

25th July, 2019

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: PVR / 532689

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

Dear Sir,

Please find enclosed the Proceedings of the 24th Annual General Meeting of the Company held on Thursday, 25th July, 2019 at 10.30 A.M at Mapple Emerald, Rajokri, NH- 8, New Delhi – 110038.

This is for your information and records.

Thanking You.

Yours faithfully,
For **PVR Limited**




Pankaj Dhawan
Company Secretary cum Compliance Officer

**Proceedings of the 24th Annual General Meeting of PVR Limited held
on July 25, 2019**

The 24th Annual General Meeting of the Members of the Company was held on July 25, 2019 at 10:30 a.m., at Mapple Emerald, Rajokri, NH- 8, New Delhi – 110038.

Since the quorum was present, the Chairman of the meeting ordered for the proceedings of the Meeting.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the remote E-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting. The remote E-voting commenced at 9:00 a.m. on July 21, 2019 and ended at 5:00 p.m. on July 24, 2019.

The Chairman informed the Members that the facility for voting through poll was made available at the Meeting for Members who had not cast their vote through E-voting.

He further informed that the Company has engaged Karvy Fintech Private Limited (“Karvy”) to provide E-voting facility and have appointed Mr. Arun Kumar Gupta, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the Poll and remote E-voting process.

Thereafter, all the Nine resolutions were proposed and seconded. The Chairman invited queries and suggestions from the members present. Several Members raised queries and gave their suggestions and were duly replied by the Chairman, Chief Financial Officer and Company Secretary.

Thereafter, the Chairman ordered a poll to be taken at the meeting and requested Mr. Arun Kumar Gupta, Scrutinizer for an orderly conduct of the voting.

The Chairman announced that the consolidated scrutinizer’s report including E-voting results along with poll results shall be placed on the website of the Company and the website of Karvy.

The following items of the business as per the Notice of AGM, were transacted at the meeting:

ORDINARY BUSINESS:

1. Adoption of (a) Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2019, the reports of the Board of Directors and Auditors thereon; and (b) Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2019 and the report of the Auditors thereon. **(Ordinary Resolution)**
2. Declaration of Dividend @ Rs. 2/- each on the existing Equity Shares **(Ordinary Resolution)**

3. Appointment of Ms. Renuka Ramnath as Director of the Company retiring by rotation and eligible for re-appointment. **(Ordinary Resolution)**

SPECIAL BUSINESSES:

4. Appointment of Ms. Deepa Misra Harris as an Independent Director on the Board of the Company for a period of 5 years **(Ordinary Resolution)**
5. Appointment of Mr. Sanjai Vohra as an Independent Director on the Board of the Company for a period of 5 years. **(Special Resolution)**
6. Appointment of Mr. Amit Burman as an Independent Director on the Board of the Company for a period of 5 years. **(Special Resolution)**
7. Appointment of Mr. Vikram Bakshi as an Independent Director on the Board of the Company for a period of 5 years. **(Special Resolution)**
8. Approval for offer of Non-Convertible Debentures, for an amount up to Rs. 500 Crores on private placement basis, if any required. **(Special Resolution)**
9. Approval for payment of remuneration for Financial Year 2018-19 to Mr. Sanjai Vohra, a Non-Executive Independent Director of the Company. **(Special Resolution)**

The details of the Results of the voting through the ballot papers and the electronic voting opted by the shareholders on all the Resolutions of the Notice will be forwarded separately on declaration of the same.

For **PVR Limited**



Pankaj Dhawan

Company Secretary cum Compliance Officer

Membership No. F-3170

Add: 23-C, Pocket J & K

Dilshad Gardepn, Delhi - 110095