

29th September, 2021

National Stock Exchange 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

Sub: Compliance under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Dear Sir,

We are pleased to inform that 26th Annual General Meeting (AGM) of the Company was held on September 28, 2021 at 11:00 a.m. (IST) by way of Video Conferencing/ Other Audio Visual Means.

In terms of provisions of Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, voting results in Annexure-“A” is attached in respect of the resolutions approved by the Members of the Company with requisite majority.

Copy of the report of the scrutinizer is enclosed for your ready reference.

This is for your information and to all concerned.

Thanking You.

For **PVR Limited**

Mukesh Kumar
SVP Company Secretary
& Compliance Officer

Encl: A/a

PVR LIMITED

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

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

DECLARATION OF VOTING RESULTS OF REMOTE E-VOTING AND E-VOTING BY MEMBERS DURING THE 26TH ANNUAL GENERAL MEETING OF THE MEMBERS OF PVR LIMITED HELD ON TUESDAY, SEPTEMBER 28, 2021 AT 11.00 A.M. THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VISUAL MEANS ('OAVM') PURSUANT TO REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

SL. NO	DESCRIPTION	PARTICULARS				
A	Date of AGM	Tuesday, September 28, 2021				
B	Total Number of shareholders on record date (September 21, 2021)	169886				
C	No of shareholders present in the meeting either in person or through proxy	N.A.- As the meeting was convened through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM")				
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES HELD BY THEM	% TO CAPITAL
	Promoter and Promoter Group	N.A	N.A	N.A	N.A	N.A
	Public	N.A	N.A	N.A	N.A	N.A
	Total	N.A	N.A	N.A	N.A	N.A
D	No. of shareholders attended the meeting through Video conferencing or other audio visual means:-					
	Promoter and Promoter Group	2				
	Public	96				

DETAILS OF RESOLUTION PASSED

S.NO	Resolution	Ordinary / Special Resolution	Mode of Voting
1	To consider and adopt: (a) the audited standalone financial statements of the Company for the Financial Year ended March 31, 2021, the report of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2021 and the report of auditors thereon.	Ordinary	Remote E-Voting and E-voting at the AGM (Instapoll)
2	To appoint a Director in place of Mr. Sanjeev Kumar (DIN 00208173) who	Ordinary	Remote E-Voting and E-

	retires by rotation and being eligible offers himself for re-appointment.		voting at the AGM (Instapoll)
3	To consider and appoint Mr. Gregory Adam Foster (DIN 08926167) as an Independent Director on the Board of the Company.	Ordinary	Remote E-Voting and E-voting at the AGM (Instapoll)
4	To consider and approve payment of remuneration for FY 2020-21 to Mr. Sanjai Vohra, a Non-Executive Independent Director of the Company.	Ordinary	Remote E-Voting and E-voting at the AGM (Instapoll)
5	To consider and approve remuneration paid to Mr. Gregory Adam Foster, a Non-Executive Independent Director of the Company for FY 2020-21.	Ordinary	Remote E-Voting and E-voting at the AGM (Instapoll)
6	To consider and approve remuneration paid to Ms. Deepa Misra Harris, a Non-Executive Independent Director of the Company for FY 2020-21.	Ordinary	Remote E-Voting and E-voting at the AGM (Instapoll)
7	To consider and approve payment of remuneration for FY 2020-21 to Mr. Vikram Bakshi, a Non-Executive Independent Director of the Company.	Ordinary	Remote E-Voting and E-voting at the AGM (Instapoll)
8	To consider and approve payment of remuneration for FY 2020-21 to Ms. Pallavi Shardul Shroff, a Non-Executive Independent Director of the Company.	Ordinary	Remote E-Voting and E-voting at the AGM (Instapoll)
9	To consider and approve managerial remuneration paid to Mr. Ajay Bijli, Chairman and Managing Director of the Company for the FY 2020-21.	Special	Remote E-Voting and E-voting at the AGM(Instapoll)
10	To consider and approve managerial remuneration paid to Mr. Sanjeev Kumar, Joint Managing Director of the Company for the FY 2020-21.	Special	Remote E-Voting and E-voting at the AGM(Instapoll)
11	To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis.	Special	Remote E-Voting and E-voting at the AGM(Instapoll)

AGENDA WISE VOTING RESULT

Agenda No. 1: To consider and adopt: (a) the audited standalone financial statements of the Company for the Financial Year ended March 31, 2021, the report of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2021 and the report of auditors thereon.

Resolution required	Ordinary Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
Public- Institutions	E-Voting*	33,846,315	26,054,725	76.9795	26,054,725	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	33,846,315	26,054,725	76.9795	26,054,725	0	100.0000	0.0000
Public- Non Institutions	E-Voting*	16,554,596	6,782,762	40.9721	6,782,724	38	99.9994	0.0006
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16,554,596	6,782,762	40.9721	6,782,724	38	99.9994	0.0006
	Total	60,769,172	43,205,748	71.0981	43,205,710	38	99.9999	0.0001

*E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).

Agenda No. 2: To appoint a Director in place of Mr. Sanjeev Kumar (DIN 00208173) who retires by rotation and being eligible offers himself for re-appointment.

Resolution required	Ordinary Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
Public- Institutions	E-Voting*	33,846,315	25,961,620	76.7044	25,693,580	268,040	98.9676	1.0324
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	33,846,315	25,961,620	76.7044	25,693,580	268,040	98.9676	1.0324
Public- Non Institutions	E-Voting*	16,554,596	8,840,911	53.4046	8,840,724	187	99.9979	0.0021
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16,554,596	8,840,911	53.4046	8,840,724	187	99.9979	0.0021
	Total	60,769,172	45,170,792	74.3318	44,902,565	268,227	99.4062	0.5938

***E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).**

Agenda No. 3: To consider and appoint Mr. Gregory Adam Foster (DIN 08926167) as an Independent Director on the Board of the Company.

Resolution required	Ordinary Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	24,380,313	1,144,189	95.5173	4.4827
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	33,846,315	25,524,502	75.4129	24,380,313	1,144,189	95.5173	4.4827
Public- Non Institutions	E-Voting*	16,554,596	8,840,911	53.4046	8,840,632	279	99.9968	0.0032
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16,554,596	8,840,911	53.4046	8,840,632	279	99.9968	0.0032
	Total	60,769,172	44,733,674	73.6124	43,589,206	1,144,468	97.4416	2.5584

***E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).**

Agenda No. 4: To consider and approve payment of remuneration for FY 2020-21 to Mr. Sanjai Vohra, a Non-Executive Independent Director of the Company.

Resolution required	Ordinary Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	23,114,276	2,410,226	90.5572	9.4428
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	33,846,315	25,524,502	75.4129	23,114,276	2,410,226	90.5572	9.4428
Public- Non Institutions	E-Voting*	16,554,596	6,782,745	40.9720	6,283,014	499,731	92.6323	7.3677
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16,554,596	6,782,745	40.9720	6,283,014	499,731	92.6323	7.3677
	Total	60,769,172	42,675,508	70.2256	39,765,551	2,909,957	93.1812	6.8188

***E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).**

Agenda No. 5: To consider and approve remuneration paid to Mr. Gregory Adam Foster, a Non-Executive Independent Director of the Company for FY 2020-21.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10,368,261	10,368,261	100.0000	10,368,261	0	100.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	23,159,046	2,365,456	90.7326	9.2674
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		33,846,315	25,524,502	75.4129	23,159,046	2,365,456	90.7326
Public- Non Institutions	E-Voting*	16,554,596	8,840,936	53.4047	8,341,107	499,829	94.3464	5.6536
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,554,596	8,840,936	53.4047	8,341,107	499,829	94.3464
Total	Total	60,769,172	44,733,699	73.6125	41,868,414	2,865,285	93.5948	6.4052

*E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).

