

April 01, 2026

To,

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

**Sub: Outcome of Board Meeting held on April 01,2026, as per Regulation 51(2) read with Part B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

**Ref:** Composite of the Scheme of Arrangement amongst Vivriti Capital Limited, (“**Demerged Company / Amalgamated Company/ VCL**”), Hari and Company Investments Madras Private Limited (“**Resulting Company 1 / HCIMPL**”), Vivriti Next Limited, (*formerly known as Vivriti Next Private Limited*) (“**VNL**”), Vivriti Asset Management Private Limited (“**Amalgamating Company**”), Vivriti Funds Private Limited, (*formerly known as Keerthi Logistics Private Limited*) (“**Resulting Company 2**”) and their respective shareholders (“**Scheme**”) as sanctioned by Hon’ble NCLT vide Orders dated December 9, 2025 and December 19, 2025.

Dear Sir / Madam,

In furtherance to our intimation dated March 25, 2026, and pursuant to the provisions of Regulation 51(2) of the Listing Regulations, we wish to inform you that VCL and HCIMPL at their respective Board Meetings held today, i.e., April 01, 2026 (Wednesday) have taken necessary approvals / actions with respect to the effectiveness of the Scheme.

This also includes Vesting of Assets, Liabilities & Undertakings of VCL in relation to its NBFC Business (**Demerged Undertaking 1** as defined in the Scheme) into HCIMPL as on the Effective and Appointed Date of the Scheme i.e., April 01, 2026.

Accordingly, the Listed / Unlisted Non-Convertible Debentures (**‘NCDs’**) and Commercial Papers (**‘CPs’**) of the VCL is also transferred as is to HCIMPL with effect from the Effective & Appointed date. However, the operationalization of transfer and subsequent listing of the Listed NCDs and CPs under HCIMPL with Stock Exchange and Depositories are underway.

Further, the Board of Directors of HCIMPL have approved the following matters which are given below for stakeholders’ information pursuant to Regulation 51 of SEBI (LODR) Regulations, 2015:

| <b>Hari and Company Investments Madras Private Limited</b> |  |
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| <b>S.No.</b>   | <b>Agenda Item</b>   |
| 1.   | Appointment of Ms. Namrata Kaul (DIN: 00994532) as Additional Director (Independent)         |
| 2.   | Appointment of Mr. Santanu Paul (DIN: 02039043) as Additional Director (Independent)         |
| 3.   | Appointment of Mr. Narayan Ramachandran (DIN: 01873080) as Additional Director (Independent) |
| 4.   | Appointment of Ms. Anita Belani (DIN: 01532511) as Additional Director (Independent)         |
| 5.   | Taken note of transfer of employees pursuant to the Composite Scheme of Arrangement          |



| <b>Hari and Company Investments Madras Private Limited</b> |  |
|--|--|
| <b>S.No.</b>   | <b>Agenda Item</b>   |
| 6.   | Change in Designation of Mr. Vineet Sukumar (DIN: 06848801) from Director to Managing Director of the Company  |
| 7.   | Appointment of Mr. Srinivasaraghavan B as Chief Financial Officer of the Company   |
| 8.   | Appointment of Mr. Umesh Navani as Company Secretary and Compliance Officer of the Company   |
| 9.   | Taken note of resignation of Mr. Gopal Srinivasan (DIN: 00177699), Non-Executive Nominee Director  |
| 10.  | Conversion of the Company into public company pursuant to the approved Composite Scheme of Arrangement and consequential changes in the memorandum and articles of association of the Company. |

Kindly note the aforementioned changes in Board of Directors and Key Managerial Personnel have been carried out in order to ensure compliance with applicable regulatory requirements for HCIMPL as it will be considered as a Regulated / Listed entity post the Effective Date.

For brevity, we have also disclosed the key matters approved by the Board of Directors of VCL:

| <b>Vivriti Capital Limited</b> |   |
|--------------------------------|---|
| <b>S.No.</b>                   | <b>Agenda Item</b>  |
| 1.                             | Taken note of Amalgamation of Vivriti Asset Management Private Limited into the Company pursuant to the Composite Scheme of Arrangement |
| 2.                             | Taken note of Resignation of Ms. Namrata Kaul (DIN: 00994532), Independent Director   |
| 3.                             | Taken note of Resignation of Mr. Santanu Paul (DIN: 02039043), Independent Director   |
| 4.                             | Taken note of Resignation of Ms. Anita Belani (DIN: 01532511, Independent Director  |
| 5.                             | Taken note of Resignation of Mr. Samir Rajendra Abhyankar (DIN: 10081649), Nominee Director   |
| 6.                             | Taken note of transfer of employees pursuant to the Composite Scheme of Arrangement   |
| 7.                             | Taken note of Change in designation of Mr. Vineet Sukumar (DIN: 06848801) from Managing Director to Director of the Company             |
| 8.                             | Taken note of Resignation of Mr. Srinivasaraghavan B, Chief Financial Officer   |
| 9.                             | Taken note of Resignation of Mr. Umesh Navani, Company Secretary and Compliance Officer   |
| 10.                            | Taken note of Increase in Authorised Capital of the Company pursuant to the Composite Scheme of Arrangement                             |
| 11.                            | Taken note of reduction of Paid-up share capital pursuant to the Composite Scheme of Arrangement  |

Stakeholders are requested to note that from the Effective date, HCIMPL will be responsible for making all payments / necessary statutory disclosures in accordance with applicable SEBI regulations.

The above is for your information and appropriate dissemination.

Kindly take the same on your record.

For and on behalf of **Hari and Company Investments Madras Private Limited**

**Umesh Navani**  
**Company Secretary & Compliance Officer**  
**Mem No: A40899**  
**Address: Vibgyor Towers, 3<sup>rd</sup> Floor, Block G,**  
**Bandra Kurla Complex, Mumbai – 400051**