



Date: 13.07.2024

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,**

**Subject: Scrutinizer's Report**

Pursuant to Regulation 44 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 read with section 108 of companies Act, 2013 and rules made there under, the company had provided remote e-voting facility and voting by electronic means at Extra Ordinary General Meeting to the members who are entitled to cast their votes on all resolutions stated in the EGM Notice.

Mr. Kashyap Shah, Practicing Company Secretary appointed as scrutinizer for scrutinizing remote e-voting process and voting by electronic means at Extra Ordinary General Meeting, and issued Scrutinizer's Report thereon. We are herewith enclosed the Scrutinizer's Report for remote e-voting for Extra Ordinary General Meeting held on Friday, 12th July, 2024.

The meeting commenced at 12.05 p.m. and concluded at 12.25 p.m.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

**Yours faithfully,  
For Viviana Power Tech Limited**

PARMAR  
KAVALJIT  
NISHANT

Digitally signed by  
PARMAR KAVALJIT  
NISHANT  
Date: 2024.07.13  
13:31:52 +05'30'

**(Kavaljit Nishant Parmar)  
Company Secretary & Compliance Officer**

**VIVIANA POWER TECH LIMITED**

*(Formerly known as Viviana Power Tech Private 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



**Kashyap Shah & Co.**  
Practising Company Secretaries  
Kashyap Shah (B.com, LL.B (Sp.), FCS)

B-203, Manubhai Towers,  
Opp. Faculty of Arts, Sayajigunj,  
Vadodara 390020.  
Ph. (O) 2362244, (m) 9727037685  
Email- kashyap.cs@gmail.com

## Report of Scrutinizer

### Consolidated Report on Remote E-voting and Voting by Poll at EGM

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015]

To,  
The Chairman of the Extra Ordinary General Meeting  
of Members of  
Viviana Power Tech Limited  
(CIN: L31501GJ2014PLC081671)  
Held on Friday, 12<sup>th</sup> July, 2024 at 12:00 P.M. through Video Conferencing ("VC")/  
Other Audio Visual Means ("OAVM")

Dear Sir,

1. I, Kashyap Shah, Proprietor of M/s. Kashyap Shah & Co., Company Secretaries have been appointed as scrutinizer by the Board of Directors of Viviana Power Tech Limited (the Company) having its registered office at 313-315, Orchid Plaza, B/h. Macdoland, Sama-Savli Road, Vadodara - 390024, Gujarat, India for the purpose of scrutinizing the remote e-voting process and electronic voting process through Video Conferencing conducted at Extra Ordinary General Meeting (EGM) of Equity Shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013, read with and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02 dated 13th January, 2021, Circular No. 19/2021 & 20/2021 dated December 08, 2021, Circular No. 02/2022 dated May 5, 2022, Circular no. 10 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars") permitted the holding of General Meeting through VC or OAVM without the physical presence of Members at a common venue.

In compliance of the above Circulars, the EGM of the Company was held through Video Conferencing (VC) or other audio visual means (OAVM) without the physical presence of the members at the common venue.

2. The Management of the Company is responsible to ensure compliance of the provisions of the Companies Act, 2013 and Rules made thereunder relating to voting through electronic means and on poll on the Resolutions contained in the Notice of EGM of the Members of the Company.

My responsibilities as a scrutinizer for remote e-voting process and for poll are restricted to make a Scrutinizers' Report on the votes cast "In favour" or "Against" the Resolutions and "Invalid" votes, based on the Reports generated from e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e-voting facilities and on the poll conducted at the EGM.

