

Corporate Office: Plot No.18, Sector-35, Gurugram - 122004, Haryana (India) • Tel.: +91-124-4566300, 4786000
E-mail: devyani@dil-rjcorp.com • Website: www.dil-rjcorp.com
CIN: L15135DL1991PLC046758

July 5, 2024

To,

National Stock Exchange of India Ltd. Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Email: cmlist@nse.co.in Symbol: DEVYANI	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Email: corp.relations@bseindia.com Security Code: 543330
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Sub: Submission of brief proceedings of 33rd Annual General Meeting of the Company through webex facility under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed brief proceedings of the 33rd Annual General Meeting ("AGM") of the Company held today i.e. Friday, July 5, 2024 at 11:00 A.M. (IST) and concluded at 11:53 A.M. (IST) through Webex facility provided by National Securities Depository Limited as **Annexure - I**.

The above-mentioned proceedings are also being uploaded on the Company's website www.dil-rjcorp.com.

This is for your kind information and records.

Yours faithfully

For Devyani International Limited



Pankaj Virmani
Company Secretary & Compliance Officer



Encl.: As Above



Annexure - I

BRIEF PROCEEDINGS OF THE 33RD ANNUAL GENERAL MEETING OF DEVYANI INTERNATIONAL LIMITED HELD ON FRIDAY, JULY 5, 2024 AT 11:00 A.M. (IST) AND CONCLUDED AT 11:53 A.M. (IST) THROUGH WEBEX FACILITY PROVIDED BY NATIONAL SECURITIES DEPOSITORY LIMITED ("NSDL")

In compliance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder including applicable Circulars issued by the Ministry of Corporate Affairs read with Secretarial Standard with respect to calling, convening and conducting general meetings, the 33rd Annual General Meeting ("AGM") of the Members of Devyani International Limited ("Company") was held on Friday, July 5, 2024 at 11:00 A.M. (IST) through Webex facility provided by NSDL, which was attended by 283 Members.

Mr. Manish Dawar extended a warm welcome to the Members of the Company and confirmed that Non-Executive Chairman, other Board Members (including Chairperson of Audit, Risk Management and Ethics Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee) and Company Secretary & Compliance Officer have joined AGM through Webex facility provided by NSDL. The representatives of Statutory Auditors and Secretarial Auditors also attended the AGM.

Mr. Manish Dawar informed the Members that in terms of the Companies Act, 2013 and Rules made thereunder read with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to its Members to cast their votes electronically on all the resolutions as set-out in the Notice of AGM, which commenced at 09:00 A.M. (IST) on Tuesday, July 2, 2024 and ended at 05:00 P.M. (IST) on Thursday, July 4, 2024. Further, the Company had also provided e-voting facility to cast votes during the proceedings of AGM and additional 30 minutes after vote of thanks by the Chairman, to enable those Members who had not cast their vote earlier through remote e-voting or e-voting till vote of thanks.

Mr. Ravi Jaipuria, Non-Executive Chairman of the Company, took the Chair.

The Non-Executive Chairman extended a warm welcome to the Members, Directors and other participants in the AGM and confirmed that requisite quorum being present, the AGM was therefore called to order. Thereafter, he delivered his brief speech.

Though there was no negative qualification/ observation in the Auditors' Reports, the Company Secretary read the Standalone Auditors' Report in order to follow good governance and informed the Members that the applicable Statutory Registers, Annual Report and other statutory documents were made available for inspection by the Members. Thereafter, as authorized by the Non-Executive Chairman, Mr. Manish Dawar took up the agenda items in seriatim.

Since, the Notice convening 33rd AGM was circulated earlier, the same was taken as read.





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The following items of business, as per Notice of the 33rd AGM dated May 14, 2024 were transacted at the AGM:

A. Ordinary Business

Ordinary Resolutions

- (i) Adoption of (a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the reports of Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company including Auditors' Report thereon for the Financial Year ended March 31, 2024.

Considering the fact that Non-Executive Chairman was interested in the next Agenda Item, Mr. Raj Gandhi took the Chair for the next Agenda Item.

- (ii) Re-appointment of Mr. Varun Jaipuria (DIN: 02465412) as Director liable to retire by rotation.

As Non-Executive Chairman was not interested in any other Agenda Items, therefore he resumed the Chair.

- (iii) Re-appointment of Mr. Raj Gandhi (DIN: 00003649) as Director liable to retire by rotation.

B. Special Business

Special Resolutions

- (iv) Re-appointment of Dr. Girish Kumar Ahuja (DIN: 00446339) as an Independent Director of the Company for a second term of up to 5(five) consecutive years w.e.f. April 21, 2024.

- (v) Re-appointment of Mr. Pradeep Khushalchand Sardana (DIN: 00682961) as an Independent Director of the Company for a second term of up to 5(five) consecutive years w.e.f. April 21, 2024.

To avoid repetition, identical questions received from Members were consolidated and responded by the Non-Executive Chairman.

The Non-Executive Chairman then concluded the Meeting with a vote of thanks to the Members, Directors and others participants. He further requested all the Members who had not cast their vote through remote e-voting or e-voting during the AGM to kindly vote on the proposed resolutions through e-voting for additional 30 minutes after vote of thanks.



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The details of the voting results (remote e-voting and e-voting) on all the resolutions as set-out in the Notice of AGM along with Scrutinizer's Report shall be submitted separately in due course.

This is for your information and records.

For Devyani International Limited



Pankaj Virmani
Company Secretary
& Compliance Officer



Virag Joshi
Whole-Time Director
(President & CEO)



Manish Dawar
Whole-Time Director
& CFO

