



vivriti
C A P I T A L

VIVRITI CAPITAL PRIVATE LIMITED

CIN: U65929TN2017PTC117196

**REGD OFFICE: 12TH FLOOR, PRESTIGE POLYGON, NO. 471, ANNASALAI, NANDANAM
CHENNAI TN 600035 IN**

SHORTER NOTICE is hereby given that the 20th Extra-ordinary General Meeting of the members of Vivriti Capital Private Limited (“**Company**”) will be held on Monday on 21st Day of September 2020 at 6:00 PM to transact the following businesses:

SPECIAL BUSINESS:

1. To approve and adopt the restated Articles of Association of the Company:

To consider and if thought fit, to give assent/dissent to the following Special Resolution:

“Resolved that pursuant to provisions of Section 5, 14 and any other applicable provisions, if any, of the Companies Act, 2013, read with applicable rules made there under (including any statutory modification or re-enactment thereof for the time being in force), the consent of the members of the Company by way of special resolution be and is hereby accorded to adopt restated articles of association of the Company as placed before the members.

Resolved further that any of the Directors of the Company and the Company Secretary of the Company be and are hereby authorized severally to take all such steps and actions for the purposes of making relevant filings and registration, if any required including filing to be made with the Registrar of Companies and any other authority in relation to the aforesaid amendment to the articles of association.

Resolved further that the Directors of the Company and the Company Secretary of the Company be and are hereby severally authorized to sign the certified true copies of the

above resolutions. A certified true copy of the above resolutions be delivered to the relevant allottee for their records.

Resolved further that the copies of the foregoing resolutions, certified to be true by Directors of the Company or the Company Secretary of the Company, may be furnished to any relevant person(s)/ authority(ies) as and when required.”

Order of the Board
For Vivriti Capital Private Limited
SD/-

P S Amritha
Company Secretary
Mem No. A49121
Chennai
19th September 2020

Notes

1. The Extra-ordinary General Meeting is being convened at a shorter notice pursuant to Section 101(1) of the Companies Act, 2013 with the consent given in writing/by electronic mode by not less than ninety-five per cent of the members entitled to vote at such meeting. The Shareholders are requested to sign the enclosed consent for shorter notice to attend the meeting and send it to the Company. Kindly make yourself available to the meeting.
2. A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member. A blank form of proxy is enclosed which, if used, should be returned to the company duly completed not later than forty-eight hours before the commencement of the meeting.
3. Explanatory statement under Section 102(1) is enclosed.
4. All documents referred to in this Notice and Explanatory Statement annexed hereto are available for inspection of the members of the Company at the registered office of the Company
5. Route map and prominent landmark for easy location of the venue of the Meeting.

Explanatory statement as per Section 102 of the Companies Act, 2013

Item No. 1: To approve and adopt the restated Articles of Association of the Company:

The members to take note and approve the restated Articles of Association as per the the Amended and Restated Shareholders' Agreement dated September 15, 2020 executed between Mr. Gaurav Kumar, Mr. Vineet Sukumar, Creation Investments India III, LLC and Lightstone Fund S.A and in line with the Companies Act, 2013.

None of the Directors and Key Managerial Personnel of the Company, or their relatives, is interested in this Special Resolution.

The Board recommends this Special Resolution for your approval.

Consent by shareholder for shorter notice

Pursuant to section 101(1) of the Companies Act, 2013

To,

The Board of Directors,

Vivriti Capital Private Limited,
12th Floor, Prestige Polygon,
No. 471, Annasalai, Nandanam,
Chennai - 600 035

Consent of the member for shorter notice of Extra-ordinary General Meeting to be held on 21st September 2020

Dear Sir,

I, [Name of the member], having registered address at [full address of the member], holding [no of shares held] (number of shares in words) [Rupees in words] each in the Company in my name hereby give consent, pursuant to Section 101(1) of the Companies Act, 2013, to hold the Extra-ordinary General Meeting on 21st September 2020 at a shorter notice.

(Signature)

Name of the member

Date:

Place:

**Proxy Form
No.MGT-11**

*Pursuant to Section 105 (6) of the Companies Act, 2013 and rule 19(3)
Of the Companies (Management and Administration) Rules, 2014]*

CIN: U65929TN2017PTC117196
Name of the Company: VIVRITI CAPITAL PRIVATE LIMITED
Registered Office: 12th FLOOR, PRESTIGE POLYGON, NO. 471, ANNASALAI,
NANDANAM CHENNAI

Name of Member (s) _____
Address _____

Email ID _____
Folio No _____

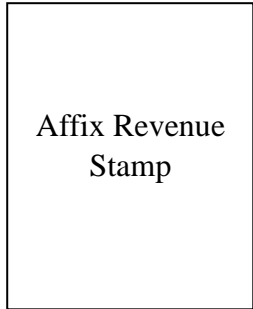
I/We, being the member(s) holding _____ (in words _____) Equity
Shares of INR 10 Face Value per share each in the Company here by appoint

- 1.Name: _____
Address: _____
E-mailId: _____
Signature _____, or failing him
- 2.Name: _____
Address: _____
E-mailId: _____
Signature _____, or failing him
- 3.Name: _____
Address: _____
E-mailId: _____
Signature _____

As my/our proxy to attend and vote (on a poll) for me / us and on my / our behalf the
_____ Annual General Meeting/ Extraordinary General
meeting of the company, to be held on the _____ day of _____ at _____ a
.m./ p.m. at (place) and at any adjournment there of in Respect of such resolutions as
are indicated below:

ResolutionNo.

1. _____
2. _____
3. _____



Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Route map:

