



VVIP Infratech Limited

(Formerly known as Vibhor Vaibhav Infra Private Limited)

To,
Sr. General Manager
Listing Operations
BSE Limited
P.J. Towers, Dalal Street
Fort, Mumbai- 400001
Dear Sir(s),

Dated-17/01/2025

Ref.-BSE SCRIP CODE- 544219, SYMBOL- VVIPIL

Sub: Intimation on Notice of Board Meeting

Dear Sir/ Madam,

Pursuant to regulation 29(1) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, meeting of the Board of Directors of VVIP Infratech Limited ('the Company') will be held on Monday, the 20th day of January 2025 at 03:00 P.M.to consider various matters, including those which may arise during the course of the meeting.

Here, we are attaching detailed notice which includes the agenda for the board meeting, in which we will discuss the following matters.

You are requested to take note of the above.

Thanking you

For & behalf of

VVIP Infratech Limited

Kanchan Aggarwal

Company Secretary Cum Compliance Officer

Membership No. A70481



VVIP Infratech Limited

(Formerly known as Vibhor Vaibhav Infra Private Limited)

SHORTER NOTICE OF 13th BOARD MEETING OF FY.2024-25

To,

Mr. Vaibhav Tyagi	Managing Director	vaibhav@vvipinfra.com
Mr. Praveen Tyagi	Chairman & Director	vvipltd@gmail.com
Mr. Vibhor Tyagi	Whole- time- Director	vibhor@vvipspaces.com
Ms. Ruchika Jain	Independent Director	csruchika@gmail.com
Mr. Man Mohan Goel	Independent Director	Mmgoel1958@yahoo.com
Mr. Varun Agarwal	Independent Director	Ca.varunagarwal@gmail.com
Mr. Prashant Wahi	CFO	cfo@vvipinfra.com

Dear Board Members,

SHORTER NOTICE is hereby given that the Meeting of Board of Directors **(13/2024-25)** of the VVIP Infratech Limited is scheduled to be held in accordance with below mentioned details:

Type of Meeting	Day/Date	Time	Venue
Board Meeting	Monday 20 th January, 2025	03:00 P.M	Reg. off. - Fifth Floor, VVIP Style, NH-58 Raj Nagar Extension, Ghaziabad, Uttar Pradesh, India, 201017 <u>(Route map to the Venue is attached)</u>

The Agenda of the business to be transacted at the Board Meeting along with its Notes is attached herewith.

This meeting is being called on shorter notice with the consent of the majority of the Board members, in view of the urgency of the matters to be discussed.

For VVIP Infratech Limited

Kanchan
Agarwal

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Kanchan Agarwal
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Cs Kanchan Aggarwal
Company Secretary Cum Compliance Officer

Date: 17th January, 2025

Place- Ghaziabad

AGENDA OF THE BUSINESSES TO BE TRANSACTED AT THE (13/2024-25) MEETING OF BOARD OF DIRECTORS OF VVIP INFRATECH LIMITED TO BE HELD ON MONDAY, 20th JANUARY, 2025 AT 03:00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT FIFTH FLOOR, VVIP STYLE, NH-58 RAJ NAGAR EXTENSION, GHAZIABAD, UTTAR PRADESH, INDIA, 201017.

ITEM No.	PARTICULARS	Notes
1.	To appoint Chairman of the meeting.	Note No.1
2.	To grant leave of absence if any.	Note No.2
3.	To take note of the Minutes of last meeting of Board meeting and Committee meetings.	Note No.3
4.	To Alter the objects of the Initial Public Offer (IPO) for which amount was raised through prospectus.	Note No.4
5.	To consider and approve the Notice of Postal Ballot in respect to alter the objects of the initial public offer (IPO).	Note No.5
6.	To take note of the appointment of Scrutinizer.	Note No.6
7.	To take note of Quarterly compliances filed with the stock exchange for the quarter ended 31st December 2024.	Note No.7
8.	To take note of the updating in the CIN of the company.	Note No.8
9.	To take note of and ratify the request for Corporate & Purchase Card Facility from ICICI.	Note No.9
10.	To reconstitute ICC Committee.	Note No.10
11.	Any other business with the permission of chair.	Note No.11

For VVIP Infratech Limited

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by Kanchan
Agarwal
Date: 2025.01.17
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Cs Kanchan Aggarwal
Company Secretary Cum Compliance Officer

Date: 17th January, 2025
Place- Ghaziabad

NOTES TO THE AGENDA:

1. **To appoint Chairman of the Meeting**

To appoint the Chairman of the Meeting.

