

PVV Infra Ltd.

CIN No. L70102AP1995PLC111705

Corporate Office: B-202, Universal Paradise, Nanda Pathakar Road,
Opp: Adarsh Petrol Pump, Vile Parle East, Mumbai, Maharashtra – 400057
www.pvvinfra.com email : info@pvvinfra.com

PVV Infra Ltd.

To
Listing Compliances
BSE Limited,
P.J. Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Date : 17th February 2022

Scrip Code : 536659;
Scrip ID : PVV INFRA LTD

Subject:- Submission of Postal Ballot Notice dated February 14, 2022

Ref:- Regulation 30 of SEBI (Listing. Obligations and Disclosure Requirements) Regulations, 2015,

In compliance with the provisions of Regulation 30 SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed herewith Postal Ballot Notice dated February 14, 2022 along with Explanatory Statement and Postal Ballot Form.

You requested to take above on your records.

For **PVV INFRA LIMITED**



VAKKALA FAYAZ

Director

DIN: 08739581

Date: 17/02/2022

Place: Vijayawada

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POSTAL BALLOT NOTICE

[Notice pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "Companies Act"), read with Rule 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), Secretarial Standards issued by Institute of Company Secretaries of India on General Meetings ("SS-2"), (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and other applicable laws and regulations, if any, that it is proposed to seek the consent of the shareholders ('Members') of **PVV INFRA LIMITED** (the "Company"), for the resolutions appended herein below through postal ballot ('Postal Ballot') by way of Postal Ballot forms and remote electronic voting ('E-voting').

In view of the pandemic situation of COVID-19 and pursuant to the guidelines and notification issued by the Ministry of Home Affairs, Government of India and in light of circulars issued by the Ministry of Corporate Affairs, Government of India (the 'MCA') vide its General Circular No.14/2020 dated April 08, 2020 and General Circular No.17/2020 dated April 13, 2020 read with General Circular No. 33/2020 dated 28th September, 2021, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 (collectively referred to as "MCA Circulars") and pursuant to Section 110 of the Companies Act and the Rules made thereunder, the company proposes for passing of resolutions as per this postal Ballot Notice.

In terms of said Section of the Companies Act and the Rules, a company may, and in case of resolutions relating to such business as the Central Government may, by notification, declare to be conducted only by Postal Ballot, shall, get any resolution (other than Ordinary Business and any Business in respect of which Directors or

Auditors have right to be heard at any meeting) passed by means of Postal Ballot, instead of transacting the business in general meeting of the Company

Members are requested to carefully read the instruction printed on the Postal Ballot Form and return the same duly completed, recording your assent or dissent, in the enclosed self-addressed Business Reply Envelope not later than 17.00 hours on Monday, March 21, 2022. Postage will be borne and paid by the Company. The Postal Ballot Form(s) may also be deposited personally at the address given on the Business Reply Envelope. Please note that if any Postal Ballot Form is received after the date mentioned above, it will be considered that no reply has been received from the members.

Members desiring to opt for e-voting as per the facility arranged by the Company are requested to read the instructions in the notes forming part of this notice.

Further, the company will send Postal Ballot Notice by e-mail to all its members who have registered their e-mail addresses with the Company, their Registrars and Transfer Agents or Depository/ Depository Participants.

You are requested to pursue the following proposed Resolutions along with their respective Explanatory Statement and thereafter record your assent or dissent by means of Postal Ballot form or E-Voting system provided by the Company.

The Board of Directors of the Company ('the Board'), has at its meeting held on Monday, February 14, 2022 considered and approved the following resolutions, subject to the Members approvals through postal ballot:

1. Consider & approved to raise upto Rs. 52 Crore (Fifty Two Crore only) Preferential Equity Share and Convertible Equity Share Warrants by issue of **29,25,000 (Twenty nine lakhs twenty five thousand only)** Preferential Equity Share to Non- Promoters **1,20,75,000 (One crore twenty lakhs seventy five thousand only)** and Equity Share Warrants to Non Promoters and **50,00,000 (Fifty Lakhs Only)** Share Warrants to Promoters @ Rs. 26/- (Rupees Twenty six only) per share determined as per SEBI the approval of members, The amount of Rs.52 Crore (Fifty two crore only) raised through proposed issue would be used for constructions of Residential Towers & Working Capital of the company. The said

funds would also be utilized for acquisition of the companies for the growth and enhancing the stakeholder's value.

2. Consider & approved to Increase the Authorized Share Capital of the Company from **Rs. 7,00,00,000 (Rupees Seven Crores Only) to Rs. 27,00,00,000/(Rupees Seven Crores Only)** Shares of Rs. 10 each and Consequently to Amendment of the Capital Clause in the Memorandum of Association of the Company, subject to the approval of members.
3. Consider & approved to increase in Borrowing powers of the Company to Rs. 500 Crores (Rupees Five Hundred Crores only) over and above the limits specified under Section 180 (1) (C) of the Companies act, 2013, subject to approval of the members.
4. Consider & approved to increase in Limit of Loan and investment by Company to Rs. 200 Crores (Rupees Hundred Crores only) over and above the limits specified under Section 186 of the Companies act, 2013, subject to approval of the members. Members are requested to read the instructions in the Notes under the Electronic Means'. References to postal ballot(s) in this Postal Ballot Notice include votes received electronically.

The Scrutinizer will submit his report to the Chairman of the Company ('theChairman') or to other person authorized by the Chairman after the completion of the e-voting. The results of the postal ballot/e-voting shall be declared on or before Wednesday, March 23, 2022 and shall be communicated to the BSE Limited ("BSE"), depository and shall also be displayed on the Company's website <https://www.pvvinfra.com>.

