Date: **October 22, 2026**

To,

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

SYMBOL: VISHNUINFR

Dear Sir/Madam,

Sub: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations')

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulation"), we hereby enclose a copy of the Postal Ballot Notice along with explanatory statement, remote e-voting instructions ("Postal Ballot Notice") which is being sent to the members whose name appear on the Register of Members / List of Beneficial Owners as on Friday, October 16, 2026, being the cutoff date for the purpose, in the electronic form to those shareholders whose email address is registered with Cameo Corporate Services Limited (Cameo') the Company's Registrar and Share Transfer Agent ("RTA") or Depository Participants ("DP").

The Postal Ballot Notice seeks approval of members of Vishnusurya Projects and Infra Limited ("the Company") in respect of the following resolution through remote e-voting:

S. No.	Description of Resolution	Type of Resolution
1.	To consider and approve the Migration of Listing/Trading of Equity Shares of the Company from Emerge Platform of National Stock Exchange of India Limited ('NSE') to Main Board of National Stock Exchange of India Limited ('NSE')	Special Resolution

In compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013, ("the Act"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"), read with the General Circular Nos. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and the latest one being General Circular No. 03/2025 dated 22nd September, 2025, issued by the Ministry of Corporate Affairs ("MCA Circulars"), the Company is providing the facility to the shareholders to exercise their right to vote on the proposed resolutions electronically ("remote e-voting") through Central Depository Services (India) Limited (CDSL).

In terms of MCA Circulars, the Company has made arrangements with its Registrar & Share Transfer Agent for registration of email address of those Shareholders who have not yet registered their email address. Those shareholders are requested to get their email address registered by following the procedure given in the notes to Postal Ballot Notice.

The details of the calendar of events for the Postal Ballot (remote e-voting) to be conducted are:

Particulars	Date of event
Cut-off date for determining eligible Members	Friday, October 16, 2026
Commencement of remote e-voting	Friday, October 23, 2026 at 9:00 A.M. (IST)

Conclusion of remote e-voting	Saturday, November 21, 2026 at 5:00 P.M. (IST)
Declaration of results	On or before Tuesday, November 24, 2026

The copy of the postal ballot notice is available on Company's website at www.vishnusurya.com and will also be available on the website of the stock exchange i.e., NSE at www.nseindia.com. The result of the Postal Ballot will be announced within 2 working days from the conclusion of the Postal Ballot voting (remote e-voting) by placing the same on the website of the Company and the same will be communicated to Stock Exchange along with the scrutinizer report within the prescribed time.

We request you to kindly take the same on your record.

Thanking you,

Yours Faithfully,

FOR VISHNUSURYA PROJECTS AND INFRA LIMITED

SONALI SARANGI
Digitally signed by SONALI SARANGI
Date: 2026.10.22 17:13:27 +05'30'

SONALI SARANGI
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO: A49480

VISHNUSURYA
PROJECTS AND INFRA LIMITED
CIN: L63090TN1996PLC035491 GST No: 33AADCS0735L1ZF

NOTICE OF POSTAL BALLOT

[Pursuant to Section 108 & 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014]

Dear Members,

NOTICE of Postal Ballot (**"Notice"**) is hereby given to the Members of **VISHNUSURYA PROJECTS AND INFRA LIMITED** ('**the Company**'), pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013, ("**the Act**"), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended (**"the Rules"**), read with the General Circular Nos. 14/2020 dated 08th April, 2020, 17/2020 dated 13th April, 2020, 11/2022 dated 28th December, 2022, 09/2023 dated 25th September, 2023 and the latest one being General Circular No. 03/2025 dated 22nd September, 2025, issued by the Ministry of Corporate Affairs (**"MCA Circulars"**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI Listing Regulations"**), Secretarial Standard on General Meetings (**"SS-2"**) issued by the Institute of Company Secretaries of India and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), that Special Resolution as set out in this Notice are proposed for consideration by the Members of the Company for passing by means of Postal Ballot by voting through electronic means (**remote e-voting**) only.