2. **Grant Leave of Absence.**

The members are requested to inform any conflict of interest before participation in the meeting.

In case any member is unable to attend the meeting, he/she may inform the same to the Chairperson of the meeting before the date of the meeting by sending the leave of absence application addressing the Chairperson of the meeting at Finance - VVIP Group finance@vvipspaces.com as attachment or as text to the e-mail.

3. **To take note of the Minutes of last meeting of Board meeting and Committee meetings.**

Minutes of previous Meeting shall be placed before the board for their consideration. The Board is requested to confirm and take note of the same.

4. **To Alter the objects of the initial public offer (IPO) for which amount was raised through prospectus**

RESOLVED THAT pursuant to provisions of Section 27 read with Section 13 (8) of the Companies Act, 2013, Rule 7 read with Rule 3(3) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Regulation 32 (1) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and all other necessary applicable provisions under SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended from time to time and subject to the necessary approvals, if any, required, be and is hereby approved by the Board and the consent of the members of the Company be and is hereby accorded for the variation/deviation/alteration in spending of IPO proceeds within the objects of issue mentioned in the prospectus filed with the Stock Exchange on July, 25, 2024 for the purpose of raising money through IPO to an extent of Rs. 61.21 Crores from the public via IPO of its equity shares (the "Issue"). The net proceeds from the Issue were Rs. 61.21 Crores (hereinafter referred to as "IPO Proceeds") which are as follows:

(Amount in INR Rs.)

Sr. No.	Particulars of Object	Proposed Utilisation of Net Proceeds as per Prospectus	Amount Actually Utilised by the Company	Balance Amount Available for Utilisation
1.	To meet out the working capital requirements of our company "VVIP INFRATECH LIMITED";	40,00,00,000/-	40,00,00,000/-	0/-
2.	To meet out the capital expenditure of our company "VVIP INFRATECH LIMITED";	10,49,78,000/-	0/-	10,49,78,000/-
3.	General Corporate & Other Issue Expenses	10,71,48,000/-	10,71,48,000/-	0.00
	Total	61,21,26,000/-	50,71,48,000/-	10,49,78,000/-

“RESOLVED FURTHER THAT the Company had, in terms of prospectus dated July 25th, 2024 (“Prospectus”), proposed to utilize ₹ 61,21,26,000/- out of the IPO proceeds (100% of the net proceeds) towards " To meet out the working capital requirements, capital expenditure and General Corporate & Other Issue Expenses of our Company". However, ₹ 10,49,78,000/- (17.13% of net IPO proceeds) out of this amount remains unutilized (the “Unutilized Amount”) as on date.”

“RESOLVED FURTHER THAT the Company are planning to deviate the fund in Working capital instead of Capital Expenditure as mentioned in prospectus. The board has analysed its decision about buying all Plant and Machinery or take the same on Lease as all sites are far away from the Corporate office and use the funds towards Working Capital to enhance the business. Recently we received work at Roorkee, Rishikesh etc. which is hilly area. Mobilising own machinery from Central location to various sites will be difficult. Moreover, all the Plant and Machinery used into our business is related to Construction Industry and easily available on Lease with all maintenance, Driver, Break down cost etc. Annual Lease rent of above Machinery is around 15 % of Total cost.”

“RESOLVED FURTHER THAT The Company has already utilized ₹ 50,71,48,000 /- i.e. 82.87% of the net IPO proceeds of ₹ 61,21,26,000/-, as specified in the Prospectus filed with the Registrar of Companies, Kanpur.”

“RESOLVED FURTHER THAT The unutilized IPO proceeds of ₹ 10,49,78,000 /-, i.e. 17.13% of net IPO proceeds, is intended to be utilized towards the following purposes:

(Amount in Cr.)

Sr. No.	Original Object of the Issue as per the DRHP	Proposed Utilisation of Net Proceeds as per Prospectus	Amount Actually Utilised by the Company	Balance Amount Available for Utilisation	Revised Object	Amount to be funded from the Net Proceeds
1	To meet out the Capital Expenditure requirements of our “VVIP INFRATECH LIMITED”	₹10.49Cr.	-	₹10.49Cr	To meet out the working capital requirements of our company “VVIP INFRATECH LIMITED”	₹ 10.49Cr.

“RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Mr. Praveen Tyagi, Chairman Mr. Vaibhav Tyagi, Managing Director, Mr. Vibhor Tyagi, Whole-Time Director and Ms. Kanchan Aggarwal, Company Secretary Cum Compliance officer of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary to comply with the provisions of Section 27 of the Companies Act, 2013 and Rules made there under for the time being in force or and any modification or changes implemented during the course of the postal ballot and desirable including without limitation, to make modifications, changes, variations, alterations or revisions in the matters relating to acquisitions and strategic initiatives as it may deem fit, seek requisites approvals from the appropriate authorities, appoint consultants, advisors and other agencies.”

5. To consider and approve the Notice of Postal Ballot in respect to alter the objects of the initial public offer (IPO)

In this regard, it is proposed to pass following resolution with or without modification(s):

"RESOLVED THAT the notice of Postal Ballot to seek the approval of the shareholders of the Company for the aforesaid to alter the objects of the initial public offer (IPO) for which amount was raised through prospectus."

"FURTHER RESOLVED THAT the Notice of the Postal Ballot as placed before the Board be and is hereby approved."

"FURTHER RESOLVED THAT Mr. Vaibhav Tyagi (DIN: 01797558), Managing Director and/or Ms. Kanchan Aggarwal, Company Secretary Cum Compliance officer of the Company, (Jointly/Severally) be and is hereby authorized to sign the Notice of Postal Ballot and circulate the same among the members of the Company."

6. To consider and approve the appointment of Scrutinizer to conduct the postal ballot e-voting process.

In this regard, it is proposed to pass following resolution with or without modification(s):

"RESOLVED THAT pursuant to the provisions of Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, Mr. Sagar Saxena (**Membership No. F12936 & COP No. 21615**) Proprietor of M/s Sagar Saxena & Company, Practicing Company Secretaries be and is hereby appointed as the Scrutinizer to conduct the postal ballot e-voting process in a fair and transparent manner."

7. To take note of quarterly compliances filed with the stock exchange for the quarter ended 31st December 2024.

In this regard, it is proposed to pass following resolution with or without modification(s):

"RESOLVED THAT the Board of Directors of the Company, at this meeting, take note of the following quarterly compliances that have been filed with the Stock Exchange for the quarter ended 31st December, 2024:

1. **Submission for Non-applicability of Compliance on Corporate Governance** as required under Regulation 27(2)(a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31st December, 2024.
2. **Statement of Grievance Redressal Mechanism** in compliance with Regulation 13(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. **Compliance under Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018** for the quarter ended 31st December, 2024.
4. **Certificate of Dematerialization of Shares** as required under Regulation 74(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

"RESOLVED FURTHER THAT the Company Secretary is hereby directed to ensure that all such filings and compliance reports are made in accordance with the relevant regulatory requirements and to keep the Board informed of any updates or changes as necessary."

8. To take note of the updating in the CIN of the company.

In this regard, it is proposed to pass following resolution with or without modification(s):

"RESOLVED THAT the Board of Directors of the Company take note of the change in the Corporate Identification Number (CIN) of the Company, **VVIP Infratech Limited** (formerly known as Vibhor Vaibhav Infra Private Limited), as approved by the Ministry of Corporate Affairs (MCA)."

"RESOLVED FURTHER THAT the Company had filed the request for the change of CIN with the MCA on **November 14th, 2024**, and the MCA has approved the **Change Request Form**."

*The new CIN is: **L45201UP2001PLC136919***

*This update replaces the previous CIN: **U45201UP2001PLC136919**.*

"RESOLVED THAT pursuant to the change in CIN the company shall update the letterhead of the company to reflect the new CIN and any other required details as per applicable laws and regulations."

"RESOLVED FURTHER THAT the Company Secretary is hereby authorized to make the necessary filings and updates with the relevant authorities and ensure that the new CIN is reflected in all the relevant documents, records, and filings of the Company."

9. To take note of and ratify the request for Corporate & Purchase Card Facility from ICICI.

In this regard, it is proposed to pass following resolution with or without modification(s):

"RESOLVED THAT the Board of Directors of the company noted the request made by Mr. Vaibhav Tyagi, the authorized representative of the Company, to ICICI Bank Limited for the provision of a Corporate & Purchase Card Facility with a credit limit of Rs. 50,00,000/- (Rupees Fifty Lakhs only), which was submitted to the bank previously."