The Resolutions along with the Explanatory Statements, pursuant to Section 102 of the Act, pertaining to the Resolutions, setting out the material facts are as follows:

SPECIAL BUSINESS:

1. ISSUE PREFERENTIAL EQUITY SHARES AND EQUITY SHARE WARRANTS THROUGH PREFERENTIAL ALLOTMENT:

To consider and if thought fit to pass, with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to sections 42,62 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2010, the applicable rules, notifications guidelines issued by various authorities including but not limited to the Government of India, Securities and Exchange Board of India, Reserve Bank of India and other competent authorities and subject to the approvals, permissions, sanctions and consents as may be necessary from any regulatory and other appropriate authorities and subject to the consent of the lenders, as applicable, and subject to such conditions and modifications as may be prescribed by any of them while granting such approvals, permissions, sanctions and consents, which may be agreed to by the Board of Directors (hereinafter referred to as the "Board", which term shall be deemed to include any committee which the Board has constituted or may constitute to exercise its powers, including the powers conferred by this resolution), the consent of the Shareholders of the Company be and is hereby accorded, to create, offer, issue and allot, on preferential basis, in one or more tranches for up to **29,25,000 (Twenty nine lakhs twenty five thousand only)** Preferential Equity Share to Non- Promoters **1,20,75,000 (One crore twenty lakhs seventy five thousand only)** Equity Share Warrants to Non Promoters,

50,00,000 (Fifty Lakhs Only) Share Warrants to Promoters Rs.26/- per share determined per the provisions of Regulation 164 of SEBI Regulations, 2018 to the persons mentioned below falling under the non-promoter category and promoter category in such manner and on such terms and conditions as may be determined by the Board in accordance with Chapter V of the SEBI (ICDR) Regulations, 2018 or any other provisions of the law as may be prevailing as on date. Full consideration of specified securities other than warrants, shall be paid by the allottees at the time of allotment i.e in case of Equity shares. In the case of warrants, an amount equivalent to at least twenty five per cent. of the consideration determined in terms of regulation 164 shall be paid against each warrant on the date of allotment of warrants and the balance seventy five per cent. of the consideration shall be paid at the time of allotment of the equity shares pursuant to exercise of options against each such warrant by the warrant holder.

<u>SNO</u>	i) Name of the Allottee (Preferential Equity Share) to Non- Promoters	Category	No. Of Shares.
1	SHIVKUMAR RAJU SUBBAYA	Non - Promoters	14,33,300
2	HEMAKSHI SINHA	Non - Promoters	3,33,300
3	ABHISHEK MISHRA	Non - Promoters	1,66,600
4	MUTYALA BABU KATTA	Non - Promoters	2,01,500
5	SUDIPTA BUILDTECH REALATORS LLP	Non - Promoters	1,33,300
6	ANAND MUKUND DATEY	Non - Promoters	1,00,000
7	INNOPACK AB PACKAGING PVT.LTD.	Non - Promoters	1,00,000
8	VADAPALLI RAMYA	Non - Promoters	1,00,000
9	SUDIPTA MUKHERJEE	Non - Promoters	50,000
10	ROSHIKA TIWARI	Non - Promoters	35,000
11	MADHURI SONI	Non - Promoters	35,000

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12	CHANDRASHEKHAR CHAUDHARI	Non - Promoters	33,300
13	KIRAN NARAIN	Non - Promoters	33,300
14	RUKMI	Non - Promoters	33,000
15	PRASHANT MISHRA	Non - Promoters	26,600
16	SHEKHAR NARAIN	Non - Promoters	16,600
17	MEETA VIJAY GOHIL	Non - Promoters	16,000
18	POOJA KISHOR KADAM	Non - Promoters	15,300
19	GANGA PRASAD	Non - Promoters	13,300
20	NIMIT KUMAR AGARWAL	Non - Promoters	13,300
21	VANDANA VIDYASAGAR PANDE	Non - Promoters	12,000
22	DHARMENDRAKUMAR S VAISHYA	Non - Promoters	7,000
23	K. TIRUMAL RAO	Non - Promoters	7,000
24	ANAND KUMAR H SONI	Non - Promoters	7,000
25	IMPERIAL SECURITY FORCE MANPOWER	Non - Promoters	3,300
	Total No. Of Shares	Non - Promoters	29,25,000

	ii) Name of the Allottee (Preferential Share Warrants)	Category	No. Of Shares.
1	SHIVKUMAR RAJU SUBBAYA	Non - Promoters	10,00,000
2	SABRIYA FISHERIES LLP	Non - Promoters	12,00,000
3	GKML SOFTWARE PRIVATE LIMITED	Non - Promoters	12,00,000

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4	KOTVAK LOGISTICS LLP	Non - Promoters	11,74,400
5	SONAWANE SOFTWARE LLP	Non - Promoters	11,06,300
6	PNRK & SONS LLP	Non - Promoters	11,00,000
7	ASHISH AGARWAL	Non - Promoters	10,00,000
8	RAJ PANDEY	Non - Promoters	10,00,000
9	ANMOL SANJAY SINHA	Non - Promoters	6,60,000
10	VANDANA VIDYASAGAR PANDE	Non - Promoters	6,60,000
11	SUDIPTA MUKHERJEE	Non - Promoters	6,60,000
12	VIDYASAGAR MANGAL PANDE	Non - Promoters	6,60,000
13	BATTULA RAVICHANDRA BABU	Non - Promoters	1,50,000
14	PURNA KUMAR ARIGAPUDI	Non - Promoters	1,00,000
15	RUDRARAJU VENKATA USHA RANI	Non - Promoters	1,00,000
16	TAPPAL SHAMEEM TAJ	Non - Promoters	1,00,000
17	MAKKAPALAM SALMA BEGUM	Non - Promoters	1,00,000
18	PUJITHA KAZA	Non - Promoters	70,000
19	SONAL SONAWANE	Non - Promoters	11,300
20	B. SURESH	Non - Promoters	10,000
21	THIRUMALESH GOUD	Non - Promoters	10,000
	Total No. Of Shares		1,20,75,000
	iii) Name of the Allottee (Preferential Share Warrants)	Category	No. Of Shares
1	PINNAMANENI ESTATE PRIVATE LIMITED	Promoters	50,00,000
	Total No. Of Shares		50,00,000

RESOLVED FURTHER THAT the "Relevant Date" pursuant to regulation 161 of SEBI(ICDR) Regulations, 2018 in relation to the above mentioned Issue is Friday, February 18, 2022, being the date, which is 30 days prior to the date on which the resolution will be deemed to be passed i.e Monday March 21, 2022.

