

10th February, 2023

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 / 532689

Dear Sirs,

Subject: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') - Change in Directors and reconstitution of various Board Committees 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 10th February, 2023, have inter-alia, approved the following:

1. Appointment of Mr. Haigreve Khaitan (DIN: 00005290), 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, 2023, subject to the approval of the Members of the Company.
2. Appointment of Mr. Vishesh Chander Chandiook (DIN: 00016112), 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, 2023, subject to the approval of the Members of the Company.
3. Appointment of Mr. Amit Jatia (DIN: 00016871), 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, 2023, subject to the approval of the Members of the Company.
4. Reconstitution of following Committees of the Board of Directors with effect from 10th February, 2023:

Sr. No.	Name of Committees
1	Audit Committee

PVR LIMITED

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2	Nomination and Remuneration Committee
3	Risk Management Committee
4	Stakeholders Relationship Committee (SRC)
5	Corporate Social Responsibility Committee

Further, we would like to inform you that, Mr. Gregory Adam Foster (DIN: 08926167), Ms. Deepa Misra Harris (DIN: 00064912) and Mr. Vikram Bakshi (DIN: 00189930), Independent Directors of the Company has tendered their resignations from the position of Independent Directors w.e.f. close of business hours on 9th February, 2023. The resignation letters with reason of resignation as received from respective Independent Directors as mentioned above are enclosed with this intimation.

Further, Mr. Gregory Adam Foster (DIN: 08926167), Ms. Deepa Misra Harris (DIN: 00064912) and Mr. Vikram Bakshi (DIN: 00189930), has also confirmed that there are no other material reasons for their resignations other than those mentioned in their respective resignation letters.

In view of the above appointments and resignations, the revised composition of the Board of Directors of the Company 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. Haigreve Khaitan	Independent Director
9	Mr. Vishesh Chander Chandiok	Independent Director
10	Mr. Amit Jatia	Independent Director

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The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015, with respect to appointments is enclosed herewith as **Annexure - A** and with respect to resignations is enclosed herewith as **Annexure - B**.

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 Limited**

Mukesh Kumar
Company Secretary & Compliance Officer

Encl.: a/a

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Particulars	Mr. Haigreve Khaitan	Mr. Vishesh Chander Chandiok	Mr. Amit Jatia
reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Haigreve Khaitan (DIN: 00005290), 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. Vishesh Chander Chandiok (DIN: 00016112), 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. Amit Jatia (DIN: 00016871), 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. Haigreve Khaitan (DIN: 00005290), 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. Vishesh Chander Chandiok (DIN: 00016112), 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. Amit Jatia (DIN: 00016871), 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.
brief profile (in case of appointment);	Enclosed herewith	Enclosed herewith	Enclosed herewith

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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	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. Haigreve Khaitan is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Mr. Vishesh Chander Chandiok is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Mr. Amit Jatia is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Brief Profile of Mr. Haigreve Khaitan:

Haigreve is a Partner and heads the Corporate / M&A and Private Equity practice at the Khaitan & Co. He is an elected member of the National Executive Committee of the Firm, which is responsible for the Firm's strategic growth and development. He advises companies, boards of directors and financial institutions on a wide range of corporate matters, including mergers and acquisitions, private equity investments, corporate governance, corporate restructuring and other corporate and securities laws matters.

He has been involved in some of the most high-profile and complex M&A and private equity transactions in India and is sought after for his expertise by some of the most prominent Indian promoters, Indian and international companies, Indian regulatory agencies as well as some of the largest global funds investing in India. He advises a range of large Indian conglomerates and multinational clients in various business sectors, including financial services, manufacturing, retail, infrastructure, steel, software and technology.

Haigreve has been consistently recommended by many of the world's leading law chambers and accreditation bodies. Sources also praise him as an "outstanding lawyer" who is "extremely good and very sharp when it comes to large transactions".

Haigreve serves as an Independent Non-Executive Director on the Board of Directors of several Indian companies such as Jio Platforms Limited, Torrent Pharmaceuticals Ltd, Mahindra & Mahindra Limited, CEAT Limited, JSW Steel Limited, Tech Mahindra Limited and Borosil Renewables Limited

Brief Profile of Mr. Vishesh Chander Chandiok:

As Chief Executive Officer of Grant Thornton Bharat, Vishesh leads the execution of the Firm's strategy and vision and is responsible for its operations and growth.