In compliance with the aforesaid **MCA Circulars**, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company, Registrars and Transfer Agents or Depository/ Depository Participants. The communication of assent or dissent of the Members would take place only through the remote e-voting system.

Remote evoting through Postal Ballot is being initiated in compliance with the above **MCA Circulars**. Accordingly, physical copy of the Notice along with the Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members.

The Explanatory Statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of the Company (**"the Board"**) have appointed M/s. BP & Associates, Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner and they have communicated their willingness to be appointed and be available for the said purpose.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their **assent (FOR) or dissent (AGAINST)** by following the procedure as stated in the Notes forming part of the Notice.

The **remote e-voting** period commences from **9:00 A.M. (IST) on Friday, October 23, 2026** and **ends at 5:00 P.M. (IST) on Saturday, November 21, 2026**. The Scrutinizer will submit the report to the Chairperson of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. Remote e-Voting will be blocked immediately thereafter and no e-voting will be allowed beyond the said date and time. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing remote e-voting facility to its members. The results of the Postal Ballot will be announced on or before **Tuesday, November 24, 2026**.

The said results of the voting conducted by Postal Ballot (**through remote e-voting process**) along with the Scrutinizer's Report would be intimated to National Stock Exchange of India Limited (**"NSE"**) where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website at https://www.vishnusurya.com/investors/lodr-regulation-30-disclosures and on the website of Central Depository Services (India) Limited (CDSL), National Stock Exchange of India Limited (**"NSE"**). The resolutions, if passed with the requisite majority through Postal Ballot, shall be deemed to have been passed, on the last date specified for remote e-voting i.e., **Saturday, November 21, 2026**.

SPECIAL BUSINESS

ITEM NO: 1

TO CONSIDER AND APPROVE THE MIGRATION OF LISTING/TRADING OF EQUITY SHARES OF THE COMPANY FROM EMERGE PLATFORM OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ('NSE') TO MAIN BOARD OF NATIONAL STOCK EXCHANGE OF INDIA LIMITED ('NSE')

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

"RESOLVED THAT pursuant to the provisions of Chapter IX, including Regulation 277 read with Regulation 280(2) and other applicable provisions, if any, of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") and the rules made thereunder, the Securities Contracts (Regulation) Act, 1956 and the rules made thereunder, the applicable circulars, notifications, guidelines and requirements issued by the Securities and Exchange Board of India ("SEBI") and the National Stock Exchange of India Limited ("NSE"), including any statutory modification(s), amendment(s), variation(s) or re-enactment(s) thereof for the time being in force, and subject to the approval(s), consent(s), permission(s) and sanction(s) of NSE, SEBI and/or such other statutory, regulatory or governmental authority(ies) as may be necessary, and subject to such terms, conditions, modifications and requirements as may be prescribed or imposed by any such authority while granting such approval(s), consent(s), permission(s) or sanction(s), the consent of the Members of the Company be and is hereby accorded for Migration of Listing / Trading of Equity Shares of the Company having a face value of Rs. 10/- per Equity Share (which are currently listed on NSE Emerge platform) of National Stock Exchange of India Limited to the Main Board of National Stock Exchange of India Limited and upon Migration, the said Equity Shares be got listed and traded on the Main Board of NSE, from the date of Migration / getting listed and admitted to deal on Main Board of NSE."

RESOLVED FURTHER THAT upon receipt of the requisite approvals, the equity shares of the Company be migrated from NSE Emerge and admitted for listing and trading on the Main Board of NSE in accordance with the terms and conditions prescribed by NSE and other applicable regulatory requirements.