FURTHER THAT the offer, issue and allotment of the aforesaid Share Warrants and Preferential Equity Shares to the proposed allottees and equity shares resulting from the exercise of the entitlement of the said Warrants, shall be subject to applicable guidelines, notifications, rules and regulations and on the terms and conditions given herein below:

a) Amount payable on allotment of warrants shall be 25% of the price per warrant and the amount payable before the date of conversion of warrants into Equity Shares would be 75% of the total consideration, Amount payable on allotment of Preferential Equity shares shall be 100% of the price before allotment.

b) The said Warrants and Equity Shares shall be issued and allotted to the allottees within a period of 15 days from the date of passing of this resolution provided that in case the allotment of the said Warrants is pending on account of pendency of any approval or permission by any regulatory authority or the Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of last such approval or permissions.

c) The Equity Shares allotted on conversion of the Warrants shall rank pari-passu in all respects (including voting powers and the right to receive dividend), with the existing equity shares of the Company from the date of allotment thereof and shall be subject to the provisions of the Memorandum and Articles of Association of the Company,

d) The tenure of warrants shall not exceed 18 (eighteen) months from the date of allotment of the warrants.

e) The proposed allottee(s) of Warrants shall be entitled to exercise option to convert warrants, in one or more tranches for allotment of one Equity Share of face value of Rs. 10/- (Rupee Ten only) for every warrant, within a period of 18 (eighteen) months from the date of allotment of such warrants.

f) In case the Warrant holder does not apply for the conversion of the outstanding Warrants into Equity Shares of the Company within of 18 (eighteen) months from the date of allotment of the said Warrants, then the amount paid on each of the said outstanding Warrants shall be forfeited and all the rights attached to the said Warrants shall lapse automatically

g) The said Warrants by themselves until exercise of conversion option and Equity Shares allotted, does not give to the Warrant holder any rights with respect to that of Shareholders of the Company.

h) The Equity Warrants proposed to be issued shall be subject to appropriate adjustment, if during the interim period, the Company makes any issue of equity shares by way of capitalization of profits or reserves, upon demerger / realignment, rights issue or undertakes consolidation / sub-division / re-classification of equity shares or such other similar events or circumstances requiring adjustments as permitted under SEBI (ICDR) Regulations and all other applicable regulations from time to time.

i) The Equity Warrants and the Equity Shares being allotted pursuant to exercise of such Equity Warrants shall be subject to a lock-in for such period as specified under applicable provisions of SEBI (ICDR) Regulations.

j) The Equity Shares arising from the exercise of the Preferential Equity Warrants and Preferential equity shares will be listed on Stock Exchanges where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals as the case may be and shall inter-alia be governed by the regulations and guidelines issued by SEBI or any other statutory authority.

RESOLVED FURTHER THAT the Board be and is hereby authorised to and allot such

Issue number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option by the warrant holder(s).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation to vary, modify or alter any of the relevant terms and conditions, including size of the preferential issue, the number of equity shares to be allotted, finalising the terms of agreement(s) and other related document(s), if any, to be executed including amendments thereto, provide any clarifications related to offer, issue and allotment of Equity Warrants and Equity Shares, listing of Equity Shares on Stock Exchanges and authorise to preparation, execution and entering into arrangement / agreements, offer letter, letter of allotment, all writings, instruments and such other documents (including documents in connection with appointment of agencies, intermediaries and advisors), utilisation of proceeds of issue and further to authorise all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion deem fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution and the decision of the Board shall be final and conclusive.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers herein conferred to any Committee of the Board or any Director(s) or Officer(s) or authorised signatory/ies of the Company and generally to do all such acts, deeds and things as may be required in connection with the aforesaid resolution including execution of documents on behalf of the Company and to represent the Company before any governmental or regulatory authorities and to appoint/engage any registrar, depositories, professionals, advisors, bankers, consultants and advocates and to finalise their fees/charges and also to enter into and execute all such arrangements, agreements, memoranda, documents etc. with such agencies and further authorised to make requisite filing with concerned regulatory/government authorities / depository(ies), Stock Exchanges and/or any other regulatory authorities to give effect to this resolution and further to take all others steps which may be incidental, consequential, relevant or ancillary in this connection.

RESOLVED FURTHER THAT all action(s) taken by the Board or Committee(s) thereof, any Director(s) or Officer(s) or any other authorised signatory/ies of the Company in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects."

2. TO INCREASE THE AUTHORISED SHARE CAPITAL OF THE COMPANY & CONSEQUENT AMENDMENT TO THE CAPITAL CLAUSE IN THE MEMORANDUM OF ASSOCIATION OF THE COMPANY:

To consider, and if thought fit, to pass, with or without modifications, the following resolutions as Ordinary Resolution:

"**RESOLVED THAT** pursuant to Section 61 and 64 of the Companies Act, 2013 and other applicable provisions, and the rules enacted thereunder (to the extent applicable and including any amendments thereto or re-enactment thereof for the time being in force) and the articles of association of the Company, the consent of the Shareholders of the Company be and is hereby accorded to increase the authorised share capital of the Company from Rs. 7,00,00,000/(Rupees Seven Crores only) consisting of 70,00,000 (Seventy Lakh only) Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 27,00,00,000/- (Rupees Twenty Seven Crores Only) consisting of 2,70,00,000 (Two Crore Seventy Lakh) Equity Shares of Rs. 10/- (Rupees Ten only) each, by creation of additional 2,00,00,000 (Two Crores) Equity Shares of Rs. 10/- (Rupee Ten only) each, ranking pari passu with the existing shares.

