

October 15, 2025

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400001  
Scrip Code: 532372

To,  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra-Kurla Complex, Bandra  
(E), Mumbai - 400 051  
Symbol: VIRINCHI

Dear Sir/Madam,

**Subject : Outcome of the Board Meeting**

**Reference : Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

With reference to the above cited subject and our letter dated October 11, 2025, we bring to your kind notice that the Board of Directors of the Company at their meeting held today, i.e. Wednesday, October 15, 2025, *inter-alia*, transacted the following business:

1. Approved Raising of Funds by Preferential Issue of Convertible Equity Warrants to Certain Identified Promoter and Non-Promoter entities.

The issuance and allotment of up to 2,00,00,000 (Two Crore only) Convertible Equity Warrants ('Warrants'), carrying a right exercisable by Proposed Allottees to subscribe to one Equity Share (having face value of Rs. 10/- (Rupees Ten only)) per Warrant by way of preferential allotment on private placement basis to "Promoter and Non-promoter Entities" ("Proposed Allottees"), as detailed below, at an issue price of Rs. 28/- (Rupees Twenty-Eight only) per Warrant, which is higher than the floor price determined in accordance with the provisions of Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") payable in cash for an amount aggregating up to Rs. 56,00,00,000/- (Rupees Fifty Six Crore only) in such manner and on such terms and conditions as may be determined by the Board in accordance with SEBI ICDR Regulations and other applicable laws subject to approval of Members at the ensuing Extraordinary General Meeting and other necessary regulatory, statutory and other approvals, permissions and sanctions, as may be applicable.

**Names of the Proposed Allottees of the Convertible Equity Warrants:**

| S.No. | Names of the Proposed Allottees | Category       | Maximum no. of Warrants for the respective Allottee |
|-------|---------------------------------|----------------|-----------------------------------------------------|
| 1.    | Vivo Bio Tech Limited           | Promoter Group | 1,60,00,000                                         |
| 2.    | IT Peer Technologies LLC        | Public         | 40,00,000                                           |
|       |                                 | <b>Total</b>   | <b>2,00,00,000</b>                                  |

Details as required under Regulation 30 of the Listing Regulations read with Master Circular issued by SEBI vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 ("Master Circular"), with respect to the preferential issue is enclosed as Annexure-I.

2. The Board, based on the recommendation of the Audit Committee and the Nomination and Remuneration Committee, approved the revision in remuneration of Mr. Viswanath Kompella, Promoter & Chairman Emeritus of the Company, in his capacity as Advisor to the Board, with effect from October 15, 2025, subject to the approval of shareholders in the ensuing Extra-Ordinary General Meeting of the Company, wherein the details of the revised remuneration shall be placed before the shareholders for their consideration and approval.
3. Approved Notice of the Extra-Ordinary General Meeting (EGM No. 02/2025-2026), which is scheduled to be held on Saturday, November 15, 2025 at 3:30 P.M. for obtaining the approval of the Members of the Company for the aforementioned matters, the Board of Directors of the Company has decided to hold an EGM of the Company through OAVM/VC and has approved the draft notice of the EGM and matters related thereto to be issued to the shareholders for convening the EGM.

The notice of the said EGM will be sent separately to the stock exchange(s) and to the shareholders of the Company and will also be available on the Company's website at [www.virinchi.com](http://www.virinchi.com) and on the website of the stock exchanges i.e. BSE and NSE in due course.

The Company has fixed Saturday, November 08, 2025 as the cut-off date for determining the eligibility of the Members entitled to vote by remote e-voting at the ensuing EGM of the Company scheduled to be held on Saturday, November 15, 2025 at 3:30 P.M. through OAVM/VC. The Company would be availing e-voting services of CDSL. The remote e-voting period begins on Tuesday, November 11, 2025 (09:00 A.M. IST) and ends on Friday, November 14, 2025 (05:00 P.M. IST).

The meeting commenced at 6.30 p.m. and concluded at 7.00 p.m.

This is for your information and records.

Thanking You,  
**For Virinchi Limited**

**K Ravindranath Tagore**  
**Company Secretary**  
**M.No.A18894**  
Encl. as above

Annexure-I

Details as required under Regulation 30 of the Listing Regulations read with Master Circular issued by SEBI vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 ("Master Circular"), with respect to the preferential issue.

