



October 28, 2023

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

**Sub: Intimation regarding the proceedings of 36<sup>th</sup> Extra-Ordinary General Meeting ('EGM') of the Company held on Friday, October 27, 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 36<sup>th</sup> Extra-Ordinary General Meeting (**'EGM'**) of Vivriti Capital Limited (*formerly known as Vivriti Capital Private Limited*) (**'Company'**) was held on Friday, October 27, 2023 at 7:30 A.M. (IST) / 9:00 A.M. (ICT- Indochina Time) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The detailed proceedings of the EGM are annexed herewith. We request you to take the same on record.

For and on behalf of **Vivriti Capital Limited**  
(*formerly known as Vivriti Capital Private Limited*)

**P S Amritha**  
**CS, CCO & Compliance Officer**  
**Mem No. A49121**  
**Address: Prestige Zackria Metropolitan No. 200/1-8,**  
**2<sup>nd</sup> Floor, Block -1, Annasalai, Chennai – 600 002**





## **Summary of the proceedings of the 36<sup>th</sup> Extra-Ordinary General Meeting held on October 27, 2023**

The 36<sup>th</sup> Extra-Ordinary General Meeting ('EGM') of the Company was held at shorter notice on Friday, October 26, 2023, at 7:30 A.M (IST) / 9:00 A.M (ICT – Indochina Time) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

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. Accordingly, the deemed venue of the EGM was Olympia Goodwood Residence, 3B, Cenotaph Road, Sri Ram Nagar, Teynampet, Chennai, Tamil Nadu – 600 018. The physical presence of the members was accordingly dispensed with.

7 (seven) 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. Mr. Lazar Zdravkovic – Nominee Director
- b. Mr. Gaurav Kumar – Non-executive Director
- c. Mr. Kartik Srivatsa – Nominee Director
- d. Mr. Vineet Sukumar – Managing 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 (*copy uploaded on website*) 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. Approval for withdrawal of Series D Compulsorily Convertible Preference Shares as previously approved on September 26, 2023:**

The members had approved the issuance of Series D Compulsorily Convertible Preference Shares at their meeting held on September 26, 2023. It was proposed to withdraw the same





due to certain changes in terms of issuance and procedural matters. Thereafter, the aforesaid matter was put to vote by way of a special resolution, and the same was approved accordingly.

**2. Approval for issuance of Series D - Compulsorily Convertible Preference Shares to TVS Shriram Growth Fund 3 on private placement basis through preferential allotment, subject to approval of members:**

The members present at the meeting considered the proposal to approve an issuance of up to 9,18,274 (Nine Lakhs Eighteen Thousand Two Hundred and Seventy Four) Series D Compulsorily Convertible Preference Shares ("**Series D CCPS**") of face value of INR 10/- (Indian Rupees Ten only) each at a premium of INR 1,079/- (Indian Rupees One Thousand Seventy Nine only) each, aggregating to INR 1,00,00,00,386/- (Indian Rupees One Hundred Crores Three Hundred and Eighty Six only) (hereinafter referred to as "**Securities**"), in one or multiple tranches, to TVS Shriram Growth Fund 3 on a private placement basis through preferential allotment ("**Proposed Allotment**") on such terms and conditions as set out in the draft PAS-4 placed at the meeting. Thereafter, the aforesaid matter was put to vote by way of a special resolution, and the same was approved accordingly.

The quorum was present throughout the meeting. The EGM commenced at 07:30 A.M (IST) / 9:00 A.M. (ICT- Indochina Time) and concluded at 07:40 A.M (IST) / 9:10 A.M. (ICT- Indochina Time). The Chairperson thanked all the Members & other stakeholders present at the meeting and the meeting was concluded thereafter.

For and on behalf of **Vivriti Capital Limited**  
(formerly known as Vivriti Capital Private Limited)

**P S Amritha**  
**CS, CCO & Compliance Officer**  
**Mem No. A49121**  
**Address: Prestige Zackria Metropolitan No. 200/1-8,**  
**2<sup>nd</sup> Floor, Block -1, Annasalai, Chennai – 600002**