"FURTHER RESOLVED THAT, the Board hereby ratifies and approves the action taken by Mr. Vaibhav Tyagi in requesting the Facility. The Board further approves the availing of the Corporate & Purchase Card Facility from ICICI Bank, subject to the applicable terms and conditions, and authorizes Mr. Vaibhav Tyagi to take any necessary actions and sign all required documents to formalize the Facility."

"FURTHER RESOLVED THAT The Board also resolves that this resolution be communicated to ICICI Bank and directs the Company to complete any further formalities necessary to finalize the Facility".

10. To reconstitute ICC Committee.

"RESOLVED THAT, as per the provisions of Section 4 of the **Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**, the Board of Directors hereby re-constitutes the **Internal Committee (ICC)** for the Company.

Composition of Internal Committee

Name of the Director	Designation in the Committee	Nature of Position
Ms. Kanchan Aggarwal	Presiding Officer	Company Secretary cum Compliance Officer
Ms. Saranjeet Kaur	Internal Member	General Manager of the Customer Relationship Management Department
Mrs. Kanchan Sangwan	Internal Member	Manager in HR Department
Mrs. Ruchika Jain	External Member	Independent Director, Non-Executive Director

“FURTHER RESOLVED THAT the reconstituted committee is authorized to continue its duties and responsibilities in accordance with the company’s by laws and applicable regulations. The Company Secretary is directed to update the relevant records and inform all necessary parties of the changes to the ICC.”

“FURTHER RESOLVED THAT this re-constitution is made due to the resignation of Mrs. Vaishali Tomar from his position as a Manager in HR Department & Internal Member of ICC.”

11. Board members desiring any other additional information related to the business to be transacted at the Board meeting may send their queries at VVIP Group finance@vvipspaces.com on or before the scheduled time of meeting.

For VVIP Infratech Limited

Kanchan
Agarwal
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by Kanchan
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Date: 2025.01.17
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Cs Kanchan Aggarwal
Company Secretary Cum Compliance Officer

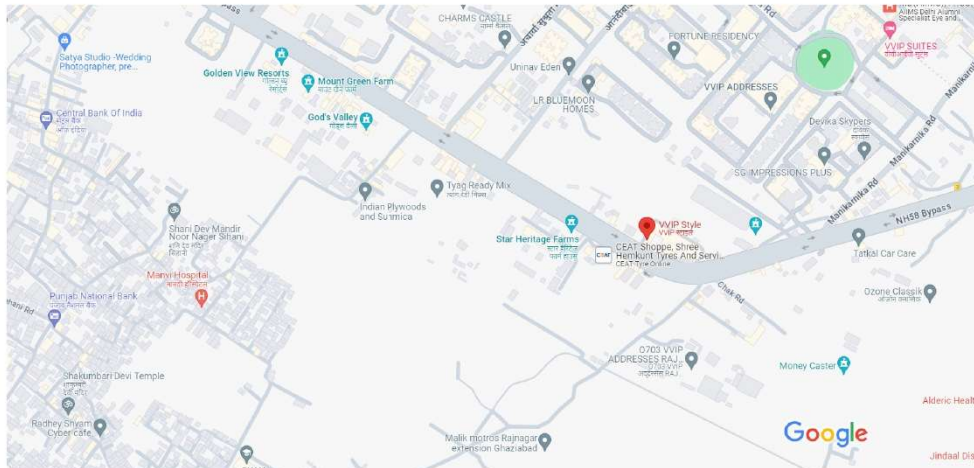
Date: 17th January, 2025
Place- Ghaziabad

Route map to the Venue of (13/2024-25) for Board Meeting

1/16/24, 5:45 PM

VVIP Style - Google Maps

Google Maps VVIP Style



VVIP Style

VVIP स्टाइल

4.1 ★★★★★ (9,657)

Shopping mall

Overview

Reviews

About



Directions



Save



Nearby



Send to
phone



Share

Multi-floor mall featuring shops, restaurants & services as well as a modern, 4-screen cinema.

