



06th April 2023

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

Sub: Intimation regarding the proceedings of 31st Extra-Ordinary General Meeting ('EGM') of the Company held on Wednesday, 05th April 2023, pursuant 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/ Madam,

In terms of Regulation 51(2) read with Part B of Schedule III of the Listing Regulations, we wish to inform that the 31st Extra-Ordinary General Meeting (**'EGM'**) of Vivriti Capital Private Limited ('the Company') was held at shorter notice on Wednesday, 05th April 2023, 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 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



Summary of the proceedings of the 31st Extra-Ordinary General Meeting held on 05th April 2023

The 31st Extra-Ordinary General Meeting ('EGM') of the Company was held at shorter notice on Wednesday, 05th April 2023, 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 through VC, adhered to the Circulars issued by the Ministry of Corporate Affairs ("MCA") and the Securities and Exchange Board of India ("SEBI") from time to time. 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.

Five (5) members were present (including authorized representative(s)) at the meeting through VC. 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:

Directors Present:

- a. Ms. Namrata Kaul – Independent Director
- b. Ms. Anita Belani – Independent Director
- c. Mr. John Tyler Day – Nominee Director
- d. Mr. Lazar Zdravkovic – Additional (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.

Ms. Namrata Kaul 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 including such necessary documents with respect to the agendas transacted at the meeting.

Following item(s) of business as per the EGM Notice were transacted at the meeting:

Special Business:

1. Appointment of Mr. Santanu Paul as Non-executive Independent Director:

The members present at the meeting considered the proposal to appoint Mr. Santanu Paul (DIN – 02039043) as an Independent Director of the Company with effect from 9th February 2023 for a period of 5 consecutive years until 8th February 2028. The declarations/documents



submitted by Mr. Santanu Paul were taken on record. Thereafter, the aforesaid matter was put to vote by way of a special resolution, and the members present at the meeting unanimously approved the same.

2. Approval for usage of brand name “Vivriti” by QED Business Solutions Private Limited:

The members present at the meeting discussed and considered proposal to grant permission/no objection letter for usage of Brand name, logo, trademark including design, style, and form of the words “Vivriti” / “Vivriti Capital” by QED Business Solutions Private Limited (“QED”), a related party of the Company. The aforesaid matter was put to vote by way of an ordinary resolution, and the members present at the meeting unanimously approved the same.

3. Approval for extension of material RPTs approved during the FY 2022-23:

The members present at the meeting considered the proposal to provide extension for the term of all material related party transactions (including RPTs under omnibus and other than under omnibus, as approved by the Audit Committee, from time to time) approved by the members during the course of FY 2022-23, till the next periodic Board/ Committee meeting. The transactions were put forth based on the approvals taken during the previous year and the relevant justification(s) were provided therein for such transactions in line with the SEBI Operational Circular dated 29th July 2022. Thereafter, the aforesaid matter was put to vote by way of an ordinary resolution, and the members present at the meeting approved the same. The interested member(s) abstained themselves from voting on this matter.

4. Appointment of Mr. Lazar Zdravkovic as Nominee Director (Non-executive):

The members present at the meeting considered the proposal to appoint Mr. Lazar Zdravkovic (DIN – 10052432) as a Nominee Director (Non-Executive) on behalf of Creation Investments India III, LLC on the Board of the Company with effect from 31st March 2023 based on the nomination received from the investor. The declarations/documents submitted by Mr. Lazar Zdravkovic were taken on record. Thereafter, the aforesaid matter was put to vote by way of an ordinary resolution, and the members present at the meeting approved the same. The interested member(s) abstained themselves from voting on this matter.

5. Approval for the disinvestment of equity shares held by the Company in CredAvenue Private Limited (‘CAPL’ / ‘Material Subsidiary’)

The members present at the meeting discussed and considered the proposal for disinvestment of equity shares held by the Company in CredAvenue Private Limited in one or more tranches to identified purchasers as may be determined by the Board (which shall include delegated powers to any director or officer of the Company or Committee thereof) at such terms and conditions, as mutually agreed between the Company and such parties, subject to approval of CAPL’s Board for each such sale /transfer transaction. Thereafter, the aforesaid matter was put to vote by way of special resolution, and the members present at the meeting approved the same. The interested member(s) abstained themselves from voting on this matter.



The Chairperson thanked all the Members & other stakeholders present in the meeting. The EGM commenced at 05:30 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