

March 02, 2023

To,
The Manager,
Dept. of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001

Dear Sir/Madam,

Subject : Disclosure of Voting Results and Scrutinizer's Report
Reference : Regulation 30 and 44(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015
Scrip : 532372

We refer to our letter dated January 28, 2023, informing you that the Company has dispatched the Postal Ballot Notice to the shareholders of the Company for seeking their approval and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to inform you that the shareholders of the Company through Postal Ballot (including e-voting) have approved the following resolution as a Special Resolution, which is deemed to have been approved and passed on February 28, 2023 being the last date fixed for receipt of the Postal Ballot forms/e-voting.

Item No. 1 : Issue of 2,00,00,000 Convertible Equity Warrants on Preferential basis to certain identified Promoter/Promoter Group and Non-Promoter/Public persons and entities

In this connection, please find enclosed Voting Results of aforesaid Postal Ballot (including e-voting) along with the Report of Scrutinizer for your information.

The voting results along with the Scrutinizer's Report will also be made available on the website of the Company i.e. www.virinchi.com.

We request you to take the above information on record.

Thanking You,

Yours faithfully

For Virinchi Limited

Kolli Ravindranath
Tagore
Digitally signed by Kolli
Ravindranath Tagore
Date: 2023.03.02 12:25:57
+05'30'

K Ravindranath Tagore
Company Secretary
M.No.A18894

Encl as above

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General information about company

Scrip code	532372
NSE Symbol	Not applicable
MSEI Symbol	Not applicable
ISIN	INE539B01017
Name of the company	VIRINCHI LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-02-2023
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	VINAY BABU GADE
Firms Name	Not applicable
Qualification	CS
Membership Number	20592
Date of Board Meeting in which appointed	27-01-2023
Date of Issuance of Report to the company	01-03-2023

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Voting results

Record date	20-01-2023
Total number of shareholders on record date	18612

No. of shareholders present in the meeting either in person or through proxy

a) Promoters and Promoter group	
b) Public	

No. of shareholders attended the meeting through video conferencing

a) Promoters and Promoter group	
b) Public	

No. of resolution passed in the meeting	1
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Disclosure of notes on voting results

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issue of 2,00,00,000 Convertible Equity Warrants on Preferential basis to certain identified Promoter/Promoter Group and Non-Promoter/Public persons and entities				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	36954612	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	36954612	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	300000	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	300000	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	46384356	938772	2.0239	550446	388326	58.6347	41.3653
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		1217080	2.6239	1217080	0	100.0000	0.0000
	Total	46384356	2155852	4.6478	1767526	388326	81.9874	18.0126
Total		83638968	2155852	2.5776	1767526	388326	81.9874	18.0126
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



SCRUTINIZER'S REPORT

Form No MGT – 13

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 as amended from time to time]

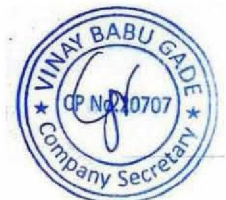
To,
The Chairman,
Virinchi Limited,
8-2-672/5&6, 4th Floor,
Ilyas Mohammed Khan Estate, Road No.1,
Banjara Hills, Hyderabad-500034,
Telangana.

Dear Sir,

Sub: Report on the Postal Ballot - Virinchi Limited
Ref: Notice of Postal Ballot dated 27th January, 2023

I, **CS Vinay Babu Gade**, Company Secretary in Whole-Time Practice, having office at Hyderabad, Telangana was appointed as the scrutinizer by the Board of Directors of **Virinchi Limited** (CIN: L72200TG1990PLC011104) having registered office at 8-2-672/5&6, 4th Floor, Ilyas Mohammed Khan Estate, Road No.1, Banjara Hills, Hyderabad-500034 (the "Company") in the Board Meeting held on 27th January, 2023 to scrutinize the Resolutions proposed to be passed by the Members of the Company through Postal Ballot by Remote ("E-Voting") process pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, read with General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 10/2021 dated June 23, 2021, the General Circular No. 20/2021 dated December 8, 2021, the General Circular No. 03/2022 dated May 5, 2022 and the General Circular No. 11/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs and read with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to other applicable laws and regulations.

