



VIRINCHI LIMITED

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Banjara Hills, Hyderabad- 500034, Telangana.

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CIN: L72200TG1990PLC011104

Transcript of Extra-Ordinary General Meeting (EGM No. 02/2025-2026) of the members of Virinchi Limited held on Saturday, November 15, 2025 at 3:30 P.M. through Video Conferencing ('VC') facility or Other Audio Visual Means ('OAVM')

A. Directors and KMP's Present:

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| 1. Mrs. Kunda Kalpana | - Independent Director, Chairperson of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee |
| 2. Ms. Priya Rajender Goda | - Independent Director, member of the Nomination & Remuneration Committee and Stakeholders Relationship Committee |
| 3. Mr. Sri Kalyan Kompella | - Non-Executive Director, member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee |
| 4. Mr. Shyam Sunder Tipparaju | - Independent Director, member of the Audit Committee |
| 5. Mr. Satyanarayana Vedula | - Wholetime Director |
| 6. Mr. M V Srinivasa Rao | - Wholetime Director & CFO, member of Corporate Social Responsibility Committee |
| 7. Mr. K Ravindranath Tagore | - Company Secretary |

B. Statutory Auditors:

- | | |
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| 1. Mr. M. V. Joshi | - Partner, P. Murali & Co, Statutory Auditors |
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C. Secretarial Auditor:

- | | |
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| 1. Mr. G. Vinay Babu | - Secretarial Auditor & Scrutinizer |
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The Meeting commenced at 03.30 p.m.

WELCOME ADDRESS:

Mr. K Ravindranath Tagore, Company Secretary, started the Meeting with the welcome Note as below.

Good Afternoon to all the shareholders. I am K Ravindranath Tagore, Company Secretary of the Company.

A very warm welcome to each and every one of you. It gives me great pleasure to greet you all at the Extra-Ordinary General Meeting (EGM) of Virinchi Limited.

I hope you and your family members are all safe and in good health.

The Ministry of Corporate Affairs and the Securities and Exchange Board of India have permitted Companies to hold their EGM through Video Conference or Other Audio-Visual Means and send the Notice convening the EGM electronically.

Accordingly, the EGM of the Company is being conducted through Video Conference. The notice of EGM and Corrigendum's to the notice has been sent in electronic mode to all the Members holding shares in dematerialised mode or in physical mode, and whose e-mail addresses are registered with the Company, or Registrar & Transfer Agent, or Depository Participant.

I would like to inform you that in accordance with the Articles of Association of the Company, the Board of Directors have chosen Mr. M V Srinivasa Rao, Whole-time Director of the Company, as the Chairperson of the meeting to conduct the proceedings of the meeting.

As the requisite quorum is being present, I now request the Chairperson of the Meeting - Mr. M V Srinivasa Rao to open the meeting and address the shareholders.

INTRODUCTION OF DIRECTORS:

Mr. M V Srinivasa Rao, Chairperson:

Thank you Tagore.

I am M V Srinivasa Rao, Chairperson of the Board and Whole-time Director; I am also member of Corporate Social Responsibility Committee of the Board. I am participating in the meeting through Video Conference from Corporate Office, Hyderabad.

Good Afternoon, I welcome all the Shareholders and Directors to the EGM of the Company and as the requisite quorum is present I now call the meeting to order.

I request all the Directors who are attending this meeting through Video conference to introduce themselves.

Mr. Satyanarayana Vedula!

Mr. Satyanarayana Vedula, Whole Time Director:

Ya, Thank you MVS, Good afternoon all of you attending this conference, I am Satyanarayana Vedula, Whole Time Director of the Company, participating through video conference from our corporate head quarter in Hyderabad, Banjara Hills.

Thank you.

Mr. M V Srinivasa Rao, Chairperson:

Mr. Sri Kalyan!

Mr. Sri Kalyan, Non-Executive Director:

Ya, Good Afternoon to all the shareholders, I am Sri Kalyan Kompella, Non-Executive Director of the Company, I am also member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee, participating through Video Conference from Corporate Office, Banjara Hills.

Thank you.

Mr. M V Srinivasa Rao, Chairperson:

Dr. Shyam Sunder!

Dr. Shyam Sunder Tipparaju, Independent Director:

Good afternoon shareholders, I am Shyam Sunder, Independent Director of the Company, attending the meeting through video conference from Texas, the USA.

Mr. M V Srinivasa Rao, Chairperson:

Mrs. Kunda Kalpana!

Mrs. Kunda Kalpana, Independent Director:

Present but Inaudible due to Mic or connection issues.

Mr. M V Srinivasa Rao, Chairperson:

Ok we will move to next Director, Ms. Priya Rajender!

Ms. Priya Rajender Goda, Independent Director:

Good afternoon shareholders, I am Priya Rajender, Independent Director of the Company, I am also member of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, attending the meeting through video conference from my office, Hyderabad.

