

Date: 26.09.2024

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 10th Annual General Meeting to the members who are entitled to cast their votes on all resolutions stated in the AGM Notice.

Mr. Kashyap Shah, Practicing Company Secretary appointed as scrutinizer for scrutinizing remote e-voting process and voting by electronic means at Annual General Meeting, and issued Scrutinizer's Report thereon. We are herewith enclosed the Scrutinizer's Report for remote e-voting for Annual General Meeting held on Wednesday, 25th September, 2024.

The meeting commenced at 2.30 p.m. and concluded at 2.43 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: 2024.09.26
17:11:47 +05'30'

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

Enclosed:

➤ Scrutinizer's Report dated 26.09.2024



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 Annual General Meeting

[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 10th Annual General Meeting of Members of
Viviana Power Tech Limited
(CIN: L31501GJ2014PLC081671)
Held on Wednesday, 25th September, 2024 at 2:30 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

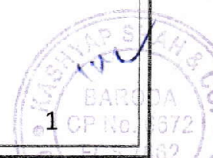
Dear Sir,

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 10th Annual General Meeting (AGM) 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 AGM 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 AGM 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 AGM.



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

- 3.1 The Notice dated 20th August, 2024 convening the AGM held on 25th September, 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) forthwith after it was sent to the members.
- 3.3 The notice clearly indicated the process and manner for electronic voting during the AGM and also the time schedule of remote e-voting from Saturday, 21st September, 2024 (IST 09:00 a.m.) to Tuesday, 24th September, 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 4th September, 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 4 days from Saturday, 21st September, 2024 (IST 09:00 a.m.) to Tuesday, 24th September, 2024 (IST 5.00 p.m.) and that the aforesaid remote e-voting period was completed one day prior to the date of the AGM which was held on 25th September, 2024.
- 3.6 The Equity Shareholders holding shares as on the "cut off" date i.e. 17th September, 2024 were entitled to vote on the proposed resolutions (Item No. 1 to 6) as set out in the Notice of the AGM.
- 3.7 At the AGM of the Company held on 25th September, 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.
- 3.8 After the closing of the period for remote e-voting on 24th September, 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 AGM.
- 3.9 After closure of Electronic Voting at the AGM, the votes cast through electronic voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Wednesday, 25th September, 2024 at around 5:00 PM in presence of two witnesses who are not in employment of the company.
- 3.10 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.
- 3.11 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 AGM of the Company in respect of the said Resolutions as under:



ORDINARY BUSINESS:

Resolution No. 1 – As an Ordinary Resolution:

To consider, approve and adopt the Audited Financial Statements of the Company together with the schedules and notes attached thereto for the financial year ended on 31st March, 2024 including the Balance Sheet as at March 31, 2024 and the Statement of Profit and Loss and Cash Flow for the year ended on that date together with the reports of the Board of Directors and Auditors thereon:

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
	Total		4381496	100.00	4381496	0	100.00	00.00
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
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1588504	105004	6.61	105004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		105004	6.61	105004	0	100.00	0
Total		5970000	4486500	75.15	4486500	0	100.00	0.00



Resolution No. 2 – As an Ordinary Resolution:

To appoint a Director in place of Mr. Richi Nikesh Choksi (DIN 07020977), who retires by rotation and being eligible, offers himself for re-appointment:

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
	Total		4381496	100.00	4381496	0	100.00	00.00
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
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1588504	105004	6.61	105004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		105004	6.61	105004	0	100.00	0
Total		5970000	4486500	75.15	4486500	0	100.00	0.00



SPECIAL BUSINESS:**Resolution No. 3 – As an Ordinary Resolution:**

Regularization and Appointment of Mrs. Priyanka Richi Choksi (DIN 07020969) as a Director of the Company

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
	Total		4381496	100.00	4381496	0	100.00	00.00
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
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1588504	105004	6.61	105004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		105004	6.61	105004	0	100.00	0
Total		5970000	4486500	75.15	4486500	0	100.00	0.00



Resolution No. 4 – As a Special Resolution:

Appointment of Mrs. Priyanka Richi Choksi (DIN 07020969) as a Whole Time Director of the Company:

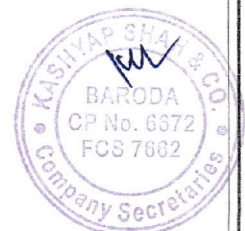
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	4381496	4277000	97.62	4277000	0	100.00	00.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4277000	97.62	4277000	0	100.00	00.00
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
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1588504	105004	6.61	105004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		105004	6.61	105004	0	100.00	0
Total		5970000	4382004	73.40	4382004	0	100.00	0.00



Resolution No. 5 – As a Special Resolution:

Approval of Remuneration limit of Mr. Nikesh Kishorchandra Choksi, Managing Director (DIN: 07762121) of the Company:

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	201496	4.60	201496	0	100.00	00.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		201496	4.60	201496	0	100.00	00.00
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
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1588504	105004	6.61	105004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		105004	6.61	105004	0	100.00	0
Total		5970000	306500	5.13	306500	0	100.00	0.00



Resolution No. 6 – As a Special Resolution:

Approval of Remuneration limit of Mr. Richi Nikeshbhai Choksi, Whole-time Director (DIN: 07020977) of the Company:

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	4284496	97.78	4284496	0	100.00	00.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4284496	97.78	4284496	0	100.00	00.00
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
	Total		0	0	0	0	0	0
Public Non Institutions	E-Voting	1588504	105004	6.61	105004	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		105004	6.61	105004	0	100.00	0
Total		5970000	4389500	73.53	4389500	0	100.00	0.00

4. All relevant records relating to Remote e-voting as well as electronic voting at the AGM of the Company shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid AGM 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: 26.09.2024

UDIN: F007662F001323526