<https://www.google.com/maps/place/VVIP+Style/@28.6971893,77.4257539,17z/data=!3m1!1e3!1s0x390cf10bf9bc628b0x4a6efec62a...> 1/6

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EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (including any re-enactment(s) made thereunder, if any, for the time being in force), the following explanatory statements set out all material facts relating to the special business mentioned under agenda items of the accompanying Notice:

Item No. 1:

Pursuant to the board resolution dated 08th January, 2024 and the special resolution passed dated 11th January, 2024 pursuant to Section 62(1) (C) of the Companies Act, 2013 in the Extra-Ordinary General Meeting ("EGM") by the shareholders of the Company held on 11th January, 2024, the Company had raised Rs. 61.21 Crores (as fresh issue) from the public via IPO of its equity shares (the "Issue"). The net proceeds from the Issue were Rs. 61.21 Crores (hereinafter referred to as "IPO Proceeds").

A. The original purpose or object of the Offer, total money raised and money utilised for the objects of the company stated in the prospectus:

The proposed utilization of the Net Proceeds as per the Letter of Offer and the amount actually utilized by the Company against the same is as follows:

(Amount in INR Rs.)

Sr. No.	Particulars of Object	Proposed Utilisation of Net Proceeds as per Prospectus	Amount Actually Utilised by the Company	Balance Amount Available for Utilisation
1.	To meet out the working capital requirements of our company "VVIP INFRATECH LIMITED";	40,00,00,000/-	40,00,00,000/-	0/-
2.	To meet out the capital expenditure of our company "VVIP INFRATECH LIMITED";	10,49,78,000/-	0/-	10,49,78,000/-
3.	General Corporate & Other Issue Expenses	10,71,48,000/-	10,71,48,000/-	0.00
	Total	61,21,26,000/-	50,71,48,000/-	10,49,78,000/-

As demonstrated in the table above, the Company had, in terms of prospectus dated July, 25, 2024 ("Prospectus"), proposed to utilize Rs. 61.21 Crores out of the IPO proceeds (100% of the net proceeds) for the following purposes:

- ₹ 40.00Cr. "To meet out the working capital requirements.
- ₹ 10.49Cr. "To meet out the capital expenditure.
- ₹ 10.71Cr. "To meet out the General Corporate purpose & Other Issue Expenses

However, ₹ 10.49Cr (17.13% of net IPO proceeds) out of this amount remains unutilized (the "Unutilized Amount") as on date.

Due to reasons stated below in subsequent paragraphs, we are planning to deviate the fund in Working capital instead of Capital Expenditure as mentioned in prospectus.

The Management of VVIP Infratech Limited has still not utilised the funds towards Capital Expenditure and is analysing its decision about buying all Plant and Machinery or take the same on Lease as all sites are far away from the Corporate office and use the funds towards Working Capital to enhance the business. Recently we received work at Roorkee, Rishikesh etc which is hilly area. Mobilising own

machinery from Central location to various sites will be difficult. Moreover, all the Plant and Machinery used into our business is related to Construction Industry and easily available on Lease with all maintenance, Driver, Break down cost etc. Annual Lease rent of above Machinery is around 15% of Total cost.

B. The extent of achievement of proposed objects:

The Company has already utilized ₹ 50.71 Cr. i.e. 82.87% of the net IPO proceeds of ₹ 61.21 Crores, as specified in the Prospectus filed with the Registrar of Companies, Kanpur.

C. The particulars of the proposed alteration or change in the objects:

The unutilized IPO proceeds of ₹10.49Cr (17.13% of net IPO proceeds), is intended to be utilized towards the following purposes:

(Amount in Cr.)

Sr. No.	Original Object of the Issue as per the DRHP	Proposed Utilisation of Net Proceeds as per Prospectus	Amount Actually Utilised by the Company	Balance Amount Available for Utilisation	Revised Object	Amount to be funded from the Net Proceeds
1	To meet out the Capital Expenditure requirements of our "VVIP INFRATECH LIMITED"	₹10.49Cr.	0	₹10.49Cr	To meet out the working capital requirements of our company "VVIP INFRATECH LIMITED"	₹ 10.49Cr.

D. The reason and justification for seeking variation

1. Working Capital Requirements for "VVIP INFRATECH LIMITED" already met;

As per the prospectus dated July 25, 2024, the company estimated the working capital utilisation of ₹40.00 Cr. from the IPO Proceeds. As of date, VVIP INFRATECH LIMITE has utilized ₹40.00 Cr. out of its IPO proceeds for its working capital requirements.

