

September 06, 2022

To	
The BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001	National Stock Exchange Limited "Exchange Plaza, Bandra Kurla Complex, Bandra (E) Mumbai - 400051
Equity - Scrip Code: 517556	Equity - Symbol: PVP

Dear Sir / Madam,

Sub: Outcome of the Board Meeting held on September 06, 2022

Pursuant to Regulation of 30 and other applicable provisions of SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015, we wish to inform you that, the Board of Directors of the Company at their meeting held on September 06, 2022 have *inter-alia*:

- 1) Appointment M/s. PSDY & Associates, Chartered Accountants, (Firm Registration Number: 016025S) Chennai as Statutory Auditors of the Company. Pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 a brief profile of M/s. PSDY & Associates is enclosed herewith as "**Annexure I**".
- 2) Approved to convene 31st Annual General Meeting of the Company on Friday September 30, 2022 through VC.
- 3) Approved the Notice, Directors Report with Annexures for the 31st Annual General Meeting of the Company.
- 4) Approved the closure of Register of Members and Transfer book from September 26, 2022 to September 30, 2022 (Both the days inclusive) for the purpose of 31st Annual General Meeting of the Company.
- 5) Approved the change of Object Clauses of the Memorandum of Association of the Company.
- 6) Approved the proposal for disinvestment of the Company's Shareholding and beneficial interest in New Cyberabad City Project Private Limited material subsidiary of the Company.

PVP Ventures Ltd.

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- 7) Approved the Scheme of Amalgamation among Wholly Owned Subsidiaries of the Companies i.e PVP Corporate Parks Private Limited (Transferor Company-1), Safetrunk Services Private Limited (Transferor Company - 2) and PVP Media Ventures Private Limited ("Transferor Company-3) with PVP Ventures Limited ("Transferee Company"). Pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 the details of the Scheme is enclosed herewith as "**Annexure II**".

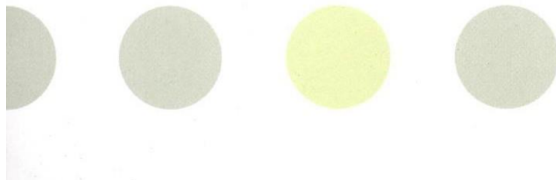
Yours Faithfully,

For PVP Ventures Limited

A handwritten signature in black ink, appearing to read 'S. Karthikeyan', is written over a light grey rectangular background.

**Karthikeyan Shanmugam,
Chief Financial Officer**

Encl: As above



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Annexure - I

DISCLOSURES UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015 AND SEBI CIRCULAR CIR/CFD/CMD/4/2015 DATED 09TH SEPTEMBER, 2015.

Appointment of Statutory Auditors:

S.No	Particular	Details
1	Name of the Statutory Auditor	PSDY & Associates, Chartered Accountants (Firm Registration Number: 016025S)
2	Reason for change viz, appointment, resignation, removal, death or otherwise	Appointment to fill in casual vacancy.
3	Date of appointment & term of appointment	06.09.2022 & Term of five (5) years.
4	Brief Profile	M/s. PSDY & Associates, formerly known as P.S.Ramachandran & Co., was established in 1967 as a sole proprietary concern by Late P.S. Ramachandran. The firm was converted into a partnership in 2004. With its headquarters in Kochi, Kerala the firm has made dynamic strides in professional area and has provided variety of services to many Indian Corporates. The firm has a committed team of professionals headed by 8 Chartered Accountants. Internal and external training programs are a part of the work culture ensuring constant improvement in knowledge and skill. The firm has been peer reviewed as per the guidelines issued by the Peer Review Board of ICAI.
5	Disclosure of relationships between directors	Not Applicable



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Amalgamation:

Annexure - II

Amalgamation of PVP Corporate Parks Private Limited, Safetrunk Services Private Limited, PVP Media Ventures Private Limited Wholly Owned Subsidiaries of the Company with the Company.

