



8th November 2022

BSE Limited,
P.J. Towers, Dalal Street,
Mumbai -400 001

Sub: Intimation regarding the proceedings of 29th Extra-Ordinary General Meeting of the Company held on Friday, 14th October 2022, in pursuance to Regulation 51(2) read with Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sir/ Ma'am,

In terms of Regulation 51(2) read with Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the 29th Extra-Ordinary General Meeting ("**EGM**") of the Company was held at shorter notice on Friday, 14th October 2022, at 05.30 P.M. through Video Conferencing ("**VC**")/ Other Audio-Visual Means ("**OAVM**") at Prestige Zackria Metropolitan No. 200/1-8, 2nd Floor, Block -1, Annasalai, Chennai – 600002, India. The detailed proceedings of the EGM are annexed herewith.

We request you to please take the same on record. Thank you.

For and on behalf of **Vivriti Capital Private Limited**

P S Amritha
Company Secretary & Compliance Officer
Mem No. A49121

Note: Kindly note that the Company had inadvertently missed filing the proceedings of EGM within the prescribed timeline under Listing Regulations. Humbly request your good office to excuse the delay and consider this submission on record.



Summary of the proceedings of the 29th Extra-Ordinary General Meeting held on 14th October 2022

The 29th Extra-Ordinary General Meeting (EGM) of the Company was held at shorter notice on Friday, 14th October 2022, at 05.30 P.M. through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) at Prestige Zackria Metropolitan No. 200/1-8, 2nd Floor, Block -1, Annasalai, Chennai – 600002, India.

The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities and Exchange Board of India (“SEBI”). The proceedings of the EGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the EGM. Physical presence of members was accordingly dispensed with.

The requisite quorum was present at the EGM in accordance with the provisions of Companies Act, 2013 and Articles of Association of the Company. From the Board of Directors, following were present at the EGM and rest were granted leave of absence:

- a. Mr. Vineet Sukumar – Managing Director
- b. Mr. Namrata Kaul – Independent Director
- c. Ms. Anita Belani – Independent Director
- d. Mr. Kenneth Dan Vander Weele – Non-executive Nominee Director

The directors present at the EGM through VC from their respective residence/office/places introduced themselves to the Members of the Company.

The representatives of auditors of Company were allowed waiver from attendance due to their prior commitments.

Mr. Vineet Sukumar was elected as the Chairperson of the meeting. The EGM Notice as circulated and shorter notice consent were taken as read, including the instructions for participation and voting at EGM by members. It was informed that the documents and statutory registers are available for inspection by the members.

Following item(s) of business as per the EGM Notice were proposed for approval:

Special Business:

- 1. To approve adoption and implementation of revised Vivriti Employee Stock Option Plan 2018:**



The members present at the meeting discussed and considered for adoption of revised Vivriti Employee Stock Option Plan 2018. Thereafter, the aforesaid matter was put to vote, and all the members present at the meeting unanimously approved the same.

2. To approve adoption and implementation of revised Vivriti Employee Stock Option Plan 2019:

The members present at the meeting discussed and considered for adoption of revised Vivriti Employee Stock Option Plan 2019. Thereafter, the aforesaid matter was put to vote, and all the members present at the meeting unanimously approved the same.

3. To approve adoption and implementation of revised Vivriti Employee Stock Option Plan 2019-II:

The members present at the meeting discussed and considered for adoption of revised Vivriti Employee Stock Option Plan 2019-II. Thereafter, the aforesaid matter was put to vote, and all the members present at the meeting unanimously approved the same.

4. To approve adoption and implementation of revised Vivriti Employee Stock Option Plan 2020:

The members present at the meeting discussed and considered for adoption of revised Vivriti Employee Stock Option Plan 2020. Thereafter, the aforesaid matter was put to vote, and all the members present at the meeting unanimously approved the same.

5. To approve adoption and implementation of revised Vivriti Employee Stock Option Plan 2022:

The members present at the meeting discussed and considered for adoption of Vivriti Employee Stock Option Plan 2022 and issuance of shares to Vivriti ESOP Trust. Thereafter, the aforesaid matter was put to vote, and all the members present at the meeting unanimously approved the same.

6. To approve granting of loan to Vivriti ESOP Trust:

The members present at the meeting discussed and considered the matter for granting of loan to Vivriti ESOP Trust. Thereafter, the aforesaid matter was put to vote, and all the members present at the meeting unanimously approved the same.



The Chairperson thanked all the Members & other stakeholders present in the meeting. The EGM commenced at 5:30 P.M. and concluded at 05:45 P.M.

For and on behalf of **Vivriti Capital Private Limited**

P S Amritha
Company Secretary & Compliance Officer
Mem No. A49121