the extent not converted) shall lapse and the initial sum of twenty five percent of offer price paid on such warrants shall be forfeited by the Company.
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ANNEXURE A 1

Sr. No.	Name of Allottee	UBO	Category	Pre-Issue Holding		Allotment Details	Post Issue Assuming Full Conversion to Equity Shares	
				Shares	%		Shares	%
1	Nico India Consultancy LLP	SUMAN JAIN	Promoter	24,86,720	17.50%	46,75,000.00	71,61,720.00	21.37%
2	Vatsala Jain	NA	Non-Promoter	0	0.00%	1,00,000.00	1,00,000.00	0.30%
3	Nirjara Jain	NA	Non-Promoter	0	0.00%	1,00,000.00	1,00,000.00	0.30%
4	Rajika Jain	NA	Non-Promoter	0	0.00%	1,00,000.00	1,00,000.00	0.30%
5	Prem Lata Jain	NA	Non-Promoter	0	0.00%	1,12,500.00	1,12,500.00	0.34%
6	Chandra Prakash Jain	NA	Non-Promoter	0	0.00%	8,00,000.00	8,00,000.00	2.39%
7	Reena Jain	NA	Non-Promoter	0	0.00%	8,00,000.00	8,00,000.00	2.39%

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				Shares	%		Shares	%
8	Ashok Kabra	NA	Non-Promoter	0	0.00%	7,50,000.00	7,50,000.00	2.24%
9	Manju Kabra	NA	Non-Promoter	0	0.00%	7,50,000.00	7,50,000.00	2.24%
10	Lokesh Kabra	NA	Non-Promoter	0	0.00%	7,50,000.00	7,50,000.00	2.24%
11	Vidhi Kabra	NA	Non-Promoter	0	0.00%	7,50,000.00	7,50,000.00	2.24%
12	Jugal Kabra	NA	Non-Promoter	0	0.00%	7,50,000.00	7,50,000.00	2.24%
13	Sangeeta Kabra	NA	Non-Promoter	0	0.00%	7,50,000.00	7,50,000.00	2.24%
14	Krishna Kabra Huf	KRISHNA KABRA (KARTA)	Non-Promoter	0	0.00%	7,50,000.00	7,50,000.00	2.24%
15	Dinesh Goyal	NA	Non-Promoter	0	0.00%	4,00,000.00	4,00,000.00	1.19%
16	Yatharth Goyal	NA	Non-Promoter	0	0.00%	3,00,000.00	3,00,000.00	0.90%

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Sr. No.	Name of Allottee	UBO	Category	Pre-Issue Holding		Allotment Details	Post Issue Assuming Full Conversion to Equity Shares	
				Shares	%		Shares	%
17	Rashmi Goyal	NA	Non-Promoter	0	0.00%	4,00,000.00	4,00,000.00	1.19%
18	Hilltop Helathccare Centre Limited	DINESH GOYAL	Non-Promoter	0	0.00%	2,00,000.00	2,00,000.00	0.60%
19	Archana Tanwar	NA	Non-Promoter	0	0.00%	4,00,000.00	4,00,000.00	1.19%
20	Amit Kumar Jain	NA	Non-Promoter	0	0.00%	840,000.00	8,40,000.00	2.51%
21	Spice Fuel Ventures Private Limited	KEYA GHOSH	Non-Promoter	6,50,000	4.57%	10,00,000.00	16,50,000.00	4.92%
22	Richway Financial Services Private Limited	AKANSHA JOSHI	Non-Promoter	6,50,000	4.57%	10,00,000.00	16,50,000.00	4.92%

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				Shares	%		Shares	%
23	Starwings Realtors Private Limited	VARUN GOENKA	Non-Promoter	0	0.00%	16,00,000.00	16,00,000.00	4.77%
24	Dipak Kumar Bajaj	NA	Non-Promoter	0	0.00%	4,00,000.00	4,00,000.00	1.19%
25	Nitu Bajaj	NA	Non-Promoter	0	0.00%	3,25,000.00	3,25,000.00	0.97%
26	Nand Kishore Saraf	NA	Non-Promoter	1,15,000	0.81%	60,000.00	1,75,000.00	0.52%
27	Ritu Saraf	NA	Non-Promoter	1,00,000	0.70%	50,000.00	1,50,000.00	0.45%
28	Sarita Saraf	NA	Non-Promoter	95,000	0.67%	50,000.00	1,45,000.00	0.43%
29	Uday Sharma	NA	Non-Promoter	1,55,000	1.09%	60,000.00	2,15,000.00	0.64%
30	Manoj Saraf	NA	Non-Promoter	2,32,900	1.64%	60,000.00	2,92,900.00	0.87%
31	Aditya Joshi	NA	Non-Promoter	1,25,000	0.88%	40,000.00	1,65,000.00	0.49%
32	Rahul Bajaj	NA	Non-Promoter	0	0.00%	1,77,500.00	1,77,500.00	0.53%

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Sr. No.	Name of Allottee	UBO	Category	Pre-Issue Holding		Allotment Details	Post Issue Assuming Full Conversion to Equity Shares	
				Shares	%		Shares	%
						Convertible Warrants		