| S.No.                                    | Particulars                                                                                              | Disclosure                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                     |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
|------------------------------------------|----------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------|---------------------------------|----------|-----------------------------------------------------|----|-----------------------|----------------|-------------|--------------|--------------------------|----------------------------------|-------------|-------|-------------|-------|-------------|-------------|-------|-------------|-------|------------------------------------------|---|---|---|---|---------------------|--------------|-----|--------------|--------|
| 1.                                       | Type of securities proposed to be Issued                                                                 | Fully Convertible Equity Warrants (“Warrants”)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                     |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 2.                                       | Type of issuance                                                                                         | Preferential Issue                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                     |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 3.                                       | Total number of securities proposed to be issued or total amount for which the securities will be issued | Up to 2,00,00,000 (Two Crore only) Warrants at an issue price of Rs. 28/- (Rupees Twenty-Eight only) each to “Promoter and Non-promoter Entities” for an amount aggregating up to Rs. 56,00,00,000/- (Rupees Fifty Six Crore only)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        |                                                     |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 4.                                       | Name and number of the Investor(s)                                                                       | <table><tr><th>S.No.</th><th>Names of the Proposed Allottees</th><th>Category</th><th>Maximum no. of Warrants for the respective Allottee</th></tr><tr><td>1.</td><td>Vivo Bio Tech Limited</td><td>Promoter Group</td><td>1,60,00,000</td></tr><tr><td>2.</td><td>IT Peer Technologies LLC</td><td>Public</td><td>40,00,000</td></tr><tr><td></td><td></td><td>Total</td><td>2,00,00,000</td></tr></table>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | S.No.                                               | Names of the Proposed Allottees | Category | Maximum no. of Warrants for the respective Allottee | 1. | Vivo Bio Tech Limited | Promoter Group | 1,60,00,000 | 2.           | IT Peer Technologies LLC | Public                           | 40,00,000   |       |             | Total | 2,00,00,000 |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| S.No.                                    | Names of the Proposed Allottees                                                                          | Category                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Maximum no. of Warrants for the respective Allottee |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 1.                                       | Vivo Bio Tech Limited                                                                                    | Promoter Group                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | 1,60,00,000                                         |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 2.                                       | IT Peer Technologies LLC                                                                                 | Public                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 40,00,000                                           |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
|                                          |                                                                                                          | Total                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 2,00,00,000                                         |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 5.                                       | Issue price                                                                                              | Rs. 28/- (Rupees Twenty-Eight only)                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                                     |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 6.                                       | Post allotment of securities - outcome of the subscription.                                              | <table><tr><th>Category</th><th colspan="2">Pre preferential issue*</th><th colspan="2">Post preferential issue**</th></tr><tr><td></td><th>No of Shares</th><th>%</th><th>No of Shares</th><th>%</th></tr><tr><td>Promoters and Promoter Group (A)</td><td>3,85,05,538</td><td>37.51</td><td>5,45,05,538</td><td>44.44</td></tr><tr><td>Public (B)</td><td>6,41,41,358</td><td>62.49</td><td>6,81,41,358</td><td>55.56</td></tr><tr><td>Non-Promoter-Non Public Shareholding (C)</td><td>0</td><td>0</td><td>0</td><td>0</td></tr><tr><td>Total (A) + (B)+(C)</td><td>10,26,46,896</td><td>100</td><td>12,26,46,896</td><td>100.00</td></tr></table> <p>*The pre issue paid-up capital is arrived without taking into account 34,00,000 convertible warrants (held by public shareholders) convertible into 34,00,000 equity shares, as on this date.</p> <p>**The post issue paid-up capital is arrived after considering entire preferential allotment proposed to be made under this notice and on fully diluted basis and the pre-issue shareholding continues as per the pre issue shareholding of the Company.</p> | Category                                            | Pre preferential issue*         |          | Post preferential issue**                           |    |                       | No of Shares   | %           | No of Shares | %                        | Promoters and Promoter Group (A) | 3,85,05,538 | 37.51 | 5,45,05,538 | 44.44 | Public (B)  | 6,41,41,358 | 62.49 | 6,81,41,358 | 55.56 | Non-Promoter-Non Public Shareholding (C) | 0 | 0 | 0 | 0 | Total (A) + (B)+(C) | 10,26,46,896 | 100 | 12,26,46,896 | 100.00 |
| Category                                 | Pre preferential issue*                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Post preferential issue**                           |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
|                                          | No of Shares                                                                                             | %                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | No of Shares                                        | %                               |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| Promoters and Promoter Group (A)         | 3,85,05,538                                                                                              | 37.51                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 5,45,05,538                                         | 44.44                           |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| Public (B)                               | 6,41,41,358                                                                                              | 62.49                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | 6,81,41,358                                         | 55.56                           |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| Non-Promoter-Non Public Shareholding (C) | 0                                                                                                        | 0                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | 0                                                   | 0                               |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| Total (A) + (B)+(C)                      | 10,26,46,896                                                                                             | 100                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | 12,26,46,896                                        | 100.00                          |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |
| 7.                                       | Intimation on conversion of                                                                              | The tenure of the Warrants shall not exceed 18 (eighteen) months from the date of allotment. Each warrant would be convertible into 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                                     |                                 |          |                                                     |    |                       |                |             |              |                          |                                  |             |       |             |       |             |             |       |             |       |                                          |   |   |   |   |                     |              |     |              |        |

|    |                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |
|----|--------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
|    | securities or on lapse of the tenure of the instrument                                           | Equity Share and the rights attached to Warrants can be exercised in one or more tranches, within 18 (eighteen months) from the date of allotment of such warrants. In the event that a Warrant holder does not exercise the Warrants within a period of 18 (eighteen) months from the date of allotment of such warrants, the unexercised Warrants shall lapse and the amount paid by that Warrant holder on such Warrants shall stand forfeited by the Company. |
| 8. | Nature of Consideration                                                                          | Cash                                                                                                                                                                                                                                                                                                                                                                                                                                                              |
| 9. | Any cancellation or termination of proposal for issuance of securities including reasons thereof | Not applicable                                                                                                                                                                                                                                                                                                                                                                                                                                                    |