

**Date: 01.09.2025**

**To,  
NSE Limited  
National Stock Exchange of India Ltd., Exchange Plaza,  
C-1, Block G, Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051**

**Script Code: Viviana**

**Dear Sir/Madam,**

**Sub: Outcome of Board Meeting**

Pursuant to Regulation 30 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2018, this is to inform you that the Board of Directors of the Company in their meeting held today i.e. Monday, 01.09.2025 at 11.30 am. have, inter alia considered and approved the following agendas:

1. Approved the draft of the Board's Report and annexures thereto for the year ended 31st March, 2025
2. Approved the draft of Notice of 11th Annual General Meeting of the Company, for the year ended 31st March, 2025, along with resolutions to be passed thereat to be annexed to the Notice of Annual General Meeting of the Company.
3. M/s. Kashyap Shah & Co., Company Secretary in Practice is appointed as the Scrutinizer for conducting e-voting process of 11th Annual General Meeting of the Company
4. Approved to incorporate a Private Limited company as the subsidiary of our Company
5. Approved to incorporate a non-profit making company as the subsidiary of our Company

The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, with respect to the above said proposed incorporation of Subsidiary are enclosed herewith as 'Annexure – A and B'.

The Board meeting commenced at 11.30 a.m. and concluded at 2.15 p.m.

You are requested to kindly take the same on record.

**For Viviana Power Tech Limited**

**Kavaljit Nishant Parmar  
Company Secretary  
Mem. No. 53248**



**VIVIANA POWER TECH LIMITED**

ELECTRIFYING NATION WITH TRUST

Epc Projects of Power Transmission/Distribution upto 400KV System

Regd. Add. : 313-315, Orchid Plaza, Bh..McDonalds's Sama Savli Road,Vadodara-390008

Email: info@vivianagroup.in| Mo.No.:+91 8866797833 | Web : [www.vivianagroup.in](http://www.vivianagroup.in) | CIN : L31501GJ2014PLC081671

**Annexure - A**

1.	Name of the target entity, details in brief such as size, turnover etc.;	<p>The name of the proposed subsidiary - Special Purpose Vehicle (“SPV”) will be as may be approved by the Ministry of Corporate Affairs, Government of India. The necessary update will be given once the Subsidiary is incorporated.</p> <p>Proposed Authorised and Paid-up Share capital: Rs. 1,00,000</p> <p>Size/ Turnover: Not Applicable as the Subsidiary is proposed to be incorporated.</p>
2.	<p>Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;</p>	<p>The proposed subsidiary (Special Purpose Vehicle) will be a related party of the company upon incorporation thereof.</p>
3.	Industry to which the entity being acquired belongs;	<p><b>Electric Power Transmission and Distribution sector</b> (Power Transmission Infrastructure and Services, involving the establishment, operation, and maintenance of power transmission systems, substations, and associated infrastructure.)</p>
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>The proposed subsidiary incorporation (SPV) is aimed to obtain one contract from PGVCL and to execute the same. It will enhance the competitive edge of the company by strengthening its bidding capacity by consolidating financial and operational credentials of both the companies.</p>
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	<p>The incorporation of the proposed subsidiary (SPV) is subject to the approval of the MCA and other relevant statutory / regulatory authorities as may be applicable.</p>

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6.	Indicative time period for completion of the acquisition;	The incorporation of the proposed subsidiary (SPV) is subject to the approval of the MCA and other relevant statutory / regulatory authorities as may be applicable. The necessary update will be given once the Subsidiary is incorporated.
7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Subscription of the shares of proposed subsidiary (SPV) will be by way of cash consideration.
8.	Cost of acquisition and/or the price at which the shares are acquired;	The Company will be paying cash consideration to the proposed subsidiary (SPV) towards subscription of 98% shares of proposed subsidiary (SPV).
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	98 %
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Not Applicable, as the Subsidiary (SPV) is proposed to be incorporated.

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**Annexure - B**

1.	Name of the target entity, details in brief such as size, turnover etc.;	<p>The name of the proposed Wholly-owned Subsidiary (“WOS”) will be as may be approved by the Ministry of Corporate Affairs, Government of India. The necessary update will be given once the Subsidiary is incorporated.</p> <p>Proposed Authorised and Paid-up Share capital: Rs. 1,00,000</p> <p>Size/ Turnover: Not Applicable</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	The proposed WOS will be a related party of the company upon incorporation thereof.
3.	Industry to which the entity being acquired belongs;	Health, education, rural infrastructure, environment protection, skill development, social welfare, woman empowerment.
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	To fulfill the CSR obligation on behalf of the company and its subsidiary companies.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	The incorporation of the proposed WOS is subject to the approval of the MCA and other relevant statutory / regulatory authorities as may be applicable.
6.	Indicative time period for completion of the acquisition;	<p>The incorporation of the proposed WOS is subject to the approval of the MCA and other relevant statutory / regulatory authorities as may be applicable.</p> <p>The necessary update will be given once the WOS is incorporated.</p>

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7.	Consideration - whether cash consideration or share swap or any other form and details of the same;	Subscription of the shares of proposed WOS will be by way of cash consideration.
8.	Cost of acquisition and/or the price at which the shares are acquired;	The Company will be paying cash consideration to the proposed WOS towards subscription of 100% shares of proposed WOS.
9.	Percentage of shareholding / control acquired and / or number of shares acquired;	100%
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Not Applicable, as the WOS is proposed to be incorporated.

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