

June 18, 2025

To,
The Chief General Manager
Listing Operation,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

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

Dear Sir/Madam,

Subject : Corrigendum to Notice of Extra-Ordinary General Meeting (EGM No. 01/2025-2026) of the Company

This is with reference to the Notice of Extra-Ordinary General Meeting (EGM No. 01/2025-2026) of the Company scheduled to be held on Friday, June 27, 2025 at 3:30 P.M. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) for the purpose of seeking members approval on a resolution as set out in the said notice of EGM which was already emailed to the shareholders of the company.

A corrigendum is being issued to inform the shareholders/ beneficial owners of the Company regarding additions/amendments being made to Explanatory Statement consequent to the instructions of the NSE/BSE.

Copy of detailed corrigendum is being enclosed herewith.

Except as detailed in attached corrigendum, all other terms and contents of the Notice of EGM dated May 28, 2025 shall remain unchanged. The Corrigendum to the notice is also being placed on Company's website www.virinchi.com, on the website of stock exchanges viz. BSE at bseindia.com & NSE at www.nseindia.com and on the website of CDSL at www.evotingindia.com

Thanking you,

Yours faithfully,

For Virinchi Limited

K Ravindranath Tagore
Company Secretary

Encl. as above



VIRINCHI LIMITED

Regd Office: 8-2-672/5&6, 4th Floor, Ilyas Mohammed Khan Estate Road No.1,
Banjara Hills, Hyderabad- 500034, Telangana.

Tele: 040-43728111, Website: www.virinchi.com, Email: investors@virinchi.com,
CIN: L72200TG1990PLC011104

CORRIGENDUM TO THE NOTICE OF EXTRAORDINARY GENERAL MEETING

Virinchi Limited ("Company") has issued a notice dated May 28, 2025 ("Notice of EGM") for convening the Extra-Ordinary General Meeting to the members of the Company which is scheduled to be held on Friday, June 27, 2025 at 3:30 P.M. through Video Conferencing (VC)/ other Audio-Visual Means (OAVM).

The Notice of the EGM has been dispatched to the Shareholders of the Company in due compliance with provisions of the Companies Act, 2013 read with relevant rules and circulars made there under.

Consequent to the instructions of the NSE/BSE following amendments are being made to Explanatory Statement:

A. Point no. (ix)

- (ix) **The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as the price**

The Company has not made any preferential allotment of equity shares during the period from April 1, 2025 till the date of this Notice.

The Company will ensure that the number of persons to whom allotment on preferential basis will be made during the financial year 2025-26 will not exceed the limit specified in the Act and Rules made thereunder.

B. Point no. (vi)

- (vi) **Basis or justification for the price (including the premium, if any) has been arrived at**

The Company's Equity shares are presently listed on BSE & NSE and are also frequently traded. Since highest traded volume in respect of equity shares has been recorded during the preceding 90 days trading days prior to the relevant date in NSE, NSE shall be considered

as Stock Exchange, for calculating relevant Value per Share as per Regulation 164 of SEBI ICDR 2018.

In terms of the applicable provisions of Chapter V of the SEBI ICDR Regulations, the floor price for the Preferential Issue is Rs. 24.96/- (Rupees Twenty-Four and Ninety Six Paise only) per Warrant, being the higher of the following:

- a. 90 (Ninety) trading days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on NSE preceding the Relevant Date: Rs. 24.96/- (Rupees Twenty-Four and Ninety Six Paise only) per Equity Share;
- b. 10 (Ten) trading days volume weighted average price (VWAP) of the Equity Shares of the Company quoted on NSE preceding the Relevant Date:- Rs. 22.92/- (Rupees Twenty-Two and Ninety Two Paise only) per Equity Share; and
- c. Floor price determined in accordance with the provisions of the Articles of Association of the Company. However, the Articles of Association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations.

The price per Warrant to be issued pursuant to Preferential Issue is fixed at Rs. 25/- (Rupees Twenty-Five only), being a price that is not less than the floor price computed in accordance with Chapter V of the SEBI ICDR Regulations.

The price determined above and the number of Equity Shares to be allotted on exercise of the Warrants shall be subject to appropriate adjustments, as permitted under applicable rules, regulations and laws from time to time.

Since the Equity Shares of the Company are listed on recognized stock exchanges for more than 90 (Ninety) trading days, the price computation and lock-in extensions, required pursuant to Regulations 164(3) and 167(5) of the ICDR Regulations and the disclosures and undertakings required pursuant to Regulation 163(1)(g) and (h) of the ICDR Regulations are not applicable. In case, the Company is required to re-compute the price then it shall undertake such re-computation and if the amount payable on account of the re-computation of price is not paid by the Proposed Allottees within the time stipulated in the ICDR Regulations, the Warrants proposed to be issued pursuant to this resolution would have been continued to be locked in till the time such amount would have paid by the Proposed Allottees.

C. Point no. (xxiv)

(xxiv) Practicing Company Secretary's Certificate

The certificate from Mr. Vinay Babu Gade, Practicing Company Secretary, certifying that the Preferential Issue is being made in accordance with the requirements contained in the SEBI

ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website and will be accessible at link: http://virinchi.com/governance-I/PCS_Confirmation-Certificate.pdf , Certificate of pricing by the Practicing Company secretary will be accessible at link: http://virinchi.com/governance-I/virinchi_PCS_Pricing_Certificate.pdf

- (i) In accordance with Regulation 166A of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the valuation report obtained from the Registered Valuer, Mr. A Someswara Rao, a Chartered Accountant and IBBI Registered Valuer, is published on the website of the Company i.e. www.virinchi.com and will be accessible at link: http://virinchi.com/governance-I/RVR_Virinchi.pdf

This corrigendum should be read in continuation of and in conjunction with the EGM notice. Except as detailed in this corrigendum, all other terms and contents of the Notice of EGM dated May 28, 2025 shall remain unchanged.

The Corrigendum to the notice is also being placed on Company's website www.Virinchi.com, on the website of stock exchanges viz. BSE at bseindia.com & NSE at www.nseindia.com and on the website of CDSL at www.evotingindia.com

**By Order of the Board
For Virinchi Limited**

**Place: Hyderabad
Date: June 18, 2025**

**K Ravindranath Tagore
Company Secretary
M.No: A18894**