

Supplementary agenda for the 96th meeting of the Approval Committee for GIFT-Multiservice-SEZ under the Chairmanship of Administrator (IFSCA) to be held on March 19, 2026, at 03:00 PM, at IFSCA HQ, GIFT-SEZ, Gandhinagar, through hybrid mode, i.e., in-person as well as video conferencing mode.

Supplementary Agenda for the 96th UAC meeting

CASE No. – 96-C-03

S. No.	Field	Details
1	Name of the Applicant	Vivriti Asset Management Private Limited
2	LOA No.	KASEZ/DCO/GIFT/SEZ/II/44/2021- 22/
3	LOA issuance date	20/09/2021
4	Address	Unit No. 405-A, Fourth Floor, 'PRAGYA' Towers, GIFT-Multi-Services-Special Economic Zone, Villages Phirozpur and Ratanpur, Gandhinagar, Gujarat, India,38 2355
5	Date of Commencement of Production	16/03/2023
6	LOA Validity	15/03/2028
7	Request ID	422600034684 dated 17.02.2026
8	Purpose of Application	Change in name due to court-approved mergers and demergers
9	Relevant Provisions w.r.t. application	Instruction No. 109 read with Instruction No. 122 of MOC&I pursuant to the NCLT Chennai Order dated 09.12.2025.
10	Intimation from the Unit	<i>“Vivriti Asset Management Private Limited, hereinafter referred to as Amalgamating Company, is the Entrepreneur Unit operating within the GIFT-Multi-Services-Special Economic Zone. The company was granted approval for setting up the unit at Unit No. 405-A, 4th Floor, Pragya Towers, GIFT City, District Gandhinagar, Gujarat - 382355 vide afore said formal approval numbers. As a part of a restructuring plan and to streamline operations, our management has implemented a composite Scheme of Arrangement, whereby the Asset Management business is demerged from Vivriti Capital Limited and subsequently amalgamated with and into Vivriti Funds Private Limited. These transfers, along with assets and liabilities relating there to including all licenses, contracts and personnel pertaining to the Amalgamating Undertaking are being transferred to the Resulting Company at book values as per the provision of Rule 192 of SEZ Rules, 2006, Sections 230 to 232 of the Companies Act, 2013 and Section 21B of the</i>

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		<p><i>Income Tax Act, 1961 and Instruction No. 109 read with instruction 122 of MOC&I.</i></p> <p><i>In this regard, we have received an order for a scheme of Arrangement and Amalgamation under Sections 230 to 232 of the Companies Act, 2013, read with Rule 151 of Companies Compromises, Arrangements and Amalgamations Rules, 2016, from the National Company Law Tribunal, Division Bench - II, Chennai, through NCLT Order dated 09.12.2025.</i></p> <p><i>Whereas Vivriti Funds Private Limited VFPL, hereinafter referred to as the Resulting Company, is having a registered office at Prestige Zackria Metropolitan No. 2001-8, 8th Floor, Block-1, Annasalai, Chennai, Tamil Nadu 600 002. Reasons for Demerger. We wish to inform you that the restructuring of business undertakings involving Vivriti Asset Management Private Limited into Vivriti Funds Private Limited is being undertaken for the following strategic reasons</i></p> <p><i>1. Separation of Businesses The separation of the online platform business”</i></p> <table border="1" data-bbox="746 1368 1474 1514"> <thead> <tr> <th data-bbox="746 1368 1102 1406">Old name</th> <th data-bbox="1102 1368 1474 1406">New name</th> </tr> </thead> <tbody> <tr> <td data-bbox="746 1406 1102 1514"><i>Vivriti Asset Management Private Limited</i></td> <td data-bbox="1102 1406 1474 1514"><i>Vivriti Funds Private Limited</i></td> </tr> </tbody> </table>	Old name	New name	<i>Vivriti Asset Management Private Limited</i>	<i>Vivriti Funds Private Limited</i>
Old name	New name					
<i>Vivriti Asset Management Private Limited</i>	<i>Vivriti Funds Private Limited</i>					
12	Documents furnished in support of the request	<ol style="list-style-type: none"> 1. Copy of application submitted online. 2. Certified Copy of the Order of National Company Law Tribunal, Division Bench - II, Chennai CP CAA37CHE2025 dated 09.12.2025. 3. Copy of Board Resolution for Amalgamation and in favor of the Authorized Signatory of Vivriti Asset Management Private Limited, Amalgamating Co. 4. Undertaking for transfer of Assets and Liabilities specifically from VAM to VFPL. 				

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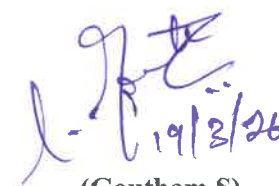
		<ol style="list-style-type: none"> 5. List of Directors and Shareholders of Vivriti Asset Management Private Limited Amalgamating Company. 6. List of Directors and Shareholders of Vivriti Funds Private Limited Resulting Company. 7. Copy of Certificate of Incorporation, MOA, and AOA of Vivriti Asset Management Private Limited and Vivriti Funds Private Limited. 8. Copy of all Letters of Approval LOA belonging to Vivriti Asset Management Private Limited. 9. Undertaking as per Instruction No. 109. 10. Copy of PAN for both Vivriti Asset Management Private Limited and Vivriti Funds Private Limited. 11. Copy of IEC and GST Certificates for Vivriti Asset Management Private Limited. 12. Copy of GST and IEC Certificates for Vivriti Funds Private Limited.
13	Remarks, if any, of the O/o The IFSCA Administrator	<p>Vivriti Asset Management Private Limited, having LOA No. KASEZ/DCO/GIFT/SEZ/II/44/2021-22/ dated 20.09.2021, was registered as a Registered FME (Non - Retail) in Branch form, vide COR No. IFSCA/FME/II/2022-23/012 dated 22.12.2022.</p> <p>The company has undertaken restructuring pursuant to a composite Scheme of Arrangement, under which the asset management business has been demerged and subsequently amalgamated into Vivriti Funds Private Limited.</p> <p>The Scheme has been approved by the Hon'ble National Company Law Tribunal, Chennai Bench vide order dated 09.12.2025. Accordingly, all assets, liabilities, licenses, contracts, and employees of the amalgamating undertaking stand transferred to the resulting company on a going concern basis.</p>

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		In view of the above, the matter falls under Instruction No. 109 read with Instruction No. 122 of MOC&I.
14	Proposal	In view of the above, the Approval Committee may take on record the NCLT-approved demerger from M/s. Vivriti Asset Management Private Limited to M/s. Vivriti Funds Private Limited , as approved in the NCLT order mentioned above, in accordance with Instruction No. 109 read with Instruction No. 122 of MOC&I.

- The applications will be taken up sequentially in order that they appear on the agenda. The applicants who wish to appear through VC mode shall join the meeting link as per the timings below. In case an applicant is not present in the meeting during their turn, they will be taken up only at the end of the meeting.

S.No.	Applicant Number	Time to join the VC link
01	96-A-01	02:50 PM
02	96-A-02	02:50 PM
03	96-A-03	02:50 PM
04	96-A-04	02:50 PM
05	96-C-01	03:00 PM
06	96-C-02	03:00 PM
06	96-C-03	03:00 PM



(Goutham S)
DGM
SEZ Division
IFSCA