

September 30, 2024

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

To,
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Bandra-Kurla
Complex, Bandra (E), Mumbai - 400 051
Symbol: VIRINCHI

Dear Sir/Madam,

Subject : Proceedings of the 35th Annual General Meeting (AGM) of the Company held on September 30, 2024

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

We refer to our letter dated September 07, 2024, informing you that the 35th Annual General Meeting ('AGM') of the Members of the Company is scheduled through Video Conference (VC) / Other Audio-Visual Means (OAVM) on September 30, 2024.

In this regard, we wish to inform that the 35th AGM was held on Monday, September 30, 2024, through VC/OAVM, in compliance with related circulars issued by Ministry of Corporate Affairs, Securities and Exchange Board of India ('SEBI') and other applicable provisions of the Companies Act, 2013 and in accordance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the summary of proceedings of 35th AGM of the Company held on September 30, 2024.

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

SUMMARY OF THE PROCEEDINGS OF 35TH ANNUAL GENERAL MEETING OF VIRINCHI LIMITED AS CONVENED ON MONDAY, SEPTEMBER 30, 2024 AT 12.30 P.M. THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM).

Members Present:

Promoter	- 1
Public	- 83
Total	- 84

Directors Present:

1. Mr. M.V. Srinivasa Rao - Whole Time Director, CFO & Chairman of the Meeting
2. Mr. V. Satyanarayana - Vice Chairman & Executive Director
3. Mr. Sri Kalyan Kompella - Non - Executive Director
4. Ms. Kunda Kalpana - Independent Director, Chairman of Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committees
5. Mr. Suresh Juthuga - Independent Director
6. Mr. Shyam Sunder Tipparaju - Independent Director

In Attendance:

1. Mr. K. Ravindranath Tagore - Company Secretary
2. Mr. M. V. Joshi - Partner, P. Murali & Co, Statutory Auditors
3. Mr. G. Vinay Babu - Secretarial Auditor & Scrutinizer

The 35th Annual General Meeting (AGM or Meeting) of the Members of the Virinchi Limited ('the Company') was held on Monday, September 30, 2024, at 12:30 p.m. IST, through Video Conferencing (VC), in compliance with Circular no. 09/2023 dated September 25, 2023, 11/2022 dated December 28, 2022, 2/2022 dated May 05, 2022, 02/2021 dated January 13, 2021 read with General Circulars No's 20/2020 dated May 05, 2020, 17/2020 dated April 13, 2020, 14/2020 dated April 08, 2020 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") and other applicable provisions of the Companies Act, 2013.

The meeting commenced at 12.30 p.m.

Pursuant to Article 71 of the Articles of Association, Mr. M.V.Srinivasa Rao, Chairman of the Board, chaired the Meeting and conducted the proceedings of the Meeting through VC. The requisite quorum being present, he called the Meeting to order. He further informed that since the Meeting was being held through VC, the proxy related procedures had been dispensed with.

He then introduced the members of the Board, the Statutory Auditor and Secretarial Auditor. All the Directors were present at the AGM, including the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

The Chairman informed the Members that the statutory registers under the Companies Act, 2013 and Certificate obtained from the Secretarial Auditor of the Company confirming that the Company's ESOP Schemes have been implemented in accordance with the SEBI Regulations and in accordance with the resolutions passed by the Shareholders, were available to the Members for inspection in electronic form.

The Chairman then delivered his speech on the business and performance highlights of the Company.

The Notice dated August 26, 2024, convening the AGM was taken as read. As the Auditors Report did not have any qualifications or observations, the same was not read out at the Meeting.

The following items of business as set out in the Notice convening the AGM ('Notice') were transacted at the AGM:

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.
2. Appointment of Mr. V. Satyanarayana (DIN: 09070986) who retires by rotation, as a Director of the Company.
3. Appointment of Mr. K. Sri Kalyan (DIN: 03137506) who retires by rotation, as a Director of the Company.
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.

The Chairman informed the following:

- The Company had provided remote e-voting facility to enable Members to cast their votes electronically on all above 4 items of business as set out in the Notice. The Chairman informed that remote e-voting commenced at 9:00 a.m. (IST) on Thursday, September 26, 2024 and concluded at 5:00 p.m. (IST) on Sunday, September 29, 2024.
- Mr. G. Vinay, Practising Company Secretary was appointed as the Scrutinizer for conducting the remote e-Voting and e-Voting process at the AGM.
- Voting results, i.e., remote e-Voting and e-Voting at the AGM would be disseminated to the stock exchanges and also uploaded on the website of the Company and on e-Voting platform of Central Depository Services (India) Limited (CDSL) on or before October 03, 2024.

The Chairman invited the Members who had registered as speakers to speak / ask questions or express their views. The Members who had registered as speakers expressed their views and raised a few questions. The Chairman replied to the queries and provided necessary clarifications to the Members.

The facility to vote at the meeting on all the 4 items of business, as set out in the Notice, through electronic voting system of CDSL, was also made available to those Members who participated in the Meeting and had not cast their votes through remote e-Voting.

The Chairman concluded the meeting at 01:13 p.m., instructed the moderator to keep the e-Voting window open for 15 minutes and requested the members to cast their vote.