3. Further to above, I submit my report as under:

- 3.1 The Notice dated 20<sup>th</sup> June, 2024 (including corrigendum thereof) convening the EGM held on 12<sup>th</sup> July, 2024 along with Statement setting out material facts under Section 102 of the Companies Act, 2013 was sent through electronic means i.e. on the registered email IDs only to those members whose email address are registered with the Company, RTA or CDSL/NSDL.
- 3.2 The above Notice was also placed on the website of the Company ([www.vivianagroup.in](http://www.vivianagroup.in)) forthwith after it was sent to the members.
- 3.3 The notice clearly indicated the process and manner for electronic voting during the EGM and also the time schedule of remote e-voting from Tuesday, 9<sup>th</sup> July, 2024 (IST 09:00 a.m.) to Thursday, 11<sup>th</sup> July, 2024 (IST 5.00 p.m.) during which the votes could be cast and also provided the login ID and created facility for generating password and casting of vote in a secured manner.
- 3.4 As prescribed in the aforesaid Rules, the Company has also published newspaper advertisements on 22<sup>nd</sup> June, 2024 in English and Gujarati newspapers and it carried the required information as specified in the said Rules.
- 3.5 The remote e-voting remained open for a period of 3 days from Tuesday, 9<sup>th</sup> July, 2024 (IST 09:00 a.m.) to Thursday, 11<sup>th</sup> July, 2024 (IST 5.00 p.m.) and that the aforesaid remote e-voting period was completed one day prior to the date of the EGM which was held on 12<sup>th</sup> July, 2024.
- 3.6 The Equity Shareholders holding shares as on the "cut off" date i.e. 5<sup>th</sup> July, 2024 were entitled to vote on the proposed resolutions (Item No. 1 to 2) as set out in the Notice of the EGM.
- 3.7 The Company issued and circulated the Corrigendum to the EGM Notice on 3<sup>rd</sup> July, 2024, 9<sup>th</sup> July, 2024 and 10<sup>th</sup> July, 2024 to the members. The Corrigendum notices were intimated to National Stock Exchange of India Limited on 3<sup>rd</sup> July, 2024, 9<sup>th</sup> July 2024 and 10<sup>th</sup> July, 2024. The Corrigendum notices were published in English and in regional language news papers on 6<sup>th</sup> July, 2024, 10<sup>th</sup> July, 2024 and 11<sup>th</sup> July, 2024.
- 3.8 A an option was provided to the shareholders, who had already voted before the issue of the Corrigendum Notices, to alter or modify their assent or dissent by giving email to the Scrutinizer Mr. Kashyap Shah at Email Id-[kashyap.cs@gmail.com](mailto:kashyap.cs@gmail.com) on or before 12<sup>th</sup> July, 2024.



- 3.9 At the EGM of the Company held on 12<sup>th</sup> July, 2024 the facility to vote through electronic voting system had been provided to facilitate voting for those members who were present at the meeting through VC/OAVM but could not cast their votes through the Remote e-voting.
- 3.10 After the closing of the period for remote e-voting on 11<sup>th</sup> July, 2024, the details of members, such as their names, folios and number of shares held, who casted votes through remote e-voting were down loaded from the e-voting website of National Securities Depository Limited (NSDL) at www.evoting.nsdl.com in for the purpose of ensuring that members who have casted their votes through remote e-voting do not electronically vote again at the EGM.
- 3.11 After closure of Electronic Voting at the EGM, the votes cast through electronic voting at the EGM and through remote e-voting prior to the date of EGM were unblocked on Friday, 12<sup>th</sup> July, 2024 at around 1:01 PM in presence of two witnesses who are not in employment of the company.
- 3.12 Thereafter, the details containing, inter alia, list of equity shareholders, who voted "for", against" each of the resolutions that were put to vote, were generated from the website of NSDL i.e. www.evoting.nsdl.com.
- 3.13 Based from the Reports generated from the e-voting website of NSDL, I hereby submit my Consolidated Report on the Result of the remote e-voting together with that of electronic voting at the EGM of the Company in respect of the said Resolutions as under:

**ORDINARY BUSINESS:**

**Resolution No. 1 – As a Special Resolution:**

**ISSUANCE OF 3,08,500 EQUITY SHARES ON PREFERENTIAL BASIS TO THE PERSONS BELONGING TO NON-PROMOTER CATEGORY:**

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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	4381496	4381496	100.00	4381496	0	100.00	00.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>4381496</b>	<b>100.00</b>	<b>4381496</b>	<b>0</b>	<b>100.00</b>	<b>00.00</b>



Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	1588504	209004	13.16	209004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>209004</b>	<b>13.16</b>	<b>209004</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>5970000</b>	<b>4590500</b>	<b>76.89</b>	<b>4556000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

### **Resolution No. 2 – As a Special Resolution:**

#### **ISSUANCE OF CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS:**

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	4381496	4381496	100.00	4381496	0	100.00	00.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>4381496</b>	<b>100.00</b>	<b>4381496</b>	<b>0</b>	<b>100.00</b>	<b>00.00</b>
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
Public Non Institutions	E-Voting	1588504	209004	13.16	209004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		<b>209004</b>	<b>13.16</b>	<b>209004</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Total</b>		<b>5970000</b>	<b>4590500</b>	<b>76.89</b>	<b>4556000</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



4. We further report that we have not received any email(s) from shareholder(s) of the Company for alteration / modification of their assent or dissent in respect of an option given to them to alter / modify their votes already casted before the issuance of the Corrigendum to the EGM Notice.
5. All relevant records relating to Remote e-voting as well as electronic voting at the EGM of the Company shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid EGM and the same shall be handed over to the Compliance Officer for safe keeping.

Yours faithfully,

**For Kashyap Shah & Co.,  
Company Secretaries,**

**Kashyap Shah  
Proprietor**

CP No – 6672, FCS – 7662

PR No- 1378/2021

Place: Vadodara

**Dated: 13.07.2024**

**UDIN: F007662F000733211**



**PARMAR  
KAVALJIT  
NISHANT**

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NISHANT  
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