

October 01, 2024

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 : Voting Results and Scrutinizer's Report for business transacted at the 35<sup>th</sup> Annual General Meeting**

**Reference : Disclosure under Regulation 30 and 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the voting results along with consolidated report of the Scrutinizer for the businesses transacted at the 35<sup>th</sup> Annual General Meeting ('AGM') of the Members of the Company held on September 30, 2024 through Video Conference (VC).

Based on the consolidated Report of the Scrutinizer, all resolutions as set out in the Notice of 35<sup>th</sup> AGM have been duly approved by the shareholders with requisite majority.

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](http://www.virinchi.com).

This is for your information and records.

Thanking You,

Yours faithfully

**For Virinchi Limited**

**K Ravindranath Tagore**  
**Company Secretary**  
**M.No.A18894**

**Encl. as above**



**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 of 35<sup>th</sup> Annual General Meeting of members of Virinchi Limited held on Monday, September 30, 2024 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on Remote E-Voting conducted for the 35<sup>th</sup> Annual General Meeting.**

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, 04<sup>th</sup> Floor, Ilyas Mohammed Khan Estate, Road No.1, Banjara Hills, Hyderabad - 500034, Telangana (the "Company") in the Board Meeting held on August 26, 2024 pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, and in accordance 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.

**My scope as a Scrutinizer is:**

- a. To scrutinize the votes casted through electronic means (the "e-voting") and check whether the remote e-voting process was in fair and transparent manner held between Thursday, September 26, 2024, 09.00 A.M. (IST) and Sunday, September 29, 2024, 05.00 P.M. (IST) as stated in the Notice of the 35<sup>th</sup> Annual General Meeting.
- b. To scrutinize the votes casted through e-voting at 35<sup>th</sup> AGM and check whether the voting process by use of e-voting at the 35<sup>th</sup> Annual General Meeting held on Monday, September 30, 2024 at 12:30 P.M. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), is conducted in a fair and transparent manner.

**Notice of the Annual General Meeting:**

The e-Notice dated August 26, 2024 convening 35<sup>th</sup> Annual General Meeting of the equity shareholders of the Company held on Monday, September 30, 2024 through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") at 12:30 P.M., was sent through e-mail on September 07, 2024 to the shareholders whose names were recorded in the



Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on August 30, 2024. Pursuant to General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs ("MCA") and also Circular dated October 07, 2023, January 05, 2023, May 13, 2022, January 15, 2021 and May 12, 2020 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") the Notice of 35<sup>th</sup> AGM and Annual Report for 2023-2024 was sent through electronic mode.

**Cut-Off Date:**

The shareholders whose names were recorded in the Register of members or in the Register of beneficial owners maintained by the depositories of the Company as on the "cut-off" date of September 23, 2024 were entitled to vote on the resolutions as set out at item nos.1 to 4 in the Notice of the 35<sup>th</sup> Annual General Meeting.

**Newspaper Advertisement:**

A public notice by way of an advertisement in newspapers was published by the Company on September 07, 2024 immediately on the completion of dispatch of notices of the Annual General Meeting, in terms of Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, in Financial Express (English newspaper having nationwide circulation) and Nava Telangana (principal vernacular language newspaper of the State in which the registered office is situated) for the purpose of e-voting.

**Service Provider for E-Voting:**

Pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable regulations, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force the Company has arranged for remote e-voting facility to its shareholders through Central Depository Services (India) Limited (CDSL), (the "Agency").

The e-voting period commenced on Thursday, September 26, 2024 at 09.00 A.M. (IST) and ended on Sunday, September 29, 2024 at 05.00 P.M. (IST). The Agency e-voting platform [[www.evotingindia.com](http://www.evotingindia.com)] was blocked thereafter and the votes cast under e-voting facility were then unblocked by me on Monday, September 30, 2024 at 06:58 P.M. (IST) in presence of Mr. T. Vivek and Mr. Ch. Varun two witnesses not being in the employment of the Company.

At the 35<sup>th</sup> AGM of the Company held on Monday, September 30, 2024 at 12:30 P.M. the Company had also provided e-voting facility to the shareholders present at the 35<sup>th</sup> AGM through VC / OAVM and who had not participated in the e-voting facility provided during September 26, 2024 (9:00 A.M. IST) to September 29, 2024 (5:00 P.M. IST) to cast their votes.



After the closure of e-voting at the AGM, the report on voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and with the authorizations / proxies lodged with the Company and the combined report has been generated based on the data downloaded from the CDSL e-voting system.

I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein, based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice to the 35<sup>th</sup> Annual General Meeting (AGM) of the Equity Shareholders of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated in the AGM notice, based on the reports generated from e-voting system provided by CDSL, the authorized agency to provide e-voting facilities, engaged by the Company.

I now submit my consolidated Report as under on the result of the remote e-voting and e-voting at AGM in respect of the said resolutions 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.

**ORDINARY BUSINESS:**

**Item No. 1 - (a) Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon; and**

**(b) Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditors thereon:**

(Ordinary Resolution)

(i) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
196	46,57,746	99.99

(ii) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
6	318	0.01



**(iii) Invalid Votes:**

Total Number of Members (Invalid)	Total number of votes cast by them
Nil	Nil

**Item No. 2 - Appointment of Mr. V. Satvanarayana (DIN: 09070986) who retires by rotation, as a Director of the Company:**

**(Ordinary Resolution)**

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
191	45,74,446	98.20

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
11	83,618	1.80

**(iii) Invalid Votes:**

Total Number of Members (Invalid)	Total number of votes cast by them
Nil	Nil

**Item No. 3 - Appointment of Mr. K. Sri Kalvan (DIN: 03137506) who retires by rotation, as a Director of the Company:**

**(Ordinary Resolution)**

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
191	45,74,238	98.20

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
11	83,826	1.80



**(iii) Invalid Votes:**

Total Number of Members (Invalid)	Total number of votes cast by them
Nil	Nil

**SPECIAL BUSINESS:**

**Item No. 4 - Approval to advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan under Section 185:**

**(Special Resolution)**

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
190	45,74,266	98.21

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

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
11	83,348	1.79

**(iii) Invalid Votes:**

Total Number of Members (Invalid)	Total number of votes cast by them
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's 1 to 4 were passed with requisite majority. You may accordingly declare the same.



**VINAY BABU GADE**<sub>ACS, LL.B</sub>  
Company Secretary in Practice

Mobile: 9160999524  
Email: [cs.vinay@gmail.com](mailto:cs.vinay@gmail.com)

All relevant records relating to electronic voting shall remain in my custody until the Chairman considers, approves and signs the Minutes of the 35<sup>th</sup> Annual General Meeting and the same shall be handed over to the Chairman / Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

  


Scrutinizer  
G Vinay Babu  
Company Secretary in Practice  
ACS No.: 20592.CP No.: 20707  
UDIN: A020592F001397341  
Date: 01/10/2024  
Place: Hyderabad

Countersigned by  
For Virinchi Limited

  
K. Ravindranath Tagore  
Company Secretary  
Date: 01/10/2024  
Place: Hyderabad

