

9th February, 2024

National Stock Exchange of India Limited

Exchange Plaza
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (East), Mumbai 400 051.

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001.

Company Code: PVR INOX / 532689

Dear Sirs,

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') – Appointment and completion of tenure of Independent Directors of the Company.

In compliance with Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to hereby inform you that, the Board of Directors of the Company on 8th February, 2024, have inter-alia, approved the following:

1. Appointment of Mr. Dinesh Kanabar (DIN: 00003252), as an Additional Director, designated as Independent Director on the Board of the Company for first term of five (5) consecutive years commencing from 10th February, 2024, subject to the approval of the Members of the Company.
2. Appointment of Mr. Shishir Bajjal (DIN: 00089265) as an Additional Director, designated as Independent Director on the Board of the Company for first term of five (5) consecutive years commencing from 10th February, 2024, subject to the approval of the Members of the Company.
3. Reconstitution of following Committees of the Board of Directors with effect from 10th February, 2024:

| Sr. No. | Name of Committees |
|----------------|---|
| 1 | Audit Committee |
| 2 | Nomination and Remuneration Committee |
| 3 | Risk Management Committee |
| 4 | Stakeholders Relationship Committee (SRC) |
| 5 | Corporate Social Responsibility Committee |

PVR INOX LIMITED (Formerly known as PVR Limited)

Further, we would like to inform you that, the tenure of Mr. Haigreve Khaitan (DIN: 00005290) and Mr. Amit Jatia (DIN: 00016871) as an Independent Directors will be completed on 9th February, 2024.

In view of the above appointments and completion of tenure of Directorship, the revised composition of the Board of Directors of the Company with effect from 10th February, 2024 is as follows:

| Sr. No. | Name of Director | Designation |
|----------------|------------------------------|-----------------------------------|
| 1 | Mr. Pavan Kumar Jain | Chairman & Non-Executive Director |
| 2 | Mr. Ajay Bijli | Managing Director |
| 3 | Mr. Sanjeev Kumar | Executive Director |
| 4 | Mr. Siddharth Jain | Non-Executive Director |
| 5 | Ms. Renuka Ramnath | Non-Executive Director |
| 6 | Mr. Sanjai Vohra | Independent Director |
| 7 | Ms. Pallavi Shardul Shroff | Independent Director |
| 8 | Mr. Dinesh Kanabar | Independent Director |
| 9 | Mr. Vishesh Chander Chandiok | Independent Director |
| 10 | Mr. Shishir Baijal | Independent Director |

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023, with respect to appointments is enclosed herewith as **Annexure – A**.

The aforesaid information will also be made available on the website of the Company i.e. www.pvrcinemas.com.

You are requested to take the above on your record.

Thanking You,

Yours truly,

For **PVR INOX Limited**

Mukesh Kumar
Company Secretary & Compliance Officer
Encl.: a/a

PVR INOX LIMITED (Formerly known as PVR Limited)

Annexure A

| Particulars | Mr. Dinesh Kanabar | Mr. Shishir Bajjal |
|--|--|--|
| Reason for change viz. appointment, resignation, removal, death or otherwise | Appointment of Mr. Dinesh Kanabar (DIN: 00003252), as an Additional Director, designated as Independent Director on the Board of the Company, subject to approval of Members of the Company. | Appointment of Mr. Shishir Bajjal (DIN: 00089265), as an Additional Director, designated as Independent Director on the Board of the Company, subject to approval of Members of the Company. |
| Date of appointment/cessation (as applicable) & term of appointment; | Appointment of Mr. Dinesh Kanabar (DIN: 00003252), as an Additional Director, designated as Independent Director on the Board of the Company for first term of five (5) consecutive years commencing from 10 th February, 2023. | Appointment of Mr. Shishir Bajjal (DIN: 00089265), as an Additional Director, designated as Independent Director on the Board of the Company for first term of five (5) consecutive years commencing from 10 th February, 2024. |
| Brief profile (in case of appointment); | Enclosed herewith | Enclosed herewith |
| Disclosure of relationships between directors (in case of appointment of a director). | Not related to any of the Directors of the Company | Not related to any of the Directors of the Company |

| | | |
|--|---|---|
| Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated 20th June, 2018. | Mr. Dinesh Kanabar is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. | Mr. Shishir Bajjal is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. |
|--|---|---|

