

## **CORRIGENDUM TO THE NOTICE OF EXTRA ORDINARY GENERAL MEETING**

Viviana Power Tech Limited (“Company”) had issued a notice dated June 20, 2024, for convening an Extra-Ordinary General Meeting of the members of the Company (EGM Notice) on Friday, 12<sup>th</sup> July, 2024 at 12.00 P.M. through Video Conferencing /Other Audio-Visual Means. The Notice of the EGM was dispatched to the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder, read with circulars issued by Ministry of Corporate Affairs and Securities Exchange Board of India.

**"Please note that shareholders who have not voted are required to vote as per the instructions for members prescribed in the Extra Ordinary General Meeting Notice. However shareholders who have already voted before the issue of this Corrigendum notice, have the option to alter / 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 July 12, 2024."**

This Corrigendum is being issued to give notice to amend/ provide additional details as mentioned herein and pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018:

### **1. To amend Point No. (1) of explanatory statement as follows:-**

The Board of Directors at its meeting held on June 20, 2024, subject to the approval of the Members and such other approvals as may be required, approved the issuance 3,08,500 Equity Shares and 51,500 convertible warrants at a price of Rs. 625 per Equity Share (at a premium of Rs. 615 per Equity Share), aggregating upto Rs. 22,50,00,000 proposed allottees to the Investor, for cash consideration, by way of a preferential issue on a private placement basis.

### **2. To amend Point No. (2) of explanatory statement as follows :-**

- a. upto 3,08,500 (Three Lakh Eight Thousand Five Hundred only) Equity Shares of face value of Rs. 10/- each at a price of Rs. 625/- (Rupees Six Hundred Twenty-Five Only) per Equity Shares including premium of Rs. 615/- (Rupees Six Hundred and Fifteen only) aggregating upto a consideration not exceeding Rs. 19,28,12,500/- (Nineteen Crore, Twenty-eight Lakhs, Twelve Thousand Five Hundred Only) such price being not less than the minimum price as on the Relevant Date (as set out below) determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations.
- b. Upto 51500 (Fifty One Thousand Five Hundred) fully convertible warrants (“Warrants”), each convertible into, or exchangeable into equivalent number of fully paid up equity shares of the Company of face value of Rs.10/- (Rupees Ten Only) each at a price of Rs. 625/- (Rupees Six Hundred Twenty-Five Only) each (including premium of Rs. 615/- per warrant) payable in cash, being not less than the price determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations aggregating to not exceeding Rs. 3,21,87,500/- (Rupees Three Crore Twenty One Lakh Eighty Seven Thousand Five Hundred Only).

### **3. To amend Point No. (9) of explanatory statement as follows: -**

As required under the SEBI ICDR Regulations, the Equity Shares & warrants shall be allotted by the Company within a maximum period of 15 days from the date of passing of this resolution provided that where the allotment of the proposed equity shares is pending on account of receipt of any approval or permission from any regulatory or statutory authority, the allotment shall be completed

**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

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

within a period of 15 days from the date of receipt of last of such approvals or permissions.

The warrants may be exercised by the proposed allottee, in one or more tranches, at any time on or before the expiry of 18 months from the date of allotment of the warrants by issuing a written notice to the Company specifying the number of warrants proposed to be exercised along with the aggregate amount payable thereon. The Company shall accordingly, without any further approval from the shareholders of the Company, allot the corresponding number of equity shares in dematerialized form.

**4. To amend Point No. (16) of Explanatory Statement as follows:-**

Do not consider the footnote of Sub clause 'a' and 'b' of Point No. 16 of Explanatory Statement.

**5. To amend Point No. (20) of Explanatory Statement as follows:-**

- The equity shares to be allotted on a preferential basis shall be locked-in for such period and upto the extent as specified under Regulations 167 of the SEBI ICDR Regulations.
- The warrants and the equity shares to be allotted pursuant to exercise of warrants shall be subject to 'lock-in' as per chapter V of the SEBI ICDR Regulations.
- The entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in from the relevant date up to a period of 90 trading days from the date of trading approval. Further, in case of warrants which are not listed on stock exchanges, the entire pre-preferential allotment shareholding of the allottees shall be locked-in from the relevant date up to a period of 90 trading days from the date of allotment of such securities.

**6. To amend Point No. (23)g of Explanatory Statement as follows:-**

The Regulation 166A of the Chapter V of SEBI ICDR Regulations is applicable as the Company as it is proposed to issue more than 5% of the post issue fully diluted share capital of Company to the allottees as mentioned in Point No. (7) of Explanatory Statement, in case the warrants are not converted into equity shares in the specified time limit. In view of the same, the Company is in compliance with the requirement of The Regulation 166A of the Chapter V of SEBI ICDR Regulations.

**By order of the Board of Directors  
For Viviana Power Tech Limited**

**Sd/-**

**Nikesh Choksi  
Managing Director**

**DIN 07762121**

**Date: July 09, 2024**

**Place : Vadodara**

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