

DATE: 29.04.2026

**To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400 001**

**SCRIP CODE: 544542
ISIN: INE0W5Q01017**

Sub: Outcome of Board Meeting dated 29th April, 2026

Dear Sir/Madam,

With reference to the above subject we hereby inform you that the meeting of Board of Directors of the Company held on Wednesday, 29th April, 2026 at the Registered Office of the Company 2nd Floor, A Wing, Indiana Business Centre, Makwana Road, Gamdevi, Marol, Andheri (East), Mumbai, Maharashtra 400059 commenced at 04:00 P.M. and concluded at 6:00 P.M. have inter alia considered and approved following :

1. Transfer of premium real estate projects branding, sales and marketing business along with its certain assets and liabilities and few employees of the Company as a going concern to Chestertons India Private Limited (CIN: U68200MH2026PTC469535), a wholly owned subsidiary of the Company.
2. Mr. Satya Mahaptra and Mr. Praveen Apte, employees (Designated as Senior Managerial Personnel) of the company shall be transferred to Chestertons India Private Limited, a wholly owned subsidiary of the Company through this agreement with immediate effect.

The required details pursuant to Listing 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, B & C.

Kindly take note of the above.

Thanking you,

**For Justo Realfintech Limited
(Formerly known as Justo Realfintech Private Limited)**

**Puspamitra Das
Managing Director
DIN: 01643973**

Justo Realfintech Limited (Formerly known as Justo Realfintech Private Limited)

Regd. Office: 2nd Floor, A Wing, Indiana Business Centre, Makwana Road, Gamdevi, Marol, Andheri (East),

Mumbai, Maharashtra 400059

CIN No. L67190MH2019PLC323318

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Annexure A

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	Present asset and liability which will be transferred has net value of Rs. 914.78 lakhs against net worth of Rs. 5247.03 lakhs i.e. 17.43% (Net worth considered as on 31.03.2025)
2	Date on which the agreement for sale has been entered into;	Assignment deed will be executed as on or after 29 th April, 2026
3	The expected date of completion of sale/disposal;	Transaction is expected to be completed within one Month or Mutually agreed between the parties.
4	Consideration received from such sale/disposal;	The consideration to be discharged by way of allotment of Optionally Convertible Preference Shares (OCPS) by Chestertons India Private Limited to the Company.
5	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof;	Chestertons India Private Limited is a wholly owned subsidiary of the Company and does not belong to the promoter/promoter group/ group companies.
6	Whether the transaction would fall Within related party transactions? If yes, whether the same is done at "arm's length";	Chestertons India Private Limited, being a wholly owned subsidiary, the transaction will be considered as a related party transaction and is at arm's length.
7	Whether the sale, lease or disposal of the undertaking is outside scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of Listing Regulations;	The proposed transaction does not form part of any Scheme of Arrangement. This transaction is proposed to be undertaken through assignment deed between the Company and Chestertons India Private Limited. Further, as the assets and liability are proposed to be transferred to a wholly owned subsidiary and also does not meet the threshold limits of "Undertaking" in terms of Section 180(1)(a) of the Companies Act, 2013, the provisions of Regulation 37A of the Listing Regulations are not applicable in the present case.
8	Additional disclosures as the transaction is on slump sale basis	Refer Annexure B

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Annexure B

Additional details in case of slump sale

1	Name of the entity(ies) forming part of the amalgamation/merger, slump sale, details in brief such as, size, turnover etc.;	Seller: The Company is engaged in the business of Real estate Services Standalone Revenue as on 31.03.2025 is Rs. 8135.19 lakhs. Standalone Net worth as on 31.03.2025 is Rs. 5247.03 Lakhs Buyer: The Company is engaged in the business of High-End Real Estate Services Standalone revenue is Nil, as it was incorporated on March 17, 2026. Standalone Net-worth is Nil, as it was incorporated on March 17, 2026.
2	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	Chestertons India Private Limited, being a wholly owned subsidiary, the transaction will be considered as a related party transaction and is at arm's length.
3	Area of business of the entity(ies)	Seller: The Company is engaged in the business of Real estate Services Buyer: The Company is engaged in the business of High-End Real Estate Services
4	Rationale for amalgamation/merge/ slump sale;	The transaction is undertaken to reorganize and streamline the business by transferring identified assets and liabilities to the Wholly Owned Subsidiary, resulting in focused operations and improved operational efficiency. The consideration in the form of OCPS enables optimal capital structuring within the group
5	In case of cash consideration amount or otherwise share exchange ratio	The Company will receive 95000, 9% Optionally Convertible Preference Shares of Rs. 1000/- each from the Chestertons India Private Limited.
6	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in the shareholding pattern of the Company pursuant to the proposed Transaction.

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Annexure C

Details of Mr. Satya Mahaptra and Mr. Praveen Apte , Senior Management Personnel who shall ceased to be SMP of the Company

1	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise;	Transfer of Mr. Satya Mahaptra and Mr. Praveen Apte to Chestertons India Private Limited, a wholly owned subsidiary of the Company in accordance with the proposed transaction with immediate effect
2	Date of appointment/ re-appointment/ cessation & term of appointment/reappointment;	With effect from 29.04.2026.
3	Brief profile (in case of appointment);	Not applicable
4	Disclosure of relationships between directors (in case of appointment of a director).	Not applicable

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