RESOLVED FURTHER THAT the existing Clause V of the memorandum of association of the Company, relating to share capital, be and is hereby altered by deleting the same and substituting in its place, the following as the new Clause V:

"The Authorised Share Capital of the Company is Rs. 27,00,00,000/- (Rupees Twenty Seven Crores Only) divided into 2,70,00,000 (Two Crore Seventy Lakh Only) Equity Shares of Rs. 10/- (Rupee Ten only) each"

RESOLVED FURTHER THAT approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubt that may arise in this regard."

3. TO APPROVE INCREASE IN BORROWING POWERS OF THE COMPANY TO RS. 500 CRORES (RUPEES FIVE HUNDRED CRORES ONLY OVER AND ABOVE THE LIMITS SPECIFIED UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013,

To consider and if thought fit to pass, with or without modification(s), the following resolution as a Special Resolution:

"**RESOLVED THAT** pursuant to section 180 (1) (c) of the Companies Act, 2013, or any other law for the time being in force (including any statutory modification or amendment thereto or reenactment thereof for the time being in force) and in terms of Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors to borrow any sum or sums of moneys from time to time notwithstanding that the money or moneys to be borrowed, together with the moneys already borrowed by the Company' may exceed aggregate of its paid-up capital and free reserves, apart from temporary loans obtained from the company's bankers in the ordinary course of the business, provided however' the total amount so borrowed shall not exceed Rs. 500 crores (Rupees Five Hundred crores only) over and above the limits prescribed under the said section.

RESOLVED FURTHER THAT the Board or any of its duly constituted committee be and is hereby authorised to do and perform all such acts, deeds and things and to take all steps as may be considered necessary, proper and expedient to carry on the purpose of this resolution."

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4. TO INCREASE IN LIMIT OF LOAN AND INVESTMENT BY COMPANY TO RS. 200 CRORES (RUPEES HUNDRED CRORES ONLY OVER AND ABOVE THE LIMITS SPECIFIED UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

To consider and if thought fit, to pass with or without modifications(s), the following Resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013 and such other provisions as may be applicable, if any, and the Rules made thereunder, including any statutory modifications or re-enactments thereof, the consent of the Company be and is hereby accorded to the Board of Directors of the Company to acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, to give loan(s) and/or give any guarantee(s)/provide any security(ies) as may be required from time to time, exceeding 60% of the paid up Share Capital and Free Reserves and Securities Premium of the Company or 100% of Free Reserves and Securities Premium of the Company whichever is more, as the Board of Directors may think fit, in one or more tranches, not exceeding Rs. 200 Crores (Rupees Two Hundred Crores only), over and above the limits prescribed under the above said section.

RESOLVED FURTHER THAT any of the directors of the Company be and are hereby jointly or severally authorized to do all such other acts, deeds things and execute all such documents, as may be considered necessary in connection with or incidental to the above.”

By the Order of Board of Directors
For **PVV INFRA LIMITED**

A handwritten signature in blue ink, appearing to read 'V. Fayaz', is written over a light blue circular background.

Vakkala Fayaz

Director

DIN : 08739581

Date: 17/02/2022

Place: Vijayawada

NOTES:

1. AN EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 ("ACT") SETTING OUT THE MATERIAL FACTS CONCERNING THE BUSINESSES TO BE TRANSACTED IS ANNEXED HERETO.

2. The Postal Ballot Notice is being sent to the Member(s) whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on Friday, February 11, 2022 (cut-off date). The Postal Ballot Notice is being sent to the Members who have registered their email IDs for receipt of documents in electronic form to their email addresses registered with their Depository Participants/the Company's Registrar and Share Transfer agent.

3. Member(s) whose names appear on the Register of Members/List of Beneficial Owners as on the cut-off date will be considered for the purpose of voting/e-voting. A person who is not a member as on the cut-off date should treat this Notice for information purpose

4. In compliance with the provisions of Sections 108 and 110 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provides the Members the facility to exercise their right to vote by electronic means through e-voting services provided by CDSL and the business may be transacted through such voting. The instructions for evoting are annexed to this Notice.

5. The e-voting period shall commence on Friday, February 18, 2022 from 9.00 a.m. (IST) and shall end on Monday, March 21, 2022 5.00 p.m. (IST). E-voting shall not be allowed beyond the said date and time.

6. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, February 11, 2022.

7. The Board of Directors of the Company (“the Board”), has appointed CS. VB RAJU (Membership No. F8300) Partner of M/s. VB RAJU & ASSOCIATES. Practicing Company Secretary, (COP. No. 14926) as the Scrutinizer, for conducting the e-voting process in a fair and transparency manner.

8. As required by Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with MCA Circulars and the Listing Regulations, the details pertaining to this postal ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one in vernacular language in that district (in Marathi language) in which registered office of the Company is situated.

9. To support the "Green initiative" members who have not registered their e-mail addresses so far are requested to register their e-mail address with the company's RTA or Depository Participants, in respect of shares held in physical/electronic mode respectively.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AREAS UNDER:

(i) The voting period begins on Friday, February 18 2022 from 9.00 a.m. (IST) and ends on Monday, March 21, 2022 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, February 11, 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CJR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

(iii) In terms of SEBI circular no SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.)