Thank you.

Mr. M V Srinivasa Rao, Chairperson:

Thank you everyone for your introduction.

Apart from the Directors we also have representative of Statutory Auditors of the Company Mr. M V Joshi, Partner, M/s. P. Murali & Co, Chartered Accountants, Secretarial Auditor of the Company & Scrutinizer for the meeting Mr. G. Vinay Babu, attending this EGM through Video Conference.

Now, we will proceed with the meeting.

PROCEEDINGS OF THE MEETING:

Dear Shareholders,

I thank you all for joining the meeting. I hope that the members are safe and in good health.

In order to ensure the safety and security of the stakeholders, members and employees of the Company this EGM is being held through video conference and other audio visual means in compliance with the directions of the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Company has taken requisite steps to enable the members to participate and vote on the items being considered in this EGM.

Since there is no physical attendance of the members, the requirement of appointing the proxy is not applicable.

The members who have not voted earlier through remote e-voting can cast their vote in the course of the meeting through e-voting facility.

The Notice of EGM and Corrigendum's, convening this meeting, has already been circulated electronically and with your permission, I shall take the same as read.

Documents as mentioned in the Notice convening this meeting, will be available for inspection by the Members. Members seeking to inspect such documents may write to the Company at investors@virinchi.com.

Your Company, by virtue of being a listed Company, is required to provide e-voting facility to its shareholders. Voting by show of hands is no longer permitted.

The Company has engaged the services of M/s. Central Depository Services (India) Limited (CDSL) to provide the facility of remote e-Voting to all its Members to cast their votes on all businesses contained in the Notice.

Voting will be in proportion to the shares held by the Members as on the cut-off date, this being Saturday, November 08, 2025, in our case. In line with the regulatory requirements, remote e-Voting facility on CDSL's e-Voting platform was made available from Tuesday, November 11, 2025, at 9:00 a.m and closed on Friday, November 14, 2025 at 05.00 p.m.

As mentioned in the Notice convening the meeting, for those members who did not or could not avail the remote e-Voting facility, the Company is pleased to provide the facility to such members to cast their votes electronically during the EGM on all the proposed resolutions through CDSL's e-voting platform.

The e-voting facility will be activated at the end of the meeting. Members can avail this facility and cast their votes on the resolutions proposed in the Notice.

Let me please clarify that this facility is available only to those members who are present in the meeting and who have not cast their votes through the remote e-Voting facility provided earlier by the Company. If a member has already voted in the remote e-Voting, such member will not be able to cast the vote again.

The Board has appointed Mr. G. Vinay Babu, Practicing Company Secretary, for scrutinising the e-Voting process in a fair and transparent manner. Once all of you have cast your votes, the votes will be counted by Mr. G. Vinay Babu, the Scrutiniser. He will then unblock the results of the remote e-Voting which will then be consolidated with the results of the voting done today during the meeting.

The Voting Results along with Scrutinizer's report will be communicated to the Stock Exchanges within two working days and the same will be placed on the website of the Company and on e-Voting platform of CDSL.

I now request Mr. Tagore, Company Secretary, to take up the resolutions as set forth in the notice of the meeting.

EGM RESOLUTIONS:

Mr. K Ravindranath Tagore, Company Secretary:

Thank you Chairperson.

The Special business set out in the EGM notice pertain to:

1. To approve the issue of convertible equity warrants to certain identified promoter and non-promoter entities on preferential basis.

2. Revision in remuneration of Mr. Viswanath Kompella, promoter & Chairman Emeritus of Virinchi Limited as an Advisor.

The resolution and the explanatory statement in respect of the special business have been provided in the Notice.

With this I thank all the members for joining in the meeting and we shall now proceed with the Q & A session.

QUESTION AND ANSWER SESSION:

Mr. K Ravindranath Tagore, Company Secretary:

A few shareholders have registered themselves as Speaker to make queries and comments at the meeting.

In the interest of time and with a view to give adequate opportunity to all, I request the Members to be judicious in time and restrict themselves to 2 - 3 minutes. After all the queries are raised, the response to all the queries will be provided in a consolidated manner.

I now request the moderator to facilitate shareholders to speak and make their queries and comments.

Moderator:

Yes sir, I am allowing then.

First we have K Bharat Raj. K. Bharat Raj, Bharat Raj Garu has not joined the meeting, we will move on to next.

Next we have Manjit Singh, Manjit Singh please unmute.

Manjit Singh:

Hello Chairman sir, meri awaz are re....

Moderator:

Are hai Sir, Please continue..

Manjit Singh:

He spoken related to Company hard work and Manjit Singh wants to know 24 month Road Map. He wants support for Ravindranath Tagore in work load needs 2-3 junior members.

