

26th September, 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: Proceedings of the 29th Annual General Meeting (AGM) of the Company held on Thursday, 26th September, 2024 at 11:00 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Re: Compliance under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Please find enclosed the Proceedings of the 29th Annual General Meeting of the Company held on Thursday, September 26, 2024 at 11:00 a.m. (IST), through Video Conferencing (VC)/ Other Audio - Visual Means (OAVM) facility in compliance with the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, for transacting the business mentioned in the 29th AGM Notice dated 24th July, 2024 convening the AGM. The Meeting concluded at 12:03 p.m. (IST)

The proceedings of the AGM will also be available on the website of the Company at www.pvrcinemas.com

This is for your information and records.

Thanking You.

Yours faithfully,
For **PVR INOX Limited**

Mukesh Kumar
SVP Company Secretary
& Compliance Officer

PVR INOX LIMITED (Formerly known as PVR Limited)

Proceedings of the 29th Annual General Meeting (AGM) of PVR INOX Limited held on Thursday, 26th September, 2024

The 29th Annual General Meeting (AGM) of the Members of the Company was held today on Thursday, September 26, 2024 at 11:00 a.m. (IST), through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India and as per the applicable provisions of the Companies Act, 2013 and the Rules thereunder.

The Company Secretary informed the Members that the Company had taken all feasible steps to ensure that the Members were provided an opportunity to participate in the 29th Annual General Meeting (AGM/Meeting) and vote. Adequate video-conferencing facility of the Meeting had also been provided.

The 29th AGM of the Members of the Company commenced at 11.00 A.M.(IST).

Mr. Pavan Kumar Jain, Chairman of the Company was not able to attend the 29th AGM. Due to his absence Mr. Ajay Kumar Bijli, Managing Director of the Company was elected as Chairman for this AGM. Since the requisite quorum was present, the Chairman ordered the commencement of proceedings of the Meeting.

Mr. Ajay Kumar Bijli introduced the Directors, Key Managerial Personnel, Statutory Auditors and Secretarial Auditors attending the meeting and then read his Speech.

The Chairman of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee were also present at the AGM.

The Statutory Auditors, Secretarial Auditors for Financial Year 2023-24 and Scrutinizer for the AGM were also present during the Meeting.

The Company Secretary informed that, the remote e-voting commenced from Sunday, 22nd September, 2024 at 9.00 a.m. and ended on Wednesday, 25th September, 2024 at 5.00 P.M. (IST) (both days inclusive). Further, the facility for e-voting during the AGM was also provided to the Members of the Company and the same remained open for 15 minutes after the conclusion of the AGM.

The Company Secretary further informed the Members that the Notice convening the AGM and a copy of the Annual Report for the financial year ended 31st March, 2024 had already been sent to all Members of the Company electronically within the statutory period, whose email IDs were registered with the Company/ RTA/ Depository Participant(s) and the Notice of the AGM was taken as read.

The Company Secretary confirmed that the Auditors Report on the standalone and consolidated financial statements and the Secretarial Audit Report of the Company for the Financial Year ended March 31, 2024 did not contain any qualification, reservation, adverse remark or disclaimer.

The questions and suggestions from Members who attended the Meeting virtually and registered themselves as a speaker shareholder for the Meeting were considered, fair opportunities were given to the Members of the Company to seek clarifications and/ or offer comments to the items of the business and the same were adequately answered/ clarified at the Meeting/ will be sent to the shareholders over their e-mails separately.

PVR INOX LIMITED (Formerly known as PVR Limited)

The following items of business as set out in the Notice calling the Meeting were proposed for Members' approval through remote e-voting and e-voting facility given during AGM to the Members who have attended the Meeting virtually to cast their votes:

Item No.	Brief Description	Type of Resolution
1	To consider and adopt: (a) the audited standalone financial statements of the Company for the Financial Year ended 31 st March 2024, the report of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the Financial Year ended 31 st March 2024 and the report of Auditors thereon.	Ordinary Resolution
2	To appoint a Director in place of Mr. Ajay Kumar Bijli (DIN 00531142) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
3	To appoint a Director in place of Mr. Siddharth Jain (DIN 00030202) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary Resolution
4	To consider and approve payment of remuneration for Financial Year 2023-24 to Mr. Sanjai Vohra, a Non-Executive Independent Director (term expired w.e.f. 24 th July, 2024) of the Company.	Ordinary Resolution
5	To consider and approve payment of remuneration for Financial Year 2023-24 to Ms. Pallavi Shardul Shroff, a Non-Executive Independent Director of the Company.	Ordinary Resolution
6	To consider and approve payment of remuneration for Financial Year 2023-24 to Mr. Haigreve Khaitan, a Non-Executive Independent Director (term expired w.e.f. 09 th February, 2024) of the Company.	Ordinary Resolution
7	To consider and approve payment of remuneration for Financial Year 2023-24 to Mr. Amit Jatia, a Non-Executive Independent Director (term expired w.e.f. 09 th February, 2024) of the Company.	Ordinary Resolution
8	To consider and approve payment of remuneration for Financial Year 2023-24 to Mr. Vishesh Chander Chandiok, a Non-Executive Independent Director of the Company.	Ordinary Resolution
9	To consider and approve the appointment of Ms. Deepa Misra Harris (DIN: 00064912) as an Independent Director on the Board of the Company.	Special Resolution

The Company Secretary *inter-alia* informed the Members that pursuant to the provisions of Companies Act 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for voting by electronic means to all its members to cast their votes electronically and the business may be transacted through such e-voting. For this purpose, the Company had tie up with the e-voting system of KFin Technologies Limited (KFin), the Registrar & Share Transfer agent of the Company for facilitating voting through electronic means as the authorized agency. The Company provided remote e-voting facility to all the persons who were Members as on 19th September, 2024, being the cut-off date for voting on all the resolutions set out in the notice of AGM. M/s. DPV & Associates, LLP, Practising Company Secretaries was appointed by the Board as the scrutinizer for the meeting. They are in process of scrutinizing the voting results through remote e-voting and instapoll. The Consolidated scrutinizer report including voting results will be disseminated on the website of stock exchanges and placed on the website of the Company and that of KFin within two working days of the conclusion of the Meeting.

Managing Director and Company Secretary then thanked the Shareholders attending the AGM through video conference for extending their co-operation. They also thanked the Directors for joining the Meeting virtually and the Meeting was concluded at 12:03 p.m. with a vote of thanks.

Detailed voting results for the votes cast through remote e-voting and e-voting at the AGM on all the resolutions as set out in the Notice of AGM will be forwarded separately on declaration of the same.

Yours faithfully,
For **PVR INOX Limited**

Mukesh Kumar
SVP Company Secretary
& Compliance Officer