2. Capital expenditure for "VVIP INFRATECH LIMITED" has been fully unutilized;

According to the prospectus dated July 25, 2024, the company initially projected a capital expenditure of ₹10.49Cr. from IPO proceeds. These funds were oriented towards purchase of new high-tech machinery in the execution and construction of infrastructure projects. As of today, we do not see any requirement of funds in this area as the machinery is easily available on Lease/Rent with all maintenance and operating cost.

The management of VVIP is evaluating the challenge that all project sites are located far from the corporate office. Some of the projects, such as those in Roorkee and Rishikesh, are situated in hilly areas, which makes it difficult to mobilize machinery from a central location. Additionally, the machinery required for these projects is primarily related to the construction industry and is readily available for lease, which includes maintenance, driver services, breakdown costs, etc. The annual lease cost for the machinery is approximately 15% of the total cost.

Therefore, the funds earmarked for capex in "VVIP INFRATECH LIMITED" are being proposed to be diverted to other areas where these funds can produce shareholder value.

Further to appraise the members that after the IPO of the Company, we have received the following works:

Name of Works	Amount (Rs. In Lacs)
DEVELOPMENT OF DISTRIBUTION INFRASTRUCTURE-Loss Reduction Works at EDC Roorkee Circle of Uttarakhand UNDER REVAMPED REFORMS-BASED AND RESULTS-LINKED, DISTRIBUTION SECTOR SCHEME against specification no. CCP/I-41/2023-24 Package – F -RDSS-EDC- Roorkee	15,579.72
Construction of STP, SPS & Sewer Line of Nagar Palika Parishad Narendra Nagar including all Civil and E&M Works and their appurtenant works specified in BOQ of tender document including Confirmatory Survey, Design, Testing, Commissioning and also include operation and maintenance work for STP-15Years (with one year defect liability period) & Handing over all completed works to Uttarakhand Jal Sansthan)	3,249.68
Total	18,829.40

Further to appraise the members that the Company has been declared as L-1 in the following contracts and is in process for further negotiations with the departments

Name of Works	Amount (Rs. In Lacs)
Supplying Laying Jointing Constructing Testing and Commissioning of Sewerage Networks and House Connections in Rishikesh Zone PSZ6 under Package7	13,998.00
Construction of 77 MLD STP at Radaur Road Yamunanagar Haryana	7,216.00
Total	21,214.00

In the following Cases, the company has submitted the bids in the tenders and deposited the EMD in the form of RTGS or Bank Guarantees

Name of Works	Amount (Rs. In Lacs)	RTGS/BG Amount
Construction of 11KV and 33KV Feeder line in different Sub-Station of E/M-IV of Noida.	5,553.20	63,53,300.00
Construction of 33KV Line for connecting of 33/11KV Sub-station and Conversion of 33 KV and 11KV Overhead line to Underground system in different places of Noida	3,575.69	45,75,700.00
“Segregation of Agriculture Feeders on Turnkey basis in Cluster – I (Bulandshahr & Hapur Districts) of PsVVNL, Uttar Pradesh under Revamped Reforms-Based and Results-linked, Distribution Sector Scheme	5,251.00	1,05,00,000.00
“Segregation of Agriculture Feeders on Turnkey basis in Cluster – II (Saharanpur District) of PsVVNL, Uttar Pradesh under Revamped Reforms-Based and Results-linked, Distribution Sector Scheme”.	10,570.00	2,11,00,000.00
“Segregation of Agriculture Feeders on Turnkey basis in CLUSTER-III (Moradabad, Amroha, Bijnor, Sambhal and Rampur Districts) of PsVVNL, Uttar Pradesh under Revamped Reforms- Based and Results-Linked, Distribution Sector Scheme”.	5,969.00	1,19,00,000.00
“Segregation of Agriculture Feeders on Turnkey basis in CLUSTER-IV (Muzaffarnagar, Shamli and Meerut Districts) of PsVVNL, Uttar Pradesh under	3,406.00	68,12,000.00