Thank You Sir! Thank you so much.

Mr. M V Srinivasa Rao, Chairperson:

Thank You Manjith Saab. Thank you for your kind words. You have one query on how the road map looks like Company for the next 24 months. We would like to answer this on the two important verticals that Company is into. Let us First look at Information Technology the SAAS Business we have acquired two new customers the last 12 months also on account of addition of these two new customers. We will have increase in the revenues going forward, and you can see that as it is not happening as well, because if you look at, there is a slight up taking the SAAS Business numbers in the second quarter and the year 25-26 is going to be much better than what it was during 24-25, and this will continue to the future. In addition to the addition of customers. We are also working on adding further clients, and we will keep you informed as when we in deal with customers and second vertically is healthcare and we are conducting EGM, primarily for the purpose of raising money to be infused in to healthcare, and we are in the process of adding more doctors and then completing our radiation oncology unit with that the revenue in healthcare also will be looking up going forward. I request my Colleague Mr. Satyanarayana Vedula to add this because he is the one who drives the healthcare vertical.

Satyanarayana Vedula:

Yes, Just to add what Shri. MVS has mentioned in the healthcare Vertical. We are making rapid progress in terms of completing our oncology block and that can give additional revenues and also provide ancillary revenue and existing Hospital together in Hyderabad. We are aiming to reach 800 bed capacity and also stabilise our operations over here. Also, trying to invest in a Robo, which will give further technological Edge. Recently we have replaced our CT machine and we still have the state of the equipment; and our chief Medical director and other Chairman office officials, We are very much engaged in terms of spotting and identifying on boarding top talent of doctors. Almost the plan is to on board around 50 such consultants recently with a view to make healthcare accessible to all. We have also launched EWS Scheme because healthcare should not be denied to anybody and

that scheme also seen reasonably good traction. We are also enhancing corporate empowerments.

We are focusing on international Medical tourism tie-ups also. With all these healthcare, vertical will soon have a nice turnaround and see a better operational results.

Mr. M V Srinivasa Rao, Chairperson:

Thank you sir and other point Manjeet Sir had asked about our offering support to company secretary, Mr. Tagore, we are in the process of strength, his hands, and we will certainly add a couple of resources to his team going forward we will in a position to address all the requirements of the members effectively. Thank you, sir. Thank you for your feedback.

Moderator:

Thank you Sir!

Next we have Abhishek Ji, he has also not joined in the meeting sir.

We on move to next we have Jain Chand. Jain Chand has also not joined sir.

Next we have Sanjol Saurf. He also not joined.

Next we have Kamal Kishore jawar. He is also not in the meeting.

Next we have Bimal Agarwal. Bimal Agarwal ji please unmute I have given request to unmute sir. Please unmute.

Bimal Kumar Agarwal:

Hello

Moderator:

Yes Sir! Please continue

Bimal Kumar Agarwal:

He thanked everyone, I have no questions to ask and please continue. thank you very much.

Moderator:

Thank You Bimal. Sir, we are done with the speakers.

Sir, You can continue.

Mr. K Ravindranath Tagore, Company Secretary:

Srikanth Jawar is there.

Moderator:

I will allow him. Srikanth Ji Please umute, Srikanth Jawar ji please unmute. He is not getting unmute.

Mr. K Ravindranath Tagore, Company Secretary:

Okay. Okay. Thank you very much for your interest in the queries and operation of the Company, I now request the chairperson to conclude the meeting.

CONCLUSION OF THE MEETING:

Mr. M V Srinivasa Rao, Chairperson:

Ladies and Gentlemen, this concludes the business part of the meeting.

The E-voting facility is now open. Members who have not availed remote e-voting facility may please go to the e-voting page on the CDSL e-voting website i.e. www.evotingindia.com and cast their vote. This e-voting facility will remain open for 15 minutes, to enable the members to cast their votes.

Mr. G. Vinay Babu, Scrutiniser will submit a report to the Company after consolidating the remote e-Voting and voting at the EGM.

I also authorise the Company Secretary to accept and acknowledge and countersign the Scrutinizer's report and declare the consolidated voting results on receipt of the Scrutinizer's report.

The results would be announced within two working days from the conclusion of the meeting and the same will be informed to the Stock Exchanges and uploaded on the Company's website.

I thank all the Shareholders for attending the meeting and for their continued support. I also thank the Directors and Auditors for attending the meeting.

I request everyone to stay safe and healthy.

As there is no other business to be transacted, I declare the meeting as closed.

Mr. K Ravindranath Tagore, Company Secretary:

Thank you sir!

Satyanarayana Vedula:

Thank you all

Moderator:

Tagore Sir, Can I end the meeting.

Mr. K Ravindranath Tagore, Company Secretary:

Yes! Please go ahead.

Moderator:

Thank you sir! Thank you everyone.