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:

Type of Share Holders	Login Method
Individual Shareholders holding securities in Demat mode CDSL	<p>1) 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password, Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p>

	<p>3) If the user is not registered for Easi/Easiest, option to register is available https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in Demat mode NDSL</p>	<p>1) If you are already registered for NSDL IDEAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDEAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or eVoting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>2) If the user is not registered for IDEAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDEAS "Portal or click at https://eservices.osdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home</p>

	<p>page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</p>
<p>Individual Shareholders (holding securities in demat mode) login through their depository Participants</p>	<p>You can also login using the login credentials of your demat account through your Shareholders Depository Participant registered with NSDL/CDSL for e-Voting facility. After (holding Successful login, you will be able to see e-Voting option. Once you click on e-Voting securities in option, you will be redirected to NSDL/CDSL Depository site after successful demat mode) authentication, wherein you can see e-Voting feature. Click on company name or e login through Voting service provider name and you will be redirected to e-Voting service provider their website for casting your vote during the remote e-Voting period or joining virtual Depository meeting & voting during the meeting</p>

Important note: Members who are unable to retrieve User ID/ Password User ID are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

LOGIN TYPE	HELP DESK DETAILS
Individual Shareholders holding Securities in Demat Mode with CDSL	Members facing any technical issue in login can contact CDSL Individual

	Shareholders helpdesk by sending request at holding securities in helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and Demat mode with CDSL 22-23058542-43
Individual Shareholders holding securities in Demat mode NDSL	Individual Shareholders Members facing any technical issue in login can contact NSDL holding securities in helpdesk by sending a request at evoting@nsdl.co.in or call at toll Demat mode with NSDL free no.: 1800 1020 990 and 1800 22 44 30

- i. Login method for e-Voting and joining virtual meeting for shareholders individual shareholders holding in Demat form & physical shareholders
- ii. The shareholders should log on to the e-voting website www.evotingindia.com.
- iii. Click on "Shareholders" module.
- iv. Now enter your User ID
- v. For CDSL: 16 digits beneficiary ID
- vi. For NSDL: 8 Character DP ID followed by 8 Digits Client ID
- vii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company

- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have

	with the not updated their PAN Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA
Dividend Bank Details OR Date of birth(DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as Bank recorded in your demat account or in the company records in order to login</p> <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, OR Date of please enter the member id / folio number in the Dividend Bank details Birth (DOB) field as mentioned in instruction (3).

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant Cressanda Solutions Limited on which you choose vote.
- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

Facility for Non - Individual Shareholders and Custodians -Remote Voting

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution, Authority letter etc, together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cressuunda123@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- 1) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- 2) For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
- 3) For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT. 2013:**ITEM NO.1**

1. The Board of Directors in their meeting held on February 14, 2022 subject to the necessary approvals, have decided to issue and allot up to **29,25,000 (Twenty nine lakhs twenty five thousand only)** Preferential Equity Share to Non- Promoters, **1,20,75,000 (One crore twenty lakhs seventy five thousand only)** Equity Share Warrants to Non Promoters, **50,00,000 (Fifty Lakhs Only)** Share Warrants to Promoters at a price of Rs.26 determined as per the provisions of regulation 164 of SEBI(ICDR) Regulations, 2018, on preferential basis.

The details of the issue and other particulars as required in terms of the Act and SEBI (ICDR) Regulations, 2018 in relation to the aforesaid Special Resolution are given as under:

1. Objects of the Preferential Issue:

The object of raising equity share capital by issuing warrants are:

- i. To fund long term capital requirements for future growth of the Company.
- ii. To meet working capital requirements.
- iii. To invest in new projects, companies, bodies corporates.
- iv. To meet General Corporate Purpose.

2. The total number of securities to be issued and pricing:

The Board intends to offer, issue and allot up to to **29,25,000 (Twenty nine lakhs twenty five thousand only)** Preferential Equity Share to Non- Promoters, **1,20,75,000 (One crore twenty lakhs seventy five thousand only)** Equity Share Warrants to Non Promoters, **50,00,000 (Fifty Lakhs Only)** Share Warrants to Promoters , on preferential basis, to the proposed allottees at a price of Rs.26 determined as per the provisions of regulation 164 of SEBI(ICDR) Regulations, 2018, each warrant convertible into or exchangeable for one (1) Equity Share of face value Rs. 10/- (Rupee Ten only) with a premium of Rs.16/- (Rupees Sixteen only).

3. Basis on which the price has been arrived at:

Since the shares of the Company are frequently traded, the issue price for the preferential allotment is determined as per the regulation 164 of SEBI (ICDR) Regulations, 2018. Accordingly, the minimum issue price has been calculated on the basis of trading at BSE. Each warrant is convertible into one equity share of Face value of Rs. 10/- (Rupee Ten only) each fully paid up in accordance with the provisions of the SEBI (ICDR) Regulations, 2018.

4. Relevant Date:

The "Relevant Date" as per regulation 161 (a) of the SEBI (CDR) Regulations for determining the minimum price for the preferential issue of warrants (in case of frequently traded shares) is Friday, February 18, 2022, which is a date 30 days prior to the date on which the resolution is deemed to be passed i.e Monday, March 21, 2022.

PVV Infra Ltd.**CIN No. L70102AP1995PLC111705**

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5. The shareholding pattern of the Company before the proposed issue and after the proposed preferential shares and proposed conversion of Equity Warrants as follows:

SI No.	Category	Pre-issue Share Holding		Post Issue Share Holding	
		No. of Equity shares	% Share Holding	No. of Equity shares	% Share Holding
A	Promoters & Promoters Group Holding				
1	Indian & Company	11,23,526	16.05%	61,23,526	22.68%
	Sub Total (A)	11,23,526			
B1	Non- Promoter Holding				
	Institutions	1,96,514	2.80%	1,96,514	0.73%
	Foreign Portfolio Investors				
	Financial Institutions/ Banks				
B2	Non- Institutions				
1	Individuals (Share Capital Upto Rs.2 Lakhs)	19,56,484	27.96%	34,02,684	12.60%
2	Individuals (Share Capital Excess of Rs.2 Lakhs)	29,71,485	42.46%	1,06,41,585	39.42%
3	Others				
a.	Body Corporates			58,83,700	21.79%
b.	Clearing Members				
c.	Huf				
d.	NRI	2,48,462	3.55%	2,48,462	0.92%
e.	Others	5,01,830	7.17%	5,01,830	1.86%
	Sub Total (B)	58,74,775	83.95%	2,08,74,775	77.32%
C1	Shares Under Lying DRs				
C2	Shares held by Employee Trust				
C3	Non promoter- Non Public				
	Grand Total	69,98,301	100%	2,69,98,301	100%

In the above share holding 11,68,000 shares in Pre issue share holding was pending for listing approval with BSE.