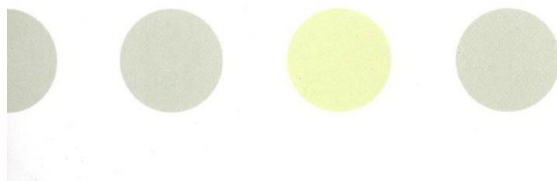
1. Name of the entities forming part of amalgamation details in brief such as, size, turnover etc.,

- 1.1 Details of Transferor Companies ;

- a. **"PVP Corporate Parks Private Limited"** or "Transferor Company-1" is a Private Limited Company incorporated under the Companies Act, 1956 on 16th day of September 2003, having Corporate Identification No. (CIN): U45201TN2003PTC051595 and having its registered office at KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet, Chennai, Tamil Nadu- 600031. The "Transferor Company-1"
- b. **"Safetrunk Services Private Limited"** or "Transferor Company-2" is a Private Limited Company incorporated under the Companies Act, 2013 on 16th day of January 2015, having Corporate Identification No. (CIN): U74900TN2015PTC098854 and having its registered office at KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet, Chennai, Tamil Nadu - 600031. The "Transferor Company-2."
- c. **"PVP Media Ventures Private Limited"** or "Transferor Company-3" is a Private Limited Company incorporated under the Companies Act, 2013 on 13th day of May 2013, having Corporate Identification No. (CIN): U92120TN2013PTC091100 and having its registered office at KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet, Chennai, Tamil Nadu - 600031. The "Transferor Company-3"

- 1.2 Details of Transferee Company;

- a. **PVP Ventures Limited"** or "Transferee Company" is a listed Company incorporated under the Companies Act, 1956 on 1st day of January 1991, having Corporate Identification No. (CIN): L72300TN1991PLC020122 and having its registered office at KRM Centre, 9th Floor, Door No. 2 Harrington Road, Chetpet, Chennai, TN - 600031. The "Transferee Company". The Equity shares of the company are listed both on NSE Limited & BSE Limited.



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1.3 Details of net worth and revenue of the Transferee Company and the Transferor Companies

Name of the Companies	Net worth	Total Revenue
	As on March 31, 2022 (In Rs.)	As on March 31, 2022 (In Rs.)
PVP Corporate Parks Private Limited	16,91,84,950.00	-
Safetrunk Services Private Limited	(55,87,464.00)	-
PVP Media Ventures Private Limited	(72,53,316.00)	-
PVP Ventures Limited	80,91,73,000	328,671,000

2. Whether the transaction would fall within related party transaction? If yes, whether the same is done at "arm length".

The Transferor Companies are wholly-owned subsidiaries of the Transferee Company. The proposed merger does not fall within the purview of related party transactions as per Regulation 23(5)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the related party transaction provisions are not applicable to the Proposed Scheme of Amalgamation.

3. Area of business of the entities;

- a. The Transferor Company 1 is primarily engaged business of Real Estate and its related business, Transferor Company 2 production of Movies and entertainment related business and Transferor Company 3 into safety locker and other related services.
- b. The Transferee company into the business of Real Estate and development of properties.

4. Rationale for amalgamation

The independent operations of the Transferor Companies and Transferee Company leads to incurrance of significant costs and the amalgamation would enable economies of scale by attaining critical mass and achieving cost saving. The amalgamation will thus eliminate a multi-layer structure and reduce managerial overlaps, which are necessarily involved in running multiple entities and prevent cost duplication that can erode financial efficiencies of a holding structure and the resultant operation would be

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substantially cost-efficient. This Scheme would result in simplified corporate structure of the Transferee Company and its businesses, thereby leading to more efficient utilization of capital and creation of a consolidated base for future growth of the Transferee Company.

5. In case of cash consideration-amount or otherwise share exchange ratio;

Transferor Companies are the wholly-owned subsidiary of Transferee Company. Since Amalgamated Company cannot issue shares to itself, upon the scheme become effective, no shares of the Amalgamated Company shall be allotted to the shareholder of the Transferor Companies in lieu or exchange of its holding in the Transferee Company and the entire issued, subscribed and paid-up capital of the Transferor Companies shall stand cancelled without any further act or deed.

6. Brief details of change in shareholding pattern (if any) of listed entity.

There will not be any change in the shareholding pattern of the Transferee Company pursuant to the Scheme of Amalgamation as the Transferor Companies are wholly owned subsidiary of the Transferee Company.



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