

ADDENDUM TO THE NOTICE OF 35TH ANNUAL GENERAL MEETING (AGM) OF VANI COMMERCIALS LIMITED TO BE HELD ON SATURDAY, 9TH JULY, 2022

In furtherance to the Notice of 35th Annual General Meeting of the Company scheduled to be held on Saturday, 9th July, 2022 at 11:30 A.M. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (OAVM), we would like to draw attention of all the members/stakeholders of Vani Commercials Limited (“the Company”).

The Company had received certain queries/observations from the BSE Limited pursuant to which the Board has decided to:

1. Get the Relevant Date changed from 7th June 2022 to 9th June 2022 for the purpose of fixation of the issue price.
2. Accordingly, the fresh valuation is obtained from the Registered Valuer, considering 9th June 2022 as the Relevant Date, for determining the minimum issue price.
3. Issue Addendum to the Notice of 35th Annual General Meeting, proposed to be held on 9th July 2022 for considering the said preferential issue of Equity Shares.

Accordingly, reference made in the notice of the 35th AGM of the Company dated 8th June, 2022 with respect to Relevant Date and the Minimum Issue Price shall be read as follows:

1. On page No. 8 of the Notice, the First paragraph shall be read as:
“RESOLVED FURTHER THAT in terms of the provisions of the SEBI ICDR regulations, the Relevant Date for determining the Issue Price for the Preferential Issue of the Equity Shares is Thursday, 9th June, 2022 being the date 30 days prior to the date of this Annual General Meeting (“Relevant Date”) on which this special resolution is proposed to be passed.”
2. On page no. 24 of the Notice, point no. **k) Relevant Date** of the Explanatory Statement shall be read as follows:
“In terms of the provisions of Chapter V of the SEBI ICDR Regulations and in accordance with the explanation to Regulation 161 of the SEBI ICDR Regulations, the Relevant Date for determining the floor price for the Preferential Issue is Thursday, 9th June, 2022, i.e. being a day, 30 days prior to the date of this Annual General Meeting (AGM) to be held on 9th July 2022.”

3. On page no. 25 of the Notice, point no. m) **Basis on which the price has been arrived at and justification for the price (including premium, if any)** of the Explanatory Statement shall be read as follows:

“The Equity Shares of the Company are listed on BSE Limited (“BSE”) (the “Stock Exchange”).

The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations and BSE, being the Stock Exchange with higher trading volumes for the preceding 90 trading days prior to the Relevant Date, has been considered for determining the floor price in accordance with the SEBI ICDR Regulations.

In terms of the applicable provisions of the SEBI ICDR Regulations, the floor price for the Preferential Issue is Rs.10.61/- per Equity Share. The price per Equity Share to be issued pursuant to the Preferential Issue is fixed at Rs. 12.00 per share (including Rs.2/- as premium), being not less than the floor price computed in accordance with Chapter V of the SEBI ICDR Regulations.”

This Addendum shall form an integral part of the Notice of 35th Annual General Meeting dated 8th June 2022, which has been sent/ dispatched on 14th June, 2022. Accordingly, all the concerned shareholders, Depositories, Share Transfer Agent, Agencies appointed for e-voting, other authorities, regulators and all other concerned persons are requested to take note of the above amendments and shall read Notice of 35th Annual General Meeting of the Company along with this Addendum.

For **VANI COMMERCIALS LIMITED**

Sd/-
ISHITA AGARWAL
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO. A65528