

29th September, 2020

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 25th Annual General Meeting of the Company was held on September 29, 2020 at 03:00 p.m. (IST), through Video Conferencing (VC)/ Other Audio- Visual Means (OAVM).The meeting concluded at 03:59 p.m.

This is for your information and records.

Thanking You.

Yours faithfully,
For **PVR Limited**

Pankaj Dhawan
Company Secretary cum Compliance Officer

PVR LIMITED

Block A, 4th Floor, Building No. 9A, DLF Cyber City, Phase III, Gurugram 122002 (Haryana) India.

T: +91 124 4708100 | F: +91 124 4708101 | W: www.pvr cinemas.com

Regd Office: 61, Basant Lok, Vasant Vihar, New Delhi 110057. CIN: L74899DL1995PLC067827

Proceedings for the 25th Annual General Meeting of PVR Limited held on September 29, 2020

The 25th Annual General Meeting of the Members of the Company was held on September 29, 2020 at 03:00 p.m. (IST), through Video Conferencing (VC)/ Other Audio- Visual Means (OAVM).

The Company Secretary informed the members that the Company had taken all feasible steps to ensure that the members are provided an opportunity to participate in the 25th Annual General Meeting and vote. Adequate video-conferencing facility and live webcast of the proceedings of this Meeting have been provided.

Mr. Ajay Bijli, the Chairman of the Company introduced the Directors, Key Managerial Personnel and Auditors and Secretarial Auditors attending the meeting. Since the quorum was present, the Chairman of the meeting ordered for the commencing proceedings of the Meeting. The Chairman then read Chairman Speech.

The Chairman informed the members that the notice convening the meeting and a copy of the Annual Report for the financial year ended March 31, 2020 had already been sent to all members and were 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, 2020 did not contain any qualification, reservation, adverse remark or disclaimer.

Thereafter, following Agenda Items were taken up at the meeting:

S. No.	Particulars	Type of Resolution
1	Adoption of the audited standalone and consolidated financial statements of the Company for the Financial Year ended March 31, 2020, the report of the Board of Directors and Auditors thereon	Ordinary Resolution
2	Appointment of a Director in place of Mr. Ajay Bijli (DIN 00531142) who retires by rotation and being eligible offers himself for re-appointment	Ordinary Resolution
3	Appointment of Ms. Pallavi Shardul Shroff (DIN 00013580) as an Independent Director on the Board of the Company	Ordinary Resolution
4	Appointment of Mr. Anish Kumar Saraf (DIN 00322784) as a Director on the Board of the Company	Ordinary Resolution
5	Approval for payment of remuneration for Financial Year 2019-20 to Mr. Sanjai Vohra, a Non-Executive Independent Director of the Company	Special Resolution

6	Approval for continuation of payment of managerial remuneration to Mr. Ajay Bijli, Managing Director and Chairman of the Company	Special Resolution
7	Approval for continuation of payment of managerial remuneration to Mr. Sanjeev Kumar, Joint Managing Director of the Company	Special Resolution
8	Approval for computation of net profits of the Company under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Indian Accounting Standard (IndAS) 116 – ‘Leases’ for determining the remuneration and limits thereof payable to Mr. Ajay Bijli, Chairman and Managing Director of the Company	Special Resolution
9	Approval for computation of net profits of the Company under Section 198 of the Companies Act, 2013 after disregarding the adjustments made pursuant to Indian Accounting Standard (IndAS) 116 – ‘Leases’ for determining the remuneration and limits thereof payable to Mr. Sanjeev Kumar, Joint Managing Director 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 regulations, the Company had provided facility for voting by electronic means to all its members to enable cast their votes electronically and the business may be transacted through such e-voting. For this purpose, the Company had tied up with the e-voting system of KFin Technologies Private Limited (KFin Tech), the Registrar & Share Transfer agent of PVR for facilitating voting through electronic means as the authorized agency. The Company provided remote e-voting facility to all the persons who were members on 22nd September 2020, being the cut-off date for vote on all the resolutions set out in the notice of AGM. Mr. Arun Kumar Gupta, Company Secretary in Practice was appointed by the Board as the scrutinizer for the meeting. He also announced that the consolidated scrutinizer’s report including voting results which were placed on the website of the Company and that of KFin Tech.

Queries and suggestions were then invited from the members present and the same were duly replied by the Chairman and Company Secretary.

The meeting concluded with a vote of thanks.