RESOLVED FURTHER THAT a the Board of Directors (Including any committee thereof) or Chief Financial Officer or Company Secretary and Compliance Officer of the company and are hereby severally authorised to make, sign, execute, submit and file the application(s), undertaking(s), declaration(s), confirmation(s), certificate(s), agreement(s), forms, returns, letters and other documents as may be required for the purpose of obtaining in-principle approval and/or final approval for migration of the equity shares of the Company from NSE Emerge to the Main Board of NSE and to make such modifications, amendments, alterations, additions or deletions to the application, documents and other submissions and to accept such conditions or modifications as may be stipulated by NSE, SEBI or any other statutory or regulatory authority in connection with the migration and to correspond with NSE, SEBI, the Registrar and Share Transfer Agent, Depositories and all other authorities, agencies or intermediaries and to do all such acts, deeds, matters and things and to execute all such documents, writings and instruments as may be necessary, proper, desirable or expedient for giving effect to this Resolution and for matters connected therewith or incidental thereto."

BY ORDER OF THE BOARD OF DIRECTORS
FOR VISHNUSURYA PROJECTS AND INFRA LIMITED

SD/-
SONALI SARANGI
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO: A49480

Date: October 13, 2026
Place: Chennai

NOTES

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.

2. All the material and relevant documents referred to Explanatory Statements, shall be available for inspection through electronic mode from **October 23, 2026** to **November 21, 2026**, basis the request being sent to cs@vishnusurya.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card or Aadhar Card attached to the email.

3. Dispatch of the Notice and the Explanatory Statement shall be announced through an advertisement published in one Regional Newspaper, widely circulated in Chennai (in vernacular language i.e., Tamil) and one English Newspaper circulated throughout India (in English Language) and shall be hosted on the Company's website at https://www.vishnusurya.com/investors/lodr-regulation-30-disclosures. The said public notice shall also mention the process for registration of email IDs by those Shareholders who have not yet registered their email IDs with the Company.

4. A Shareholders / Members cannot exercise his/her vote by proxy on Postal Ballot.

5. Resolution passed by Members with requisite majority, through Postal Ballot shall be deemed to have been passed at a General Meeting of Members convened on that behalf.

6. The Board of Directors has appointed M/s. BP & Associates, a Practicing Company Secretaries, as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and they have communicated their willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.

7. The Scrutiniser will submit his report, after the completion of scrutiny, to the Chairman and Managing Director of the Company or any person authorised by him. The results of e-voting will be announced on or before **Tuesday, November 24, 2026,** and will be displayed on the Company's website at https://www.vishnusurya.com/ and the website of of Central Depository Services (India) Limited (CDSL), National Stock Exchange of India Limited (**"NSE"**). The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company.

8. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., **Saturday, November 21, 2026**.

9. Members who have not registered their e-mail addresses so far are requested to register the same so that they can receive all future communications from the Company electronically.

Other Information:

CUT-OFF DATE

1. **The cut-off date for the purpose of ascertaining shareholders entitled for voting through this Postal Ballot is Friday, October 16, 2026 (hereinafter referred to as the "Cut-off Date").** A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories for fully paid-up shares and partly paid-up shares as on the Cut-off Date only, shall be entitled to vote in this Postal Ballot. A person who is not a shareholder as on the Cut-off Date should treat this Postal Ballot Notice for information purpose only.

DISPATCH OF POSTAL BALLOT NOTICE

2. This Postal Ballot Notice is being sent in electronic form to all the shareholders whose name appear on the Register of Members / List of Beneficial Owners as on the Cut-off Date and who have registered their email address in respect of electronic holdings with the Depository through the concerned Depository Participants.

3. Shareholders whose name appear on the Register of Members / List of Beneficial Owners as on the Cut-off date will only be considered eligible for the purpose of e-voting and such shareholders are requested to record their assent or dissent through remote e-voting facility only and **hard copy of this Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the shareholders for this Postal Ballot**.

4. A copy of this Postal Ballot Notice, Explanatory Statement and remote e-voting instructions are available on the Company's website https://www.vishnusurya.com/ Central Depository Services (India) Limited (CDSL) and also on the website of National Stock Exchange of India Limited (www.nseindia.com).