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Vishesh drives the Firm's relationship with some of the most dynamic private, public, and multinational clients and assists them in unlocking their growth potential. He has been involved with UK and US IPOs of several Indian businesses and cross-border acquisitions by Indian companies and has helped global multinationals succeed in India.

For over 20 years, Vishesh has been one of the most vocal promoters of the need for Indian family businesses to adopt formal governance structures and succession planning frameworks, thereby preserving business legacy.

Vishesh has been the primary advisor to the World Bank's report, Observance of Standards and Codes (ROSC), on accounting and auditing. In collaboration with large corporates, the audit profession and regulators, the report set out the action plan on accounting and auditing for India.

Vishesh works closely with the global Grant Thornton network and its member firms. He has been associated with several global committees, including the Senior Leadership Program at SAID Business School, the University of Oxford, and in incubating Global Research and Global Delivery from India for benefit of the network. On 1 January 2016, Vishesh became the youngest member to be elected to the Global Board of Governors of Grant Thornton International Limited, the ultimate decision-making authority within the Firm.

Vishesh is a Chartered Accountant from the Institute of Chartered Accountants in England and Wales, UK, and holds a Master of Science in Business and Management from the University of Strathclyde, Glasgow, UK. He has been working with Grant Thornton in the UK and India for over 20 years.

Brief Profile of Mr. Amit Jatia:

Amit Jatia is the Vice Chairman at Westlife Foodworld Ltd, formerly known as Westlife Development, the master franchisee of McDonald's® restaurants in West & South India.

In his role as the leader of the world's largest and most loved QSR brand in West & South India, Amit is responsible for providing strategic direction to the business and leading the team towards achieving rapid growth and profitability.

Amit's tryst with entrepreneurship started early when he joined his family's manufacturing business and led many critical projects successfully. In 1996, Amit got the opportunity of setting up McDonald's in India and has been an integral part of the QSR industry for over 25 years. Under his leadership, McDonald's expanded its footprint to over 300 restaurants, launched its in-house coffee chain McCafé and scaled itself to a food tech company going from strength to strength.

Amit is passionate about mentoring businesses and often guides several other family-owned firms.

In 2003, Amit was bestowed with the 'Young Achievers Award', by the Indo-American Society. Business World, a leading business magazine named McDonald's the 'Most Respected Company in the Food Sector for three consecutive years.

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Particulars	Mr. Gregory Adam Foster	Ms. Deepa Misra Harris	Mr. Vikram Bakshi
reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Gregory Adam Foster (DIN: 08926167), has tendered his resignation as an Independent Director of the Company due to reasons as mentioned in his resignation letter as attached with this intimation. There are no other material reasons for resignation other than the one mentioned in the resignation letter.	Ms. Deepa Misra Harris (DIN: 00064912) has tendered her resignation as an Independent Director of the Company due to reasons as mentioned in her resignation letter as attached with this intimation. There are no other material reasons for resignation other than the one mentioned in the resignation letter.	Mr. Vikram Bakshi (DIN: 00189930), has tendered his resignation as an Independent Director of the Company due to reasons as mentioned in his resignation letter as attached with this intimation. There are no other material reasons for resignation other than the one mentioned in the resignation letter.
date of appointment/cessation (as applicable) & term of appointment;	Resigned w.e.f. close of business hours on 9 th February, 2023	Resigned w.e.f. close of business hours on 9 th February, 2023	Resigned w.e.f. close of business hours on 9 th February, 2023

Names of the listed entities in which following Independent Directors holds Directorships, indicating the category of Directorship and Membership of Board Committees.