Dinesh Kanabar



Dinesh Kanabar

CEO of Dhruva Advisors

dinesh.kanabar@dhruvaadvisors.com

- Dinesh, winner of “**Asia Tax Practice Leader of the Year- 2020**”, is a stalwart in the industry and has over the decades been recognised by his peers as amongst the top tax advisors in India. His ability to relate the business strategies of clients to the tax and regulatory environment has been recognised as unique and has played a critical role in developing solutions for clients.
- Prior to founding Dhruva, he held a series of leadership positions across several large professional service organisations in India. He was the Deputy CEO of KPMG India, Chairman of KPMG’s tax practice, Deputy CEO of RSM & Co and Head Tax and Regulatory at PricewaterhouseCoopers (PwC)
- He is a member of the National Executive Committee of FICCI and is currently a mentor of the FICCI Committee on Taxation. He has also worked with the Government of India on several policy committees. He was a member of the Rangachary Committee constituted by the Prime Minister of India to deal with tax reforms in the IT/ITES sector and for evolving Safe Harbour Rules.
- Dinesh is a member of the Body of Trade formed by Ministry of Commerce and Industry & is a Director on the Boards of some of the largest and most prestigious organizations in the country like Jio Platforms Limited (RIL Group) and Adani Green Energy Limited. He is also on the Board of Shiv Nadar University in Chennai.



Shishir Baijal

Chairman & Managing Director, Knight Frank India

Shishir Baijal is a distinguished professional currently serving as the Chairman and Managing Director of Knight Frank India where he oversees a dynamic team of more than 1,600 real estate professionals. Joining the organization in 2012, Shishir has played a pivotal role in propelling Knight Frank India into a new era of growth, earning the organisation leadership status across various business domains. His decade-long leadership tenure with the firm has witnessed manifold revenue growth, attesting to his strategic acumen and operational expertise.

With an expansive career spanning over four decades, Shishir's varied experience across sectors has contributed significantly to the growth of the organization's diverse businesses such as investment advisory, commercial office transactions, and global prime property transactions in India. He actively engages in various assignments, sharing his expertise in consulting and valuation, transactions, and management.

At the helm of the Knight Frank India Executive Council, Shishir plays a critical role in shaping the strategic growth trajectory of the Company. His influence extends beyond the national borders, as he is actively involved with the regional and global strategic teams, representing the interests of Knight Frank India on the international stage.

Shishir was inducted into Knight Frank's Global Executive Board in 2022 to represent its global interests and diversified business requirements outside of the United Kingdom. As a member of the Board, Shishir brings unparalleled leadership, strategic vision, and a wealth of experience that spans multiple industries. His proven track record of driving growth and fostering success makes him an invaluable asset to any organization he associates himself with, enabling them to benefit from his insights and expertise.

Prior to his current role, Shishir served as the Managing Partner at Everstone Capital Advisors Private Limited (ECAP). Under his leadership, ECAP deployed nearly USD 690 million across diverse real estate asset classes, positioning the firm as an end-to-end investment advisor with comprehensive capabilities in real estate development. From project evaluation and land acquisition to project conceptualization, design, leasing, property management and investment exits, Shishir's proficiency spans the entire value chain.

Shishir's earlier roles include serving as the CEO at INOX Leisure Limited. His key achievements include the accelerated roll out of the INOX chain across India. In this role, he identified and negotiated the best real estate locations in India and established the ethos of the company, setting high standards in quality and service, to combine the brilliance of visual entertainment with unmatched experience.



Shishir held various leadership positions in a noteworthy 18-year tenure with the ITC Hotels Division between 1979-1997. His vast experience reflects a keen understanding of the different facets of the industry.

1997 on, Shishir embarked on an international journey, taking the helm at Berjaya Beau Vallon Bay Beach Resort & Casino in Seychelles. As the head of the island's largest property, he steered the resort to new heights during his tenure until 1998, showcasing his ability to lead in diverse and challenging environments.

Following this impactful stint in Seychelles, Shishir ventured to New Zealand accompanied by his family. He transitioned into the education sector, assuming a leadership role at the Pacific International Hotel Management School, the country's largest tertiary hospitality institute. Over the next three years (1998-2001), Shishir played a pivotal role in shaping the institution's trajectory.

During his time at the Pacific International Hotel Management School, Shishir not only led the institution's growth but contributed to the academic landscape by actively participating as teaching faculty in their postgraduate program. This dual role exemplifies his hands-on approach to leadership and commitment to nurturing the next generation of professionals in the hospitality sector.

Shishir's overseas experiences in Seychelles and New Zealand underscore his adaptability and capacity to excel within distinct cultural and professional contexts, further enhancing his global perspective and leadership acumen.

Shishir Baijal is a recognized Fellow of RICS, London, which underscores his commitment to professional excellence. Furthermore, he has been a founding member of the Shopping Centre Association of India (SCAI), showcasing his proactive involvement in industry associations.

Shishir holds a Bachelor's degree in Economics with Honors from Shri Ram College of Commerce, Delhi University (1976-1979); and completed his Master's degree in Business Administration from Bond University, Gold Coast, Australia (1995-96).