5. Shareholders who have still not registered their email IDs are requested to do so at the earliest as under:

   - Shareholders holding shares in electronic mode may reach out to the respective Depository Participant(s), where the Demat account is being held for updating the email IDs and mobile number.
   - Shareholders are requested to support this Green Initiative effort of the Company and get their email ID registered to enable the Company to send documents such as notices, annual reports, and other documents in electronic form. Those shareholders who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / Cameo Corporate Services Limited to enable servicing of notice, annual reports, other documents in electronic form.
   - Please note that as a valued shareholder of the Company, you are always entitled to request and receive all such communication in physical form free of cost. Further, the documents served through email are available on the Company's website https://www.vishnusurya.com/ and are also available for inspection at the Registered Office and Corporate Office of the Company during specified business hours.

REMOTE E-VOTING:

6. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9th December 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is providing the facility to the shareholders to exercise their right to vote on the proposed resolution electronically ("remote e-voting"). Central Depository Services (India) Limited (CDSL) will provide the remote e-voting facility to enable the shareholders to exercise their right to vote on resolution proposed to be considered through this Postal Ballot Notice by electronic means.

7. **The remote e-voting period commences on 9:00 A.M. (IST) on Friday, October 23, 2026 and ends at 5:00 P.M. (IST) on Saturday, November 21, 2026.** During this period, the shareholders of the Company holding fully paid-up, as on the **Cut-off Date** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.

8. **The voting rights of the shareholders shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off Date.**

9. In terms of SEBI e-voting Circular, e-voting process has been enabled for all 'individual demat account holders', by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participant(s) ("DP"). The detailed procedure for remote e-voting is given below.

10. Individual members having demat account(s) would be able to cast their vote without having to register again with the e-voting service provider ("ESP"), i.e., CDSL, thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process. Members are advised to update their mobile number and email ID with their DPs to access the e-voting facility.

11. **The procedure for remote e-voting is as under:**

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of non-individual shareholders in demat mode.

(i) The voting period begins on 9:00 a.m. (IST) on Friday, October 23, 2026 and ends on 5:00 p.m. (IST) on Saturday, November 21, 2026. During this period shareholders' of the Company, holding shares in dematerialized form, as on the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/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.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) 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 **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	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 users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 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.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	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.nsdl.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 e-Voting 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. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home 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. 4) For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 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.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 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.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at: 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on "Shareholders" module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) 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.

6) If you are a first-time user follow the steps given below:

For other than individual shareholders holding shares in Demat.	
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 not updated their PAN with the 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)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) 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.

(viii) Click on the EVSN for the relevant Vishnusurya Projects and Infra Limited on which you choose to vote.

(ix) 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.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) 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.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) 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.

(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- 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 will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, 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 mandatory 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; cs@vishnusurya.com (designated email address by company), 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 Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

2. 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 e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (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 at toll free no. 1800 21 09911.

Key Information at a Glance:

Cut-off Date to determine eligible Members to vote on the resolution	October 16, 2026
Voting start time and date	9:00 a.m. (IST) on Friday, October 23, 2026
Voting end time and date	5:00 p.m. (IST) on Saturday, November 21, 2026
Address and contact details of Registrar and Share Transfer Agent. Contact name:	M/s. Cameo Corporate Services Limited (Unit: Vishnusurya Projects and Infra Limited), Subramanian Building No.1 Club House Road, Chennai, Tamil Nadu, India, 600002.
Name, address and contact details of e-voting service Contact name	Mr. Rakesh Dalvi, AVP Central Depository Services (India) Limited A-2501, Marathon Futurex, Mafatlal Mills Compound, N.M. Joshi Marg, Lower Parel (e), Mumbai, Maharashtra, India, 400013. Contact details: Email: helpdesk.evoting@cdslindia.com; Contact number- 1800 21 09911.
CDSL e-voting website address	www.evotingindia.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE EQUIREMENTS) REGULATIONS, 2015

As required by Section 102 of the Companies Act, 2013 (the "Act"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following Explanatory Statement sets out all material facts relating to the business mentioned under Items No. 1 of the accompanying Notice dated October 13, 2026

ITEM NO. 1:

The Equity Shares of the Company have been listed and traded on the SME Platform of National Stock Exchange of India Limited, namely NSE Emerge, since October 10, 2023.