Sr. No.	Category	Mr. Gregory Adam Foster	Ms. Deepa Misra Harris	Mr. Vikram Bakshi
1	Directorships indicating the category of Directorship in other Listed entities	Nil	<u>Independent Director:</u> a) ADF Foods Limited, b) Prozone Intu Properties Limited, c) TCPL Packaging Limited, and d) Jubilant Foodworks Limited	Nil

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2	Chairmanship/Membership of Committees in other Listed entities	Nil	<p>ADF Foods Limited:</p> <p>Member of Corporate Social Responsibility Committee, Stake Holder Relationship Committee</p> <p>Prozone Intu Properties Limited:</p> <p>Member of Audit Committee , Nomination & Remuneration Committee , Stake Holder Relationship Committee and Corporate Social Responsibility Committee</p> <p>Jubilant Foodworks Limited:</p> <p>Member of Audit Committee and Corporate Social Responsibility Committee</p>	Nil
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From the Office of Gregory Foster

Date: 9th February 2023

To:

**The Board of Directors
PVR Limited**

7th Floor, Lotus Grandeur Building,
Veera Desai Road,
Opposite Gundecha Symphony,
Andheri (west), Mumbai, - 400053

Dear Sirs/Madams,

Sub.: Resignation from the Board of Directors of PVR Limited

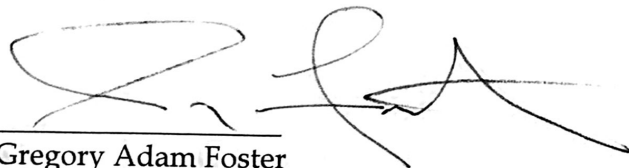
It was my pleasure to serve as a Director of the Board of PVR Limited (Company). I am grateful for the opportunity to serve on the Board of the Company. I greatly value the interaction I have had with the other Board Members and the Management of the Company, and wish to place on the record my sincere appreciation for the opportunity to be associated with the Company.

However, considering the successful merger of INOX Leisure Limited with Company and the need for reconstitution of the Board composition, as per the Scheme of Amalgamation in this regard, I hereby on my own accord, tender my resignation from the Board of Directors of the Company w.e.f. closure of business hours on 9th February 2023.

Further, I confirm there are no other material reasons for my resignation from the board of the Company other than these reasons mentioned above.

I wish the Company all the very best in all its future endeavours.

Sincerely,



Gregory Adam Foster
DIN-08926167
Place: United States

To,

The Board of Directors
PVR Limited
7th Floor, Lotus Grandeur Building,
Veera Desai Road,
Opposite Gundecha Symphony,
Andheri West , Mumbai-400053

Dear Chairman and Board Members,

It's been a pleasure to have served on the board of PVR as an Independent Director since March 2019. I wish to thank you for the opportunity to serve such an outstanding organisation alongside very capable and committed board members. It has been an enriching experience and hope that my time was as valuable to the organisation as it was to me.

However, given the successful merger of PVR Limited and INOX Leisure Limited and the need for re-constitution of the Board as per the Scheme of Amalgamation, I hereby on my own accord, tender my resignation from the Board of Directors of the company (including the Committees of the Board) w.e.f closure of business hours of 9th February 2023.

Further , I confirm that there are no other material reasons for my resignation from the board of the Company other than the reasons mentioned above.

Hence please accept this letter as my formal resignation from the board of PVR Limited, with immediate effect.

My sincere thanks to all the board members for their unstinting commitment to the organisation.

My very best wishes to PVR Limited and hope the organisation continues to be highly successful in its future endeavours and continues to serve its stakeholders and communities well.

Kind regards,
Deepa



Deepa Misra Harris
DIN: 00064912
Place :Mumbai

Date: 09th February 2023

To,

The Board of Directors
PVR Limited
7th Floor, Lotus Grandeur Building,
Veera Desai Road,
Opposite Gundecha Symphony,
Andheri (west), Mumbai, - 400053

Sub.: Resignation from the Board of Directors of PVR Limited

Dear Members of the Board of Directors,

I am writing to inform you of my resignation as an Independent Director of PVR Limited. It has been an honor and a privilege to serve on the board for the past 17 years and to be a part of the growth and success of PVR.

During my tenure as a Director, I have been proud to help guide the Company through numerous challenges and opportunities, contributing my expertise and experience to the Board's discussions and decisions. I have watched with great satisfaction as PVR has become India's largest multiplex operator and a leading brand in the entertainment industry.

However, it is now time for me to step down and move on to new challenges. I am confident that PVR will continue to thrive under the leadership of the board and the management team.

Please accept this letter as formal notice of my resignation, effective immediately. I would like to express my sincere gratitude to the board and the management team for their support and guidance during my tenure.

Thank you for the opportunity to serve PVR. I will always be a proud member of the PVR family.

Sincerely,



Vikram Bakshi
DIN: 00189930
Place: Delhi