6. Proposal / Intention of Promoters, Director or Key Managerial Personnel (s) to subscribe the offer:

Except Promoter (Pinnamaneni Estates Private Limited), No Director or Key Managerial Personnel(s) are interested to subscribing to this offer.

7. The proposed time within which the issue or allotment shall be completed:

As required under SEBI (ICDR) Regulations, Equity Warrants and Preferential Equity Shares shall be issued and allotted by the Company within a period of Fifteen (15) days from the date of passing of this resolution provided that where the issue and allotment of the said Equity Warrants and Preferential Equity Shares is pending on account of pendency of any approval for such issue and allotment by any regulatory authority or the Central Government, the issue and allotment shall be completed within a period of Fifteen (15) days from the date of receipt of last such approval.

8. Change in control, if any, in the Company that would occur consequent to the preferential offer:

There shall be no change in the management or control of the Company pursuant to the aforesaid issue and allotment of Equity Warrants and Preferential Equity Shares and including the conversion thereof into Equity Shares of the Company.

9.No. of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:

During the period from April 01, 2021 till date of notice of this postal Ballot, the Company has not made any preferential allotments.

10.Valuation for consideration other than cash: Not applicable.

11.The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer: Not applicable.

12. Lock-in period:

The Equity Shares will be subject to applicable lock-in and transfer restrictions stipulated under Regulations 167 and 168 of the SEBICDR Regulations 6months to non-promoters and 18months to promoters from the date of trading approval.

13. Listing:

The Company will make an application to the Stock Exchanges at which the existing shares are already listed, for listing of the equity shares being issued on conversion of Equity Warrants and preferential Equity Shares. Such Equity Shares, once allotted, shall rank pari-passu with the existing equity shares of the Company in all respects, including dividend.

14. Other Disclosures / Undertakings: The Company hereby undertakes that:

- i. It would re-compute the price of the securities specified above in terms of the provisions of SEBI(ICDR) Regulations, where it is so required;
- ii. If the amount payable, if any, on account of the re-computation of price is not paid within the stipulated time in SEBI (ICDR) regulations the above warrants shall be continued to be locked in till such amount is paid by the allottees;
- iii. All the equity shares held by the proposed allottees in the company are in dematerialized form only;
- iv. No person belonging to the promoters/promoter group has sold/transferred any equity shares of the Company during the 90 Trading days.
- v. No promoters / promoter group has previously subscribed to any equity share / warrants of the company but failed to exercise them and
- vi. It is hereby confirmed that neither the Company nor its Directors and to the Company's Knowledge any of its Promoters is a wilful defaulter.

15. Identity of proposed allottees (including natural persons who are the ultimate beneficial owners of equity shares proposed to be allotted and / or who ultimately control), the percentage (%) of Post Preferential Issue Capital that may be held by them and Change in Control, if any, consequent to the Preferential issue:

Sr. No.	Name & PAN of the proposed Allottee	Category	Name of the natural persons who are the ultimate beneficial owners	No. of Equity Shares	% of Holding	No. of Warrants to be issued(A)	No. of Equity Shares(B)	% of Holding (A+B)
1	SHIVKUMAR RAJU SUBBAYA Pan: AHZPS4321A	Non - Promoters		-	-	10,00,000	14,33,300	9.01%
2	HEMAKSHI SINHA Pan:CBXPS0003H	Non - Promoters		-	-		3,33,300	1.23%
3	ABHISHEK MISHRA Pan: ATNPM0547N	Non - Promoters		-	-		1,66,600	0.62%
4	MUTYALA BABU KATTA Pan : ADFPK0242C	Non - Promoters		-	-		2,01,500	0.75%
5	SUDIPTA BUILDTECH REALATORS LLP Pan: AEPFS1121M	Non - Promoters	1.Shiva Kumar Raju Subbayya 2.Vandana Vidya Sagar Pande 3.Sudipta Mukherjee	-	-		1,33,300	0.49%
6	ANAND MUKUND DATEY Pan: AAUPD6108N	Non - Promoters		-	-		1,00,000	0.37%

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7	INNOPACK AB PACKAGING PVT.LTD. Pan : AAHCP9696B	Non - Promoters	1.M.DAMOD AARAN ANIL KUMAR 2.P.KANNAN MANOJ	-	-		1,00,000	0.37%
8	VADAPALLI RAMYA Pan:FSKPR0986M	Non - Promoters		-	-		1,00,000	0.37%
9	SUDIPTA MUKHERJEE Pan: BNMP8808A	Non - Promoters		-	-	6,60,000	50,000	2.63%
10	ROSHIKA TIWARI Pan: AJIPT3801F	Non - Promoters		-	-		35,000	0.13%
11	MADHURI SONI Pan: AYQPS9901C	Non - Promoters		-	-		35,000	0.13%
12	CHANDRASHEKHA R CHAUDHARI Pan : ABIPC9647G	Non - Promoters		-	-		33,300	0.12%
13	KIRAN NARAIN Pan: ADPPN6931R	Non - Promoters		-	-		33,300	0.12%
14	RUMKI SIL Pan: AYFPS5496R	Non - Promoters		-	-		33,000	0.12%
15	PRASHANT MISHRA Pan: AVVPK0310M	Non - Promoters		-	-		26,600	0.10%
16	SHEKHAR NARAIN Pan: ACNPN4615P	Non - Promoters		-	-		16,600	0.06%
17	MEETA VIJAY GOHIL Pan: AUXPM7682F	Non - Promoters		-	-		16,000	0.06%
18	POOJA KISHOR KADAM Pan: ANUPK8354L	Non - Promoters		-	-		15,300	0.06%
19	GANGA PRASAD Pan:AFYPP2652N	Non - Promoters		-	-		13,300	0.05%