Since its listing, the Company has witnessed sustained growth in its business operations and has expanded its presence across various segments of the infrastructure sector. The Company's operations presently encompass, construction aggregates and M-Sand, engineering, procurement and construction ("EPC") activities, water infrastructure and environmental services.

The listing of the Equity Shares on NSE Emerge has enhanced transparency, strengthened corporate governance practices and facilitated greater engagement with investors and other stakeholders. During this period, the Company has gained considerable experience in complying with the regulatory, listing and disclosure requirements applicable to a listed entity and has further strengthened its internal control, financial reporting and corporate governance framework.

Considering the growth of the Company's business, its financial and operational performance, enhanced governance framework and future business plans, the Board of Directors is of the view that the Company has attained an appropriate stage to migrate its Equity Shares from NSE Emerge to the Main Board of National Stock Exchange of India Limited ("NSE").

The proposed migration is expected to, inter alia:

- enhance the visibility, market standing and corporate profile of the Company;
- facilitate greater liquidity and wider participation in the Equity Shares of the Company;
- broaden the investor base by facilitating participation from a wider spectrum of institutional, retail and other investors; and
- provide the Company with wider access to the capital markets and support its long-term growth and value creation objectives.

The Board believes that migration to the Main Board would be an important milestone in the Company's growth journey and would be in the long-term interests of the Company and its stakeholders.

The Company now proposes to formally migrate the listing and trading of its Equity Shares from NSE Emerge to the Main Board of NSE in accordance with Chapter IX of the SEBI ICDR Regulations and the applicable eligibility criteria, guidelines and procedures prescribed by NSE from time to time.

Pursuant to Regulation 277 of the SEBI ICDR Regulations, an issuer whose specified securities are listed on an SME Exchange may migrate such securities to the Main Board, subject to fulfilment of the applicable eligibility criteria and approval of its shareholders by way of a Special Resolution through Postal Ballot. The Company has completed the prescribed minimum listing track record on NSE Emerge and the proposed migration shall be subject to fulfilment of all other applicable eligibility criteria and requirements prescribed by NSE at the time of making the application.

Accordingly, the Board of Directors of the Company, at its meeting held on October 13, 2026, considered and approved the proposal for migration of the Equity Shares of the Company from NSE Emerge to the Main Board of NSE, subject to the approval of the Members of the Company, NSE and such other statutory and regulatory authorities as may be required.

The proposed migration shall accordingly be subject to:

- approval of the Members of the Company by way of a Special Resolution through Postal Ballot in accordance with Regulation 277 of the SEBI ICDR Regulations;
- fulfilment of the applicable eligibility criteria and requirements prescribed by NSE;
- approval of NSE; and
- such other approvals, permissions, consents and sanctions of statutory and regulatory authorities as may be required.

Upon receipt of the requisite approval of the Members and subject to fulfilment of the applicable eligibility criteria, the Company shall make the necessary application to NSE for migration of its Equity Shares from NSE Emerge to the Main Board of NSE.

In accordance with Regulation 277 of the SEBI ICDR Regulations, the Special Resolution set out at Item No. 1 of this Notice shall be acted upon if and only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

The proposed migration does not involve any fresh issue or allotment of Equity Shares pursuant to this Resolution and shall not, by itself, result in any change in the existing shareholding of the Members of the Company.

The Board of Directors is of the view that the proposed migration is in the best interests of the Company and its Members, including the public shareholders, and accordingly recommends the Special Resolution set out at Item No. 1 of this Postal Ballot Notice for approval of the Members.

None of the Promoters, Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 1, except to the extent of their respective shareholding, if any, in the Company.

BY ORDER OF THE BOARD OF DIRECTORS
FOR VISHNUSURYA PROJECTS AND INFRA LIMITED

SD/-
SONALI SARANGI
COMPANY SECRETARY AND COMPLIANCE OFFICER
M. NO: A49480

DATE: OCTOBER 13, 2026
PLACE: CHENNAI