Revamped Reforms- Based and Results-Linked, Distribution Sector Scheme".		
"Development work among newly created plots in Indirapuram extension"	315.22	6,31,000.00
"Investigation and survey (on GIS basis) of the project area including soil investigation, Engineering Design (hydraulic and structural) as required, Procurement of all labour & material, T&P etc. and construction of various components complete for "Interception and Diversion Works of 03 nos. drains with STP and CO-Treatment & associated works scheme at Pilkhwa town, Distt. Hapur, U.P., India."	1,252.75	12,53,000.00
Investigation and survey (on GIS basis) of the project area including soil investigation, Engineering (hydraulic, structural design as required), Procurement of all labour & material, T&P etc. and construction of various components complete for Fatehpur Sewerage and Sewage Treatment Scheme Zone-I District Fatehpur, U.P., India, including successful testing and commissioning of associated works on Works on percentage rate Turn-key basis	23,267.71	2,32,67,000.00
Total	59,160.57	8,65,92,000.00

Considering that the company is on the growth path and this Industry is highly working capital intensive, therefore we propose to utilise the Capital Expenditure proceeds lying in Escrow Account amounting to Rs. 1,049.78 Lacs into Working Capital.

Request for the Approval of all the Members.

3. **New working capital requirement for "VVIP INFRATECH LIMITED";**

According to the prospectus dated July 25, 2024, funds were initially proposed to be utilized for capital expenditure purposes by "VVIP INFRATECH LIMITED." However, the company has submitted tenders aggressively to enhance the business as Government is opening lot many tenders in the market for Infrastructure work. Therefore, due to the rapid growth of the company, a significant working capital requirement has arisen. As a result, we now propose to allocate the amount raised for capital expenditure to meet the company's working capital needs. The reallocation is also driven by operational challenges arising from the geographical distribution of the project sites, many of which are located far from the corporate office. Projects in areas such as Roorkee and Rishikesh, situated in hilly regions, make it particularly difficult to mobilize machinery from a central location. Moreover, the machinery required for these projects is available for lease, including services such as maintenance, driver assistance, and breakdown support. The annual lease cost for this machinery represents approximately 15% of the total project cost. This change in fund allocation will help address the company's operational needs and support continued project execution in these challenging locations.

The risk factors pertaining to the new objects:

1. Non-Availability of Machinery at Lease:

Company is planning to take Machinery on Lease for Specific Project Execution. The Risk factor is that the machinery may not be easily available on payment of Lease Rentals. However the

Machinery is standardised meant for Construction like Cranes, Tippers etc are available easily on Lease Rentals.

2. Fluctuations in Machinery Lease Costs:

The company is planning to take machinery on lease at Lease Rentals decided today however the same can vary on higher side in future. Company will enter into agreement with the leasing companies for minimum 1 year thereafter the same will be reviewed at the time of renewal.

- E. **The revised Schedule of implementation of the project:** Our company propose to deploy the remaining Net Proceeds towards the Object as under:

(Amount in Cr.)

Particular	Amount to funded from Net Proceeds	Estimated Deployment	
		2024-25	2025-26
To meet out the working capital requirements of our company	₹10.49Cr.	₹10.49Cr.	0.00

Accordingly, in terms of the provisions of Sections 27 of the Companies Act, 2013 and any other applicable provisions and the rules made thereunder, the Company seeks approval of the members by way of Special Resolution through postal ballot for variation in the Objects of the Issue as disclosed in the Prospectus, for utilization of the issue proceeds pursuant to applicable provisions of the Companies Act, 2013 and relevant rules made there under (including any amendment thereto or re-enactment thereof for the time being in force) and subject to compliance of such other applicable provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time.

Any interested person may obtain a copy of the notice of the resolution from the registered office of the Company at business hours or can access the 'Investors' Section of the Company's website at www.vvipinfra.com

The intention of the Board and the Management is to enhance shareholder value by utilizing the issue proceeds adequately and appropriately which will lead to increased profitability without compromise on services being rendered by the Company. Your Board recommends the resolution for the member's approval by way of Special Resolution.

None of the Directors, Key Managerial Personnel and their relatives are concerned or interested, financially or otherwise, in the aforesaid resolution of this Notice except to the extent of their shareholdings in the Company, if any.

Registered Office:

Fifth Floor, VVIP Style, NH-58
Raj Nagar Extension, Ghaziabad,
Uttar Pradesh, India- 201017,

By order of the Board of Directors
For **VVIP INFRATECH LIMITED**

Kanchan
Agarwal

Digitally signed by
Kanchan Agarwal
Date: 2025.01.17
18:19:27 +05'30'

Kanchan Aggarwal
Company Secretary & Compliance Officer
Membership No.: A70481