Virtual Galaxy Infotech Limited
(Formerly known as Virtual Galaxy Infotech Pvt. Ltd.)
Plot No. 26, The Nagpur Divisional Insurance Employees' Co-operative Housing Society Limited, Vivekanand Nagar, Nagpur, Maharashtra, India, 440015

E-MAIL : info@vgipl.in
WEBSITE : www.vgipl.com
CIN : L93000MH1997PLC110645
GSTIN : 27AAACV5098G1Z1
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Software Development | E-governance Solution | AI & Data Analytics
System Integration | IT Facility Management & Data Center Services

Date: 15th September, 2026

To,
The Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai — 400051

Symbol: VGINFOTECH**, ISIN:** INE0VRH01015

Sub: Corrigendum to the Notice of the 29th Annual General Meeting of the Company

Dear Sir/Madam,

This is in reference to our earlier communication dated 02nd September, 2026, regarding the Notice of the 29th Annual General Meeting ("AGM Notice") of the Members of the Company scheduled to be held on Thursday 24th September, 2026 at 10:00 A.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Subsequent to the circulation of the AGM Notice, the Company, upon review, has identified certain additional information and disclosures that are required to be incorporated in the Explanatory Statement forming part of the Notice of the AGM.

Accordingly, this **Corrigendum** is being issued to incorporate the requisite additional information and disclosures in respect of **Item No. 4 – To Approve Material Related Party Transactions with Finverse Private Limited (Formerly known as Virtual Galaxy Fintech Private Limited)**, including the additional information required in accordance with the SEBI Circular dated October 13, 2025 and the SEBI Master Circular dated January 30, 2026, on the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), which was inadvertently not included in the Explanatory Statement forming part of Item No. 4.

Further, the **Explanatory Statement in respect of Item No. 6 – Variation in the Objects of the Initial Public Offer (IPO)** set out in this Corrigendum shall be read in substitution of and in place of the Explanatory Statement in respect of the said Item as contained in the Notice of the AGM.

The Company further confirms that, except for the additions and modifications specifically provided in this Corrigendum, all other terms, contents and disclosures contained in the Notice of the 29th AGM shall remain unchanged.

The Corrigendum shall form an integral part of and should be read in conjunction with the AGM Notice. The Corrigendum shall also be available on the Company's website at www.vgipl.com.

You are requested to kindly take the above on record.

Thanking you

Yours Faithfully,

For VIRTUAL GALAXY INFOTECH LIMITED

ANJALI VINAY PADHYE

ANJALI VINAY PADHYE
2026.09.15
16:18:11 +05'30'

Anjali Vinay Padhye
Company Secretary and Compliance Officer
Membership Number: A23773
Encl: A/a

CORRIGENDUM TO THE NOTICE OF 29TH ANNUAL GENERAL MEETING OF VIRTUAL GALAXY INFOTECH LIMITED

To,
The Members
Virtual Galaxy Infotech Limited

This Corrigendum is being issued by VIRTUAL GALAXY INFOTECH LIMITED ("Company") in continuation of notice for convening the 29th Annual General Meeting ("AGM") of the Members of the Company scheduled for Thursday, 24th day of September, 2026 at 10:00 A.M. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM").

The Notice of 29th AGM was dispatched to the shareholders of the Company on September 02, 2026 electronically in due compliance with the provisions of the Companies Act, 2013, as amended, and the rules made thereunder (the "Companies Act"), read with circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India ("SEBI"), to transact the business stated therein.

THIS CORRIGENDUM IS TO BE READ IN CONJUNCTION WITH THE AGM NOTICE DATED SEPTEMBER 02, 2026, AS AVAILABLE ON THE WEBSITE OF THE COMPANY.

Subsequent to the dispatch of the Notice of the 29th Annual General Meeting ("AGM"), it has been observed that certain disclosures and information required to be provided to the Members in the Explanatory Statement forming part of the said Notice require further additional disclosure. Accordingly, this Corrigendum is being issued to incorporate the requisite additional information and disclosures in respect of Item No. 4 – To Approve Material Related Party Transactions with Finverse Private Limited (Formerly known as Virtual Galaxy Fintech Private Limited), including Additional information required in accordance with the SEBI Circular dated October 13, 2025 and the SEBI Master Circular dated January 30, 2026 on the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ("RPT Industry Standards"), which was inadvertently not included in the Explanatory Statement forming part of Item No. 4.

Further, the Explanatory Statement in respect of Item No. 6 – Variation in the Objects of the Initial Public Offer (IPO) set out in this Corrigendum shall be read in substitution of and in place of the Explanatory Statement in respect of the said Item as contained in the Notice of the AGM.

