

June 28, 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 : Voting Results and Scrutinizer's Report for business transacted at the Extra-Ordinary General Meeting (EGM No. 01/2025-2026)
Reference : Disclosure under Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results along with consolidated Report of the Scrutinizer for the businesses transacted at the Extra-Ordinary General Meeting (EGM No. 01/2025-2026) ('EGM') of the Members of the Company held on Friday, June 27, 2025 through Video Conference (VC) / Other Audio-Visual Means (OAVM).

Based on the consolidated Report of the Scrutinizer, resolution(s) as set out in the Notice of EGM have been duly approved by the shareholders with requisite majority.

The voting results along with the Scrutinizer's Report will also be made available on the website of the Company i.e. www.virinchi.com.

This is for your information and records.

Thanking You,

Yours faithfully

For Virinchi Limited

K Ravindranath Tagore
Company Secretary

Encl. as above

General information about company	
Scrip code	532372
NSE Symbol	VIRINCHI
MSEI Symbol	NOTLISTED
ISIN	INE539B01017
Name of the company	VIRINCHI LIMITED
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-06-2025
Start time of the meeting	03:30 PM
End time of the meeting	03:56 PM

Scrutinizer Details	
Name of the Scrutinizer	VINAY BABU GADE
Firms Name	NOT APPLICABLE
Qualification	CS
Membership Number	20592
Date of Board Meeting in which appointed	28-05-2025
Date of Issuance of Report to the company	27-06-2025

Voting results	
Record date	20-06-2025
Total number of shareholders on record date	41437
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	65
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE THE ISSUE OF CONVERTIBLE EQUITY WARRANTS TO CERTAIN IDENTIFIED NON-PROMOTER INDIVIDUALS/ENTITIES ON PREFERENTIAL BASIS.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	38505538	9937602	25.8082	9937602	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	38505538	9937602	25.8082	9937602	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	64136858	3449576	5.3785	3441299	8277	99.7601	0.2399
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	64136858	3449576	5.3785	3441299	8277	99.7601	0.2399
Total		102642396	13387178	13.0425	13378901	8277	99.9382	0.0618
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



SCRUTINIZER'S REPORT

Form No MGT – 13

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

To,
The Chairman of Extra-Ordinary General Meeting (EGM No. 01/2025-2026) ("EGM") of members of Virinchi Limited held on Friday, June 27, 2025 at 3:30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-Voting conducted for the Extra-Ordinary General Meeting (EGM No. 01/2025-2026).

I, CS Vinay Babu Gade, Company Secretary in whole-time Practice, having office at Hyderabad, Telangana was appointed as the Scrutinizer by the Board of Directors of **Virinchi Limited** (CIN: L72200TG1990PLC011104) having registered office at 8-2-672/5&6, 4th Floor, Ilyas Mohammed Khan Estate Road No.1, Banjara Hills, Hyderabad- 500034, Telangana (the "Company") in the Board Meeting held on May 28, 2025 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

My scope as a Scrutinizer is:

- a. To scrutinize the votes casted through electronic means (the "e-voting") and check whether the remote e-voting process was in fair and transparent manner held between Tuesday, June 24, 2025 (09:00 A.M. IST) and ends on Thursday, June 26, 2025 (05:00 P.M. IST) as stated in the Notice of the EGM.
- b. To scrutinize the votes casted through e-voting at EGM and check whether the voting process by use of e-voting at the EGM held on Friday, June 27, 2025 at 3:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), is conducted in a fair and transparent manner.

Notice of the Extra-Ordinary General Meeting:

The Notice dated May 28, 2025 convening EGM of the equity shareholders of the Company held on Friday, June 27, 2025 at 3:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") was sent through e-mail on June 05, 2025 to the shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on May 30, 2025.



Pursuant to General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and latest Circular being, General Circular No. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("MCA") and also Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular number SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") the Notice of EGM was sent through electronic mode.

Cut-Off Date:

The shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on the "cut-off" date of Friday, June 20, 2025 were entitled to vote on the resolution(s) as set out at item nos.1 in the Notice of the EGM.

Newspaper Advertisement:

A public notice by way of an advertisement in newspapers was published by the Company on June 06, 2025 immediately on the completion of dispatch of notices of the EGM, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, in Financial Express (English newspaper having nationwide circulation) and Nava Telangana (principal vernacular language newspaper of the State in which the registered office is situated) for the purpose of e-voting.

Service Provider for E-Voting:

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force the Company has arranged for remote e-voting facility to its shareholders through Central Depository Services (India) Limited (CDSL), (the "Agency").

The e-voting period commenced on Tuesday, June 24, 2025 (09:00 A.M. IST) and ended on Thursday, June 26, 2025 (05:00 P.M. IST). The Agency e-voting platform [www.evotingindia.com] was blocked thereafter and the votes cast under e-voting facility were then unblocked by me on Friday, June 27, 2025 at 04:34 P.M. (IST) in presence of Mr. Trinath and Mr. Govind, two witnesses not being in the employment of the Company.

At the EGM of the Company held on Friday, June 27, 2025 at 3:30 P.M., the Company had also provided e-voting facility to the shareholders present at the EGM through VC / OAVM



and who had not participated in the e-voting facility provided during Tuesday, June 24, 2025 (09:00 A.M. IST) to Thursday, June 26, 2025 (05:00 P.M. IST) to cast their votes.

After the closure of e-voting at the EGM, the report on voting done at the EGM and the votes cast under remote e-voting facility prior to the EGM were unblocked and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company and the combined report has been generated based on the data downloaded from the CDSL e-voting system.

I have scrutinized and reviewed the remote e-voting prior and during the EGM and votes cast therein, based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to voting through electronic means on the resolution(s) contained in the notice to the EGM of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution(s) stated in the EGM notice, based on the reports generated from e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at EGM in respect of the said resolution(s) as per the provisions of Section 108 and 109 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

SPECIAL BUSINESS:

Item No. 1 - TO APPROVE THE ISSUE OF CONVERTIBLE EQUITY WARRANTS TO CERTAIN IDENTIFIED NON-PROMOTER INDIVIDUALS/ENTITIES ON PREFERENTIAL BASIS:

(Special Resolution)

(i) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
84	13378901	99.94

(ii) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
6	8277	0.06

(iii) Invalid Votes:

Total Number of Members (Invalid)	Total number of votes cast by them
Nil	Nil



VINAY BABU GADE ACS, LLB
Company Secretary in Practice

Mobile: 9160999526
Email: cs.gvinav@gmail.com

I further confirm that the registers and records generated from the remote e-voting platform of Service Provider including the registers maintained by us in respect of the votes casted through electronic means are being maintained in electronic form.

Based on the aforesaid results, the resolution no. 1 was passed with requisite majority. You may accordingly declare the same.

All relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the EGM and the same shall be handed over to the Chairman / Company Secretary for safe keeping.

Thanking you,

Yours faithfully,




Scrutinizer
G Vinay Babu
Company Secretary in Practice
ACS No.: 20592.CP No.: 20707
UDIN: A020592G000673475
Date: 27/06/2025
Place: Hyderabad

Countersigned by
For Virinchi Limited



K Ravindranath Tagore

Company Secretary

Date: 27/06/2025

Place: Hyderabad

