RLF LIMITED

Phone: 011-4164 4995
011-4907 5251

Regd. Office: 14 kms, Gurgaon Pataudi Road, Village Jhund Sarai Veeran,
Distt. Gurgaon (Haryana) 122016
E-mail: compliance@rlfltd.com; teamunited83@gmail.com,
Website: www.rlfltd.com **CIN:** L74999HR1979PLC032747

Date: 02nd September, 2026

To,
The General Manager,
Department of Corporate Services
BSE Limited,
Phirozen Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001

Scrip Code: 512618
Symbol: RLF

Subject: Outcome of Board Meeting pursuant to Regulation 30 of the 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, we wish to inform you that the Board of Directors of **RLF Limited** ("Company"), at its meeting held today i.e. **02nd September, 2026**, commenced at **03:15 P.M.** and concluded at **03:45 P.M.**, inter-alia considered and approved the following matters:

1. Appointment of Secretarial Auditor

The Board of Directors considered and approved the appointment of **M/s. Mayuri Sinha & Co.,** Proprietorship Firm of Ms. Mayuri Sinha, Practising Company Secretary and Peer Reviewed Company Secretary (S2018UP649900), as the Secretarial Auditor of the Company for the financial year 2026-27, pursuant to the provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 are enclosed herewith as Annexure – A.

2. Appointment of Internal Auditor

The Board of Directors considered and approved the appointment of **M/s. Raj Anirudh & Associates**, Chartered Accountants (FRN: 020497N), as the Internal Auditors of the Company for the financial year 2026-27, pursuant to the provisions of Section 138 of the Companies Act, 2013 and the rules made thereunder.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 are enclosed herewith as Annexure – B.

3. Approval of Board's Report and Annual Report

The Board considered and approved the Board's Report along with its annexures and the Annual Report of the Company for the financial year ended 31st March, 2026.

4. Approval of Notice of 46th Annual General Meeting

The Board considered and approved the Notice convening the 46th Annual General Meeting ("AGM") of the Company pursuant to Section 101 and other applicable provisions of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, including the proposed resolutions and explanatory statement thereto.

The Board also approved the day, date, time and mode of conducting the 46th AGM and finalized the Calendar of Events in connection therewith.

5. Appointment of Scrutinizer

The Board appointed M/s. Mayuri Sinha & Co., Practicing Company Secretaries, as the Scrutinizer for scrutinizing the remote e-voting process as well as the e-voting facility to be provided during the 46th Annual General Meeting of the Company and for submitting the Scrutinizer's Report in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

6. Allotment of 13,00,000 Equity Shares at an Issue Price of ₹10.50/- per Share on Preferential Basis towards Conversion of Outstanding Unsecured Loans

Pursuant to the Special Resolution passed by the Members of RLF Limited at the Extra-Ordinary General Meeting held on Friday, July 17, 2026 and pursuant to the in-principle approval granted by BSE Limited on August 27, 2026, the Board of Directors of the Company, at its meeting held on September 02, 2026, considered and approved the allotment of 13,00,000 (Thirteen Lakh) Equity Shares of face value of ₹10/- each at an issue price of ₹10.50/- (Rupees Ten and Fifty Paisa only) per Equity Share, including a premium of ₹0.50/- per Equity Share, aggregating to ₹1,36,50,000/- (Rupees One Crore Thirty-Six Lakh Fifty Thousand only), on a preferential basis towards conversion of outstanding unsecured loans, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

The aforesaid Equity Shares have been allotted to the following two (2) allottees:

Sr. No.	Name of the Allottees	Category	Pre-Issue Shareholding (No. of Shares)	Pre-issue Share holding (%)	No. of Shares allotted	Post-Issue Shareholding (No. of Shares)	Post issue Share holding (%)
1.	Ashish Khanna	Promoter Group	16,71,952	17.34	6,50,000	23,21,952	21.22
2.	Aditya Khanna	Promoter Group	16,71,852	17.34	6,50,000	23,21,852	21.22

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TOTAL	**33,43,804**	**34.68**	**13,00,000**	**46,43,804**	**42.44**

Consequent to the aforesaid allotment, the paid-up Equity Share Capital of the Company stands increased from ₹9,64,34,600/- comprising 96,43,460 Equity Shares of ₹10/- each to ₹10,94,34,600/- comprising 1,09,43,460 Equity Shares of ₹10/- each.

The Equity Shares allotted pursuant to the aforesaid preferential allotment shall rank pari passu in all respects with the existing Equity Shares of the Company and shall be listed on BSE Limited, subject to necessary approvals.

The details required under Regulation 30 of the Listing Regulations read with SEBI Circular dated July 13, 2023 are enclosed herewith as Annexure – C.

This is for your information and record.