The Members are requested to read the additional information and disclosures set out in this Corrigendum in conjunction with, and as an integral part of the Explanatory Statement to the respective Items of the Notice of the 29th AGM. Except for the additions specifically provided in this Corrigendum, all other terms, contents and disclosures contained in the Notice of the 29th AGM shall remain unchanged. The additional information and disclosures are set out herein below for the information and consideration of the Members:

EXPLANATORY STATEMENT FOR ITEM NO. 4:

To Approve Material Related Party Transactions with Finverse Private Limited (Formerly known as Virtual Galaxy Fintech Private Limited)

Sr. No.	Particulars of the Information	Information provided by the management
1.	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Disclosed in the Explanatory Statement forming part of Item No. 4 of the Notice of the 29th Annual General Meeting dated September 02, 2026, appearing on Page No. 65.
2.	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT	The proposed Related Party Transaction is in the ordinary course of business and is in the interest of the Company, as it enables efficient business operations and supports its commercial objectives. The transaction shall be undertaken on an arm's length basis.
3.	Disclosure of the fact that the Audit Committee has reviewed the certificates provided by the CEO/Managing Director/ Whole Time Director/Manager and CFO of the Listed Entity as required under the RPT Industry Standards	The Audit Committee has reviewed the certificates issued by the Managing Director and CFO of the Company, as required under the RPT Industry Standards.
4.	Disclosure that the material RPT or any material modification thereto has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval	The Material Related Party Transaction with Finverse Private Limited (formerly known as Virtual Galaxy Fintech Private Limited) has been approved by the Audit Committee. The Board of Directors recommend the proposed transactions to the shareholders for approval.
5.	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT	Not Applicable

6.	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making;	Not Applicable
7.	Any other information that may be relevant	None

EXPLANATORY STATEMENT FOR ITEM NO. 6:

Variation in the Objects of the Initial Public Offer (IPO):

Background

Pursuant to the Board Resolution dated September 13, 2024 and the Special Resolution passed by the shareholders of the Company under Section 62(1)(c) of the Companies Act, 2013 at the Extra-Ordinary General Meeting ("EOGM") held on September 14, 2024, the Company raised ₹9,329.40 Lakhs through the Initial Public Offer ("IPO") of its Equity Shares. As disclosed in the Prospectus dated May 15, 2025, the net IPO proceeds were proposed to be utilized for the following objects:

1. Capital expenditure towards setting up an additional development facility at MIHAN SEZ, Nagpur, Maharashtra;
2. Repayment/prepayment of certain borrowings availed by the Company;
3. Investment in procuring GPU, Server and Storage Systems at the Data Centre;
4. Funding expenditure related to the enhancement, maintenance and upgradation of existing products through manpower hiring;
5. Funding business development and marketing activities; and
6. General corporate purposes.

Subsequently, pursuant to the approval of the shareholders by way of a Special Resolution passed at the Extra-Ordinary General Meeting held on September 29, 2025, the object specified in the Prospectus relating to "Capital expenditure towards setting up an additional development facility at MIHAN SEZ, Nagpur, Maharashtra" was revised. The unutilized amount originally earmarked for the said object was reallocated towards the following revised objects:

- Capital expenditure towards purchase of leasehold land at MIHAN SEZ, Nagpur – ₹630.00 Lakhs; and
- Working capital requirements – ₹2,796.83 Lakhs.

Pursuant to Section 27(1) of the Companies Act, 2013, a company shall not vary the objects for which the prospectus was issued unless such variation is approved by the shareholders by way of a Special Resolution. Accordingly, the above variation in the objects of the IPO was approved by the shareholders in compliance with the provisions of the Companies Act, 2013.

The Company now proposes to vary the objects of the Issue by reallocating the unutilized amount of ₹1,890.00 Lakhs, originally earmarked for "Funding of expenditure related to enhancement, maintenance and upgrading of existing products through manpower hiring", and ₹906.00 Lakhs, originally earmarked for

"Business Development and Marketing Activities (Business Development through Workforce Expansion)", towards " Upgradation of Data Centre, Marketing Activities and Working capital".

Exit Option for the Dissenting Shareholders:

In terms of the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and Section 27 of the Companies Act, 2013, subject to the prescribed conditions, the promoter or the shareholder in control, as the case may be, shall make an exit offer to the dissenting shareholders in accordance with the provisions of the said Regulations, if:

(a) the proposal for change in objects or variation in the terms of a contract referred to in the offer document is dissented to by at least ten per cent of the shareholders who voted in the general meeting; and

(b) the amount to be utilised for the objects for which the offer document was issued is less than seventy-five per cent of the amount raised, including the amount earmarked for general corporate purposes as disclosed in the offer document.