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20	NIMIT KUMAR AGARWAL Pan: AFGPA5961F	Non - Promoters		-			13,300	0.05%
21	VANDANA VIDYASAGAR PANDE Pan: DADFP4456B	Non - Promoters		-		12,000	6,60,000	2.49%
22	DHARMENDRAKUM AR S VAISHYA Pan: AEEPV6823L	Non - Promoters		-			7,000	0.03%
23	K.TIRUMAL RAO Pan: AKFPK8469G	Non - Promoters		-			7,000	0.03%
24	ANAND KUMAR H SONI Pan: ABAPS7171B	Non - Promoters		-			7,000	0.03%
25	IMPERIAL SECURITY FORCE MANPOWER Pan: AEHPG2724G	Non - Promoters		-			3,300	0.01%
26	SABRIYA FISHERIES LLP Pan: AEEFS4985E	Non - Promoters	1.H.Nagaraj 2.K.Tirumal Rao	-			12,00,000	4.44%
27	GKML SOFTWARE PRIVATE LIMITED Pan: AADCG6375L	Non - Promoters	1.K.Tirumal Rao 2.H.Nagaraj	-		12,00,000		4.44%
28	KOTVAK LOGISTICS LLP Pan : AAVFK9424F	Non - Promoters	1.K.Tirumal Rao 2. Dinesh rai	-		11,77,400		4.36%
29	SONAWANE SOFTWARE LLP Pan: AEPFS2396G	Non - Promoters	1.Dinesh rai 2.Laxman Pawar	-		11,06,300		4.1%
30	PNRK & SONS LLP Pan: AAZFP4034E	Non - Promoters	1.Laxman Pawar 2.H.Nagaraj	-		11,00,000		4.07%
31	ASHISH AGARWAL Pan: AFMPA3597F	Non - Promoters		-		10,00,000		3.70%
32	RAJ PANDEY Pan: AIOPP9349P	Non - Promoters		-		10,00,000		3.70%
33	ANMOL SANJAY SINHA Pan: JDXPS2479Q	Non - Promoters		-		6,60,000		2.44%

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34	VIDYASAGAR MANGAL PANDE Pan: BDMPP1809C	Non - Promoters		-		6,60,000		2.44%
35	BATTULA RAVICHANDRA BABU Pan: AGEPR8995H	Non - Promoters		-		1,50,000		0.56%
36	PURNA KUMAR ARIGAPUDI Pan: ADQPA7663Q	Non - Promoters		-		1,00,000		0.37%
37	RUDRARAJU VENKATA USHA RANI Pan: AEUPR4601N	Non - Promoters		-		1,00,000		0.37%
38	TAPPAL SHAMEEM TAJ Pan: BPWPT2216K	Non - Promoters		-		1,00,000		0.37%
39	MAKKAPALAM SALMA BEGUM Pan: GEWPB1378L	Non - Promoters		-		1,00,000		0.37%
40	PUJITHA KAZA Pan: ENUPK2396N	Non - Promoters		-		70,000		0.26%
41	SONAL SONAWANE Pan: EXLPS2271B	Non - Promoters		-		11,300		0.04%
42	B. SURESH Pan: ANVPB2935P	Non - Promoters		-		10,000		0.04%
43	THIRUMALES GOUD Pan: BZRPT0835M	Non - Promoters		-		10,000		0.04%
44	PINNAMANENI ESTATE PRIVATE LIMITED Pan: AACCP5055B	Promoters	1.Pvv.Satayan arayana 2.Zameer Ahammed Kottala	8,36,522	11.95%		58,36,522	21.62%

The Proposed allottees are Non-promoters of the Company and after the proposed preferential issue they will remain the Non-promoter of the Company. The Pre and Post shareholding pattern of the Company is as follows:

Sr No.	Particulars	Pre Share-Holding		Post- Share holding	
		No. of Shares	% of Total Capital held	No. of Shares	% of Total Capital held
1	Promoters	11,23,526	16.05%	61,23,526	22.68%
2	Other (Non-Promoter)	58,74,775	83.94%	2,08,74,775	77.32%
Total		69,98,301	100%	2,69,98,301	100%

UNDERTAKING

1. Undertaking that the issuer shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so
2. Undertaking that if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees.

Other Disclosures:

In accordance with the provisions of the Companies Act, 2013 read with applicable rules thereto and relevant provisions of the SEBI (ICDR) Regulations, 2018, approval of the members for the issue and allotment of the said convertible equity warrants and preferential equity shares to the above mentioned allottees is being sought by way of a special resolution as set out in the said items of the notice. The issue of equity shares upon the conversion of the warrants would be within the Authorised Share Capital of the Company

The Board of Directors believe that the proposed preferential issue is in the best interest of the Company and its Members and therefore, recommends the Special Resolution as specified under item no. 1 of the accompanying notice for the approval of the members of the company.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the above resolution. However, they may be

deemed to be concerned to the extent of change in the percentage of their voting rights in the post equity shareholding in the company, if any.

ITEM NO. 2:

The company is in the process of raising funds to support its new projects in hand. In order to accomplish same, fresh equity share capital has to be issued. The Company may in addition to the current Private Placement may raise further funds and such issue of new shares and thereby increase of the paid-up share capital may exceed the limit of the existing authorised share capital. The Company has planned to increase the Authorised share capital of the Company in advance.

Hence, it is proposed to increase the existing authorised share capital from Rs. 7,00,00,000/(Rupees Seven Crores Only) to Rs. 27,00,00,000/- (Rupees Twenty Seven Crores Only), by addition of Rs. 20,00,00,000/- (Rupees Twenty Crores Only) share capital. The nomine of each equity share is Rs. 10/- (Rupee One Only).

The Board of Directors in its meeting held on Monday, February 14,2022 has approved increase in the authorised share capital and for alteration of memorandum as required under the the section 61 and 64 of Companies Act, 2013.