The Central Depository Services (India) Limited (CDSL), (Service Provider) has provided a system for recording the electronic votes of the Shareholders on all the items of the Special business sought to be transacted as per the Notice of the Postal Ballot. The Service Provider had set up e-voting facility on their website <https://www.evotingindia.com/>.





The notice dated 27th January, 2023, as confirmed by the Company in respect of the below mentioned resolution was sent through electronic mode to those members whose email addresses are registered with the Company/ Depositories, in compliance with the aforesaid MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021.

I hereby submit my report as under:

1. The remote e-voting period remained open from 09.00 A.M. (IST) on 30th January, 2023 to 5.00 P.M. (IST) on 28th February, 2023. Upon conclusion of the e-voting period, the E-voting votes were unblocked on 28th February, 2023 at 17.34 P.M hours, in the presence of two witnesses Mr. T. Vivek and Mr. GVV Satyanarayana who are not in employment of the Company.
2. The Shareholders as on 20th January, 2023, the cut-off date are entitled to vote electronically on the proposed resolution contained in the notice of the Postal Ballot.
3. On completion of voting at the Meeting, the Service Provider, Central Depository Services (India) Limited (CDSL) provided me with the List of the Members who had cast their votes, with their holding details and details of vote on the Resolution.
4. I have collated the votes downloaded from e-voting system and physical ballot forms to declare the final results for the resolution forming part of the Postal Ballot Notice and ascertained number of Shares voted "**In favour**" or "**against**" or "**Invalidated vote**".
5. Soft copy of the List of members, containing the details of members who voted 'FOR', "AGAINST" and those whose votes were considered an Invalid for the resolution will be emailed to the Company Secretary, after the announcement of the results by the Company.

I hereby submit Scrutinizer Report as per the provisions of Section 108 and 109 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, containing the following results for the resolution under **remote E-Voting**:

Item No. 1 - Issue of 2,00,00,000 Convertible Equity Warrants on Preferential basis to certain identified Promoter/Promoter Group and Non-Promoter/Public persons and entities – (Special Resolution):

(i)Voted **in favour** of the Resolution:

Mode of Voting	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
Physical Ballot	1	1217080	100%
E-Voting	91	550446	58.63%
Total	92	1767526	81.99%





VINAY BABU GADE^{ACS, LLB}

Company Secretary in Practice

Mobile: 9160999526
Email: cs.gvinay@gmail.com

(ii) Voted **against** the Resolution:

Mode of Voting	Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
Physical Ballot	Nil	Nil	Nil
E-Voting	14	388326	41.37%
Total	14	388326	18.01%

(iii) **Invalid Votes:**

Mode of Voting	Total Number of Members (Invalid)	Total number of votes cast by them
Physical Ballot	Nil	Nil
E-Voting	Nil	Nil

I further confirm that the registers and records generated from the remote e-voting platform of Service Provider including the registers maintained by us in respect of the votes casted through electronic means are being maintained in electronic form.

Based on the aforesaid results, the resolution no 1 was passed as a Special Resolution. You may accordingly declare the same.

The registers and all other records/papers relating to e-voting and postal ballot shall remain in our safe custody until the Chairman considers, approves and signs the minutes and thereafter the same shall be returned.

Thanking you,

Yours faithfully,

Scrutinizer
Vinay Babu Gade
Company Secretary in Practice
ACS No.: 20592.CP No.: 20707
UDIN: A020592D003222087
Date: 01/03/2023
Place: Hyderabad

Countersigned by
For Virinchi Limited

Kolli
Ravindran
ath Tagore
Digitally signed by
Kolli Ravindranath
Tagore
Date: 2023.03.02
12:21:21 +05'30'

K. Ravindranath Tagore
Company Secretary