The relevant and material information as per the Companies (Prospectus and Allotment of Securities) Rules, 2014 is set out below:

a) The original purpose or object of the issue as per Prospectus thereon and total money raised

Sr. No.	Objects as stated in prospectus	IPO Proceeds (₹ in Lakhs)
1.	Capital expenditure towards setting up an additional development facility at MIHAN SEZ, Nagpur, Maharashtra	3,426.83
2.	Repayment/ prepayment of certain borrowings availed by our Company;	300.00
3.	Investment in procuring GPU, server & storage system at Data Centre;	505.00
4.	Funding of expenditure related to enhancement, maintenance and upgrading existing products through manpower hiring;	1,890.00
5.	Funding business development and marketing activities	
	Business development through workforce expansion	906.00
	Direct marketing initiatives	500.00
6.	General corporate purposes	605.54

Further at its Extra Ordinary General Meeting ("EGM") held on September 29, 2025, the Members of the Company approved the alteration/ variation in the objects of the issue as stated in the IPO prospectus in the following manner **("First Variation")**:

the object specified in the Prospectus relating to "Capital expenditure towards setting up an additional development facility at MIHAN SEZ, Nagpur, Maharashtra" was revised. The unutilized amount originally earmarked for the said object was reallocated towards the following revised objects:

- Capital expenditure towards purchase of leasehold land at MIHAN SEZ, Nagpur –₹630.00 Lakhs; and
- Working capital requirements – ₹2,796.83 Lakhs.

Accordingly, the IPO proceeds were utilized towards the revised objects as approved by the shareholders.

b) The money utilised for the objects of the Company stated in the Prospectus (as amended by the First Variation), the extent of achievement of proposed objects and the unutilised amount out of the money so raised through the Prospectus (as amended by the First Variation) as on (June 30, 2026) are as under:

Sr. No.	**Objects as stated in the Prospectus/ As amended through Shareholders' approval**	**IPO Proceeds/ After Shareholder Approval (₹ in Lakhs)**	**Total Amount Spent up to June 30, 2026 (₹ in Lakhs)**	**Unutilised Amount (₹ in Lakhs)**	**% of achievements**	**% of unutilised amount**
1.	Purchase of land on lease at MIHAN SEZ, Nagpur, Maharashtra	630.00	628.08	1.92	99.68%	0.32%
2.	Working Capital requirement	2796.83	2796.83*	0.00	100%	0%
2.	Repayment/ prepayment of certain borrowings availed by our Company;	300.00	300.00	0.00	100%	0%
3.	Investment in procuring GPU, server & storage system at Data Centre;	505.00	505.00	0.00	100%	0%

4.	Funding of expenditure related to enhancemen t, maintenance and upgrading existing products through manpower hiring;	1,890.00	NIL	1,890.00	0%	100%
5.	Funding for business development and marketing activities:					
	(a) Business development through workforce expansion	906.00	NIL	906.00	0%	100%
	(b) Direct marketing initiatives	500.00	353.71	147.29	70.60%	29.40%
6.	General corporate purposes	605.54	605.54	0.00	100%	0%

****Note:* *With reference to the Monitoring Agency report for the quarter ended June 30, 2026, there was a temporary deviation in the utilisation of the IPO proceeds under the head "Working Capital". The Company is taking necessary measures to realign the utilisation of the said amount towards the approved objects of the Issue.*

c) Particulars of the proposed variation in the terms of contracts referred to in the prospectus or objects for which prospectus was issued:

<table>
<tr><th>Particulars</th><th colspan="2">Amount (₹ in Lakhs)</th><th>Amount (₹ in Lakhs)</th></tr>
<tr><td>Original Object</td><td colspan="2">Funding of expenditure related to enhancement, maintenance and upgrading of existing products through manpower hiring</td><td>Funding for Business Development and Marketing Activities (Business Development through Workforce Expansion) *</td></tr>
<tr><td>IPO Allocation</td><td colspan="2">1,890.00</td><td>906.00</td></tr>
<tr><td>Amount Utilized
(as on June 30, 2026)</td><td colspan="2">NIL</td><td>NIL</td></tr>
<tr><td>Unutilized Amount</td><td colspan="2">1,890.00</td><td>906.00</td></tr>
<tr><td>Proposed Revised Object</td><td>Upgradation of Data Centre</td><td>Marketing Activities</td><td>Working Capital requirements of the Company</td></tr>
<tr><td>Proposed Allocation</td><td>1500.00</td><td>390.00</td><td>906.00</td></tr>
</table>