The approval of members of the company by way of an ordinary resolution is also necessary this purpose as per the aforesaid provisions. Therefore, the board hereby seeks the approval of the members for increase its authorised share capital as per the details given in the resolution as set out in Item No 2 of the accompanying postal ballot notice.

None of the Directors, key managerial personnel of the company and their respective relatives are, in any way, concerned or interested in the resolution as set out in Item No. 2, except to the extent of their shareholding in the company, if any.

The Board commends the resolution as set out in Item No. 2 to be passed by the members of the company as an ordinary resolution.

ITEM NO. 3:

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and for Financial Institutions and/or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may. exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits up to Rs. 500 crores (Rupees Five Hundred Cores only) over and above the limits prescribed under the said section.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company.

Further, in order to facilitate securing the borrowing made by the Company, it would be necessary to create charge on the assets or whole of the undertaking of the Company. Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members.

Accordingly, the Board of Directors recommends the Special Resolution at Item no. 4 of the accompanying Postal Ballot Notice for the approval of members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are in any way, concerned or interested, financial or otherwise, in this resolution except to the extent of their shareholding in the Company, if any.

ITEM NO. 4:

As per sub-section (2) & (3) of section 186 of the Companies Act, 2013, a company is required to obtain the prior approval of the members through a Special Resolution, in case the company wants to

a) give any loan to any person or other body corporate;

PVV Infra Ltd.

CIN No. L70102AP1995PLC111705

Corporate Office: B-202, Universal Paradise, Nanda Pathakar Road,
Opp: Adarsh Petrol Pump, Vile Parle East, Mumbai, Maharashtra – 400057
www.pvvinfra.com email : info@pvvinfra.com



- b) give any guarantee or provide security in connection with a loan to any other body corporate or person, and
- c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding 60% of its paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more.

Your company is growing and therefore in order avail the various opportunities of the prevailing industry, the Board of Directors is seeking approval of the members pursuant to section 186 provisions over and above the limit as specified in the resolution at item no. 5.

The said approval is sought keeping in mind the fund requirements of company's subsidiaries / sister concerns in the group companies to meet urgent needs from time to time to yield and grow in business segment .

None of the Directors and/or Key Managerial Personnel (KMP) of the company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the special resolution as set out at item no. 4 of the accompanying Notice.

For M/s PVV INFRA LIMITED

A handwritten signature in blue ink, appearing to read 'V. Fayaz', is written over a large, faint yellow circular watermark.

Vakkala Fayaz

Director

DIN: 08739581

Date: 17/02/2022

Place: Vijayawada

INSTRUCTIONS:

1. The notice is being sent to all the members by the prescribed mode under the Rules and also electronically by email to those members who have registered their email ids with the Company), whose names appear in the Register of Members / Record of Depositories as on Friday, February 11, 2022

2. Members have the option either to vote through the e-voting process or through the Postal Ballot Form. Members who have received the Postal Ballot Notice by email and who wish to vote through Postal Ballot Form can download Postal Ballot Form from the Company's website: <https://www.pressandasolution.compostal>

3. A member desiring to exercise vote by postal ballot may complete this to the Company at its registered office address situated at lot No. 42, D.No. 54-28/3-5, Opp: Gurudwara, Behind OBC Bank Gurunanak Colony Vijayawada in the attached self-addressed Business Reply Envelope. Postage will be borne and paid by the Company. However, envelopes containing postal sent by courier at the expenses of the registered shareholder will also be accepted.)

4. The Board of Directors of the Company appointed CS. BHARTIRAJU VEGIRAJU (of M/s. VBRAJU & ASSOCIATES. Practicing Company Secretary, (COP. No. 14926) as the Scrutinizer for conducting the Postal Ballot and electronic voting (e-voting) process. The self-addressed Business Reply Envelope of the Scrutinizer. , this form should bears the Name of the Scrutinizer.

5. This form should be completed and signed by the shareholder. In case of joint be completed and signed (as per the specimen signature registered with the Company) by the first and in his absence, by the next named shareholder.

6. Postal ballot cannot exercise by proxies.

7. Duly completed Postal Ballot Form should reach the Scrutinizer not later hours i.e., 5:00 P.M on Monday, March 21, 2022. Postal Ballot Form received after this date will treated as if the reply from the member has not been received.

8. Members who are holding shares in electronic form are requested to notify their name / address / e-mail id immediately to the Depository Participants. In the event of non-availability of Member's latest address either in Company's records or in Depository Participant's records (National Securities Depository Limited / Central Depository Services (India) Limited to the of the Company

9. Voting rights shall be reckoned on the paid-up value of shares registered in on February 11, 2022.

10. In case of shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form accompanied by a certified true copy of Board Resolution/Authority.

11. The Scrutinizer's decision on the validity of the postal ballot shall be final.

POSTAL BALLOT FORM

(Please read the instructions carefully before completing the form in Block Letters)

Ballot No: _____

1. Name of the Share Holder: _____
2. Name of the Joint Holder(if any): _____
3. Registered Address of the Share holder: _____
4. Registered Folio No./DP. ID No./Client ID
No.: _____
5. No. of shares registered: _____

I/We hereby exercise my/our vote in respect of following resolutions to be passed through Postal Ballot for the business stated in the Notice of Postal Ballot dated 14th Feb 2022 of **M/S PVV INFRA LIMITED** by convening/sending my/our assent/dissent to the Said resolution by placing tick mark I the appropriate column below:

Item No.	Description	No. of Shares	I/WE assent to the Resolution (For)	I/WE assent to the Resolution(Against)
1	Issue of Preferential equity shares, equity share warrants			
2	Increase of Authorised share capital of the Company and amendment in the applicable cause in the MOA			
3	Increase in the Borrowing powers of the Company to Rs.500 crores as per the limits specified in sec 180 (1)(c)of companies act 2013			
4	To increase in the limit of loan and Investment by company to Rs. 200 Crores over and above the limits specified under section 186 of companies act 2013			