



Dated: 18th January, 2022

The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: Application for “In-principle approval” prior to issue and allotment of 3,50,00,000 convertible equity warrants on preferential basis under Regulation 28(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

I, Vinay Babu Gade, Practicing Company Secretary have verified the relevant records and documents of M/s. Virinchi Ltd with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

- None of the proposed allottee (s) has/ have sold any equity shares of the company during the 90 (ninty) trading days preceding the relevant date.
- The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167 (6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from (Relevant Date) till (date of lock-in). The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of the Proposed Allottee	DP ID *	Qty	Lock-in details	
			From	To
Zinnia Global Fund Pcc-Cell Dewcap Fund	IN301799-10089651	NA	NA	NA
Northern Union Limited	1302340000321584	NA	NA	NA
Sangitaben H Rupareliya	1208550000084448	NA	NA	NA
Kamala Bai	IN302148-10884204	NA	NA	NA
Ishan Prakash	1206560000072462	NA	NA	NA
Sanjay Sunil Dutt	1202470000603897	NA	NA	NA
UJR Media Private Limited	IN302269-90067046	NA	NA	NA





VINAY BABU GADE_{ACS, LLB}

Company Secretary in Practice



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Trikaya Media Private Limited	NA	NA	NA	NA
Dwight Technologies Private Limited	NA	NA	NA	NA
Techinstinct Softwares Private Limited	NA	NA	NA	NA
Antique Infotech Private Limited	NA	NA	NA	NA
Wilson Holdings Private Limited	IN305099-30023183	NA	NA	NA
Raj Ratan Commodities Private Limited	1204370000805269	NA	NA	NA
Biyani Complex LLP	1204470016176079	NA	NA	NA

- c) None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018.
- d) The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other requirements of Companies Act, 2013. Further, the company has complied with all legal and statutory formalities and no statutory authority has restrained the company from issuing these proposed securities.
- e) all the Equity Shares held by the Proposed Allottees in the Company are in dematerialized form only.
- f) the Company and none of its promoters or directors is a willful defaulter or a fugitive economic offender;

Date: 18th January, 2022
Place: Hyderabad



Vinay Babu Gade
Company Secretary in Practice
M.No: A20592
CP NO: 20707
UDIN: A020592C002210307