

29th November, 2024

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051
Fax: 022-26598237/38

BSE Limited

Corporate Relationship Department
1st Floor, New Trading Ring,
PJ Towers, Dalal Street,
Fort, Mumbai - 400 001
Fax: 022-22723121/1278

Company Code: PVRINOX/ 532689

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sirs,

We are pleased to inform you about the Results on the e-voting conducted through Postal Ballot concluded on 28th November, 2024.

In terms of provisions of Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, voting results in Annexure "A" is enclosed hereto in respect of the resolution approved by the members of the Company with requisite majority.

Copy of the report of the scrutinizer is enclosed for your ready reference.

This is for your information and to all concerned.

Thanking You.

For **PVR INOX Limited**

Gaurav Sharma
Chief Financial Officer

Encl: A/a

Annexure 1**Format for Voting Results**

Date of the AGM/EGM/Postal Ballot	28-11-2024
Total number of shareholders on Cut-off date i.e. October 25, 2024	2,41,608
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public: Group: Public:	NA
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	NA

Details of Resolution Passed:

Sr. No.	Resolution	Ordinary / Special Resolution	Mode of Voting
1	To approve the appointment of Mr. Vishal Kashyap Mahadevia (DIN 01035771) as an Independent Director on the Board of the Company.	Special Resolution	E-voting

1. SPECIAL RESOLUTION: To approve the appointment of Mr. Vishal Kashyap Mahadevia (DIN 01035771) as an Independent Director on the Board of the Company.

Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	2699507 6	2699507 6	100	2699507 6	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		2699507 6	2699507 6	100	2699507 6	0	100
Public Institutions	E-voting	5520013 4	5134439 1	93.0149752 9	5133353 5	10856	99.9788565	0.021143497
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		5520013 4	5134439 1	93.0149752 9	5133353 5	10856	99.9788565
Public Non-Institutions	E-voting	1599808 6	1359542 2	8.49815409 2	1356562 2980	2980	99.78080854	0.219191463
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		1599808 6	1359542 2	8.49815409 2	1356562 2980	2980	99.78080854
Total		9819329 6	7969900 9	81.1654280 3	7968517 3	13836	99.98263968	0.017360316

Scrutinizer's Report

Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014('the Rules') read with General Circulars issued by the Ministry of Corporate Affairs from time to time and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('LODR Regulations')

To,
 The Chairman
PVR INOX Limited
(Formerly known as PVR Limited)
 (CIN: L74899MH1995PLC387971)

Registered Office at:
 7th Floor, Lotus Grandeur Building, Veera Desai
 Road, Opposite Gundecha Symphony, Andheri
 (West), Mumbai, Maharashtra, 400053

Corporate Office at:
 Block A, 4th Floor, Building No. 9A,
 DLF Cyber City, Phase – III,
 Gurgaon-122002

Dear Sir,

I, Devesh Kumar Vasisht, Managing Partner of M/s DPV & Associates LLP, Company Secretaries, having office at 1A/1, Second Floor, Geeta Colony, New Delhi-110031, was appointed as Scrutinizer by the Board of Directors of the Company on October 15, 2024 for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Act read with the Rules and read with General Circular Nos. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020,10/2021, 20/2021, 3/2022, 11/2022, 9/2023 and 9/2024 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020, June 23, 2021, December 08, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively ('MCA Circulars'), LODR Regulations, Secretarial Standard–2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the following resolution as mentioned in the Notice of Postal Ballot dated October 15, 2024:

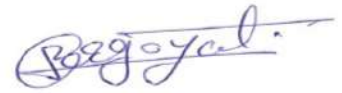
Sr. No.	Type of Resolution	Particulars
1.	Special Resolution	To approve the appointment of Mr. Vishal Kashyap Mahadevia (DIN 01035771) as an Independent Director on the Board of the Company

I submit my report as under:

1. As informed by the Company, Postal Ballot Notice along with explanatory statement and remote e-Voting instructions were sent to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent or with their respective Depository Participants ('DP') and whose names appeared in the Register of Members of the Company/ List of Beneficial Owners as maintained by the Depositories as on October 25, 2024 ('cut-off date').
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules thereof including MCA Circulars/ LODR Regulations in respect of the resolution contained in the Postal Ballot Notice including the dispatch of the notice to the Shareholders. My responsibilities as Scrutinizer are restricted to make a Scrutinizer's Report of the votes cast in 'Favour' or 'Against' the resolution contained in the Postal Ballot Notice, based on the report generated from the e-voting system provided by National Securities Depository Limited (NSDL).
3. The Company has published an advertisement on October 30., 2024 regarding service of Postal Ballot Notice to eligible members in English language newspaper "Business Standard" and in Marathi language newspaper "Loksatta".
4. The Members of the Company holding shares as on the cut-off date were entitled to vote on the resolution as contained in the Postal Ballot Notice and could vote through remote e-voting facility only as per the MCA Circulars. Members were provided with the facility to cast their votes on the designated platform of NSDL viz. www.evotingnsdl.com.
5. The remote e-Voting commenced on October 30, 2024, 09:00 A.M. and ended on November 28, 2024, 05:00 P.M. Further, the remote e-voting process was monitored through the Scrutinizer's secured link provided by NSDL on its above stated designated website.
6. The remote e-voting was unblocked on November 28, 2024 after 05:00 P.M. in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar, who are not in the employment of the Company and have signed below:



Mukesh Sharma



Parveen Kumar

7. Thereafter, the particulars of remote e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for this purpose and the remote e-voting was reconciled with the register of members of the Company as on cut-off date as maintained by RTA of the Company.
8. As on the cut-off date, the fully paid-up share capital of the Company was Rs. 98,19,32,960/- (Rupees Ninety-Eight Crore Nineteen Lakh Thirty-Two Thousand Nine Hundred Sixty) divided into 9,81,93,296 (Nine Crore Eighty One Lakh Ninety Three Thousand Two Hundred Ninety Six) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

9. The result of the remote e-voting in respect of the resolution contained in the Postal Ballot Notice is as under:

I. **To approve the appointment of Mr. Vishal Kashyap Mahadevia (DIN 01035771) as an Independent Director on the Board of the Company:**

Special Resolution				
Particulars	Number of Votes received			Percentage
	e-votes	Postal Ballot	Total	
Assent	7,96,85,173	-	7,96,85,173	99.9826
Dissent	13,836	-	13,836	0.0174
Total	7,96,99,009	-	7,96,99,009	100

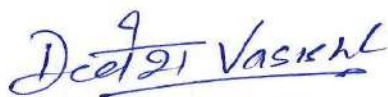
Accordingly, the above resolution is passed with requisite majority. The detailed break up of voting through remote e-voting in respect of the above Resolution is attached to this report and marked as 'Annexure A'.

10. Based on the aforesaid results, the resolution as mentioned above are deemed to have been passed on November 28, 2024 being the last date of remote e-voting for the Members of the Company.
11. The Register containing the details of remote e-voting relating to Postal Ballot will be handed over to the Chief Financial Officer of the Company, for preserving safely after the Chairman considers, approves, and signs the minutes of Postal Ballot.

Thanking You,

**For DPV & Associates LLP
Company Secretaries**

Firm Reg. No.: L2021HR009500
Peer Review Certificate No. 6189/2024



Devesh Kumar Vasisht
Managing Partner
CP No.:13700 / Mem. No. F8488
UDIN: F008488F003079490

Date: November 29, 2024
Place: Faridabad

**For PVR INOX Limited
(formerly known as PVR Limited)
Countersigned by**

Gaurav Sharma
Chief Financial Officer
Authorised by the Chairman

Date: November 29, 2024
Place: Gurugram

Annexure-A

A detailed summary of the voting through e-voting is given herein below:

A. VOTING THROUGH REMOTE E-VOTING:			
Particulars	No. of Voters	No. of Shares	Paid-up value of shares
a) Total votes	865	7,96,99,009	79,69,90,090
b) Less: Invalid votes	-	-	-
c) Net Valid votes cast	865	7,96,99,009	79,69,90,090
d) Votes with assent for the resolution	810	7,96,85,173	79,68,51,730
e) Votes with dissent for the resolution	55	13,836	1,38,360

.....End of Report.....