Thanking you,

Yours faithfully,
For RLF Limited

ADITYA KHANNA Digitally signed by ADITYA KHANNA Date: 2026.09.02 15:49:34 +05'30'

Aditya Khanna
Managing Director
DIN: 01860038

Annexure – A

Details of Appointment of M/s. Mayuri Sinha & Co. as Secretarial Auditor of the Company

S. No.	Particulars	Details
a)	Name	**M/s. Mayuri Sinha & Co.**
b)	Designation	Secretarial Auditor
c)	Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~	Appointment as the Secretarial Auditors of the Company for the financial year 2026-2027
d)	Date of appointment / ~~cessation~~ (as applicable)	02.09.2026
e)	Brief profile (in case of appointment)	M/s. Mayuri Sinha & Co. is a Peer Reviewed Practicing Company Secretaries Firm providing professional services in the areas of secretarial audit, corporate law and regulatory compliances, corporate governance, legal due diligence, board and corporate secretarial matters, corporate restructuring and allied professional services. The firm is committed to providing professional and dependable services with emphasis on professional ethics, regulatory compliance and good corporate governance.
f)	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Annexure – B

Details of Appointment of M/s. Raj Anirudh & Associates as Internal Auditor of the Company

S. No.	Particulars	Details
a)	Name	**M/s. Raj Anirudh & Associates**
b)	Designation	Internal Auditor
c)	Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~	Appointment as the Internal Auditors of the Company for the financial year 2026-2027
d)	Date of appointment / ~~cessation~~ (as applicable)	02.09.2026
e)	Brief profile (in case of appointment)	**M/s. Raj Anirudh & Associates,** Chartered Accountants, is a professional firm providing services in the areas of audit and assurance, taxation, accounting and allied financial and regulatory matters. The firm has experience in handling matters relating to Income Tax, GST and other applicable laws, along with accounting systems, financial advisory and related professional services.
f)	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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Annexure-C

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 13, 2023

<table>
<tr><th>Sr. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>i.</td><td>Type of securities to be allotted (viz. equity shares, convertibles etc.);</td><td>Equity shares of face value of Rs. 10.00/- each</td></tr>
<tr><td>ii.</td><td>Type of issuance</td><td>Allotment of Equity Shares pursuant to Conversion of outstanding unsecured loan into Equity Shares by way of Preferential Issue in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, read with the applicable provisions of the Companies Act, 2013 and rules made thereunder.</td></tr>
<tr><td>iii.</td><td>Total number of securities to be issued or the total amount for which the securities will be issued (approximately)</td><td>Allotment of 13,00,000 (Thirteen Lakh) Equity Shares of face value ₹10/- each on a preferential basis at a price of Rs. 10.50/- towards conversion of outstanding unsecured loan aggregating up to ₹1,36,50,000 (Rupees One Crore Thirty-Six Lakh Fifty Thousand only).</td></tr>
<tr><td colspan="3">In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):</td></tr>
<tr><td>i.</td><td>Name of the Investors</td><td><table>
<tr><th>Name of the Allottees</th><th>Status Post Allotment</th></tr>
<tr><td>Ashish Khanna</td><td>Promoter Group</td></tr>
<tr><td>Aditya Khanna</td><td>Promoter Group</td></tr>
</table></td></tr>
<tr><td>ii.</td><td>Post-Allotment of Securities: Outcome of Subscription,

issue price / allotted price (in case of convertibles), number of investors;</td><td><table>
<tr><th rowspan="2">Name of the investors</th><th colspan="2">Pre-Preferential Shareholding</th><th colspan="2">Post-Preferential Shareholding</th></tr>
<tr><td>No. of Equity Shares</td><td>%</td><td>No. of Equity Shares</td><td>%</td></tr>
<tr><td>Ashish Khanna</td><td>16,71,952</td><td>17.34</td><td>23,21,952</td><td>21.22</td></tr>
</table></td></tr>
</table>

		Aditya Khanna | 16,71,852 | 17.34 | 23,21,852 | 21.22 **Total** | 33,43,804 | 34.68 | **46,43,804** | **42.44**
iii.	**Issue Price**	Rs. 10.50/- (a price not being lower than the price determined in accordance with the Chapter V of SEBI ICDR Regulations, 2018 and other applicable regulations, if any).
iv.	**Number of Investors/ Allottees**	2 (Two)
v.	**In case of convertibles:** **intimation of conversion of securities or on lapse of the tenure of the instrument**	Not Applicable
vi.	**Nature of consideration**	The Equity Shares are to be allotted upon conversion of outstanding unsecured loan extended by the allottees to the Company. Accordingly, no cash consideration shall be received by the Company against such allotment.
vii.	**Whether the transaction would fall within Related Party Transactions:**	Yes. The allottees belong to the Promoter/Promoter Group of the Company and are related parties under applicable provisions of the Companies Act, 2013.
viii.	**Change in Control**	The preferential allotment will not result in any change in management or control of the Company.