*****As specified in the Prospectus, the funds allocated towards Object No. 5 – "Funding for Business Development and Marketing Activities were further bifurcated into the following two sub-objects: (a) Business Development through Workforce Expansion – ₹906.00 Lakhs; and (b) Direct Marketing Initiatives – ₹500.00 Lakhs. Out of these two sub-objects, the Company proposes to change the object relating to "Business Development through Workforce Expansion", while the object relating to "Direct Marketing Initiatives" shall remain unchanged and continue to be utilized for the same purpose.

d) Reasons and Justification for the Variation

The Company has witnessed growth in its business operations and continues to execute projects and receive business opportunities from existing as well as new customers. In view of the Company's expanding operations and evolving business requirements, there is a need to deploy the unutilised IPO proceeds towards areas that are aligned with the Company's present operational and strategic priorities.

The proposed allocation towards **upgradation of the Data Centre** will enable the Company to strengthen and enhance its technology infrastructure, improve capacity and performance, support scalability, ensure reliable delivery of its technology-enabled products and services and ensure readiness for catering to requirements of the increasing client base.

The proposed allocation towards **Marketing Activities** will enable the Company to strengthen its market presence, enhance brand visibility, undertake customer outreach and business development initiatives, and support the Company's efforts to expand its customer base and business opportunities within India and globally.

Further, the proposed allocation towards **Working Capital Requirements of the Company** will assist in meeting the Company's day-to-day operational requirements, project execution expenses, procurement of resources, deployment of technical manpower and other business- related requirements to enhance the service capabilities of the company.

The proposed variation will therefore enable the Company to deploy the IPO proceeds in a manner that is aligned with its current business requirements and growth plans and facilitate optimum utilisation of the available funds.

Accordingly, the Board of Directors is of the view that the proposed variation in the objects of the Issue is in the best interests of the Company and its Members.

e) Proposed Time Limit

The revised objects are proposed to be achieved within 12 (twelve) months from the date of approval of the Members, subject to applicable laws, regulations and the availability of the unutilised IPO proceeds, subject to applicable laws and regulations, depending upon the Company's business and operational requirements.

f) The estimated financial impact of the proposed alteration on the earnings and cash flow of the Company

The proposed variation is expected to have a positive impact on the Company's earnings and cash flows by enabling optimal utilisation of the unutilised Issue proceeds towards Data Centre upgradation, Marketing Activities and Working Capital. The proposed utilisation is expected to enhance operational efficiency, support business growth, strengthen liquidity and contribute to the Company's overall financial performance.

The management of the Company is of the view that the proposed variation will ensure optimum utilisation of IPO Proceeds and maximize shareholders' wealth.

g) Risk factors pertaining to the new Objects

The business operations and financial performance of the Company are subject to various risks arising from prevailing market conditions, economic performance at both domestic and global levels, political instability, changes in regulatory frameworks, and policy controls. In addition, any unforeseen events or circumstances beyond the control of the Company may materially affect its ability to execute projects, manage costs, or achieve projected growth, despite the Company's best efforts to mitigate such risks.

h) Other Relevant Information

The proposed variation will provide the Company with greater flexibility to deploy the unutilised IPO proceeds towards its current business priorities, including strengthening its Data Centre infrastructure, undertaking marketing activities and meeting its working capital requirements.

The proposed reallocation will enable the Company to utilise the unutilised IPO proceeds more efficiently and in accordance with its present business requirements and growth objectives.

The Audit Committee has reviewed and recommended the proposed variation in the objects of the Issue to the Board of Directors.

The Board of Directors, at its Meeting held on **August 31, 2026**, considered and approved the proposed variation in the objects of the Issue and recommended the same for approval of the Members by way of a **Special Resolution**.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, directly or indirectly, in the proposed resolution except to the extent of their shareholding, if any, in the Company.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the Members.

BY ORDER OF THE BOARD OF DIRECTORS FOR,
VIRTUAL GALAXY INFOTECH LIMITED

SD/-

ANJALI VINAY PADHYE
Company Secretary & Compliance Officer
Membership No. A23773

Registered Office:
Plot No. 26, The Nagpur Divisional Insurance Employees Co-operative Housing Society Limited, Vivekanand Nagar, Nagpur, Maharashtra, India, 440015

Place: Nagpur
Date: September 15, 2026