Agenda No. 6: To consider and approve remuneration paid to Ms. Deepa Misra Harris, a Non-Executive Independent Director of the Company for FY 2020-21.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10,368,261	10,368,261	100.0000	10,368,261	0	100.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	23,114,276	2,410,226	90.5572	9.4428
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		33,846,315	25,524,502	75.4129	23,114,276	2,410,226	90.5572
Public- Non Institutions	E-Voting*	16,554,596	6,782,745	40.9720	6,282,935	499,810	92.6312	7.3688
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,554,596	6,782,745	40.9720	6,282,935	499,810	92.6312
Total	Total	60,769,172	42,675,508	70.2256	39,765,472	2,910,036	93.1810	6.8190

***E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).**

Agenda No. 7: To consider and approve payment of remuneration for FY 2020-21 to Mr. Vikram Bakshi, a Non-Executive Independent Director of the Company.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	23,159,046	2,365,456	90.7326	9.2674
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	33,846,315	25,524,502	75.4129	23,159,046	2,365,456	90.7326	9.2674
Public- Non Institutions	E-Voting*	16,554,596	8,840,935	53.4047	8,341,199	499,736	94.3475	5.6525
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16,554,596	8,840,935	53.4047	8,341,199	499,736	94.3475	5.6525
	Total	60,769,172	44,733,698	73.6125	41,868,506	2,865,192	93.5950	6.4050

*E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).

Agenda No. 8: To consider and approve payment of remuneration for FY 2020-21 to Ms. Pallavi Shardul Shroff, a Non-Executive Independent Director of the Company.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	23,159,046	2,365,456	90.7326	9.2674
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	33,846,315	25,524,502	75.4129	23,159,046	2,365,456	90.7326	9.2674
Public- Non Institutions	E-Voting*	16,554,596	8,840,936	53.4047	8,341,219	499,717	94.3477	5.6523
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	16,554,596	8,840,936	53.4047	8,341,219	499,717	94.3477	5.6523
	Total	60,769,172	44,733,699	73.6125	41,868,526	2,865,173	93.5950	6.4050

*E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).

Agenda No. 9: To consider and approve managerial remuneration paid to Mr. Ajay Bijli, Chairman and Managing Director of the Company for the FY 2020-21.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10,368,261	10,368,261	100.0000	10,368,261	0	100.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	22,262,736	3,261,766	87.2210	12.7790
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		33,846,315	25,524,502	75.4129	22,262,736	3,261,766	87.2210
Public- Non Institutions	E-Voting*	16,554,596	6,782,745	40.9720	6,282,978	499,767	92.6318	7.3682
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,554,596	6,782,745	40.9720	6,282,978	499,767	92.6318
Total	Total	60,769,172	42,675,508	70.2256	38,913,975	3,761,533	91.1857	8.8143

***E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).**

Agenda No. 10: To consider and approve managerial remuneration paid to Mr. Sanjeev Kumar, Joint Managing Director of the Company for the FY 2020-21.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10,368,261	10,368,261	100.0000	10,368,261	0	100.0000
Public- Institutions	E-Voting*	33,846,315	25,524,502	75.4129	22,262,736	3,261,766	87.2210	12.7790
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		33,846,315	25,524,502	75.4129	22,262,736	3,261,766	87.2210
Public- Non Institutions	E-Voting*	16,554,596	6,782,745	40.9720	6,283,002	499,743	92.6321	7.3679
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,554,596	6,782,745	40.9720	6,283,002	499,743	92.6321
Total	Total	60,769,172	42,675,508	70.2256	38,913,999	3,761,509	91.1858	8.8142

***E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).**

Agenda No. 11: To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis.

Resolution required	Special Resolution							
Whether promoter/Promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting*	10,368,261	10,368,261	100.0000	10,368,261	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		10,368,261	10,368,261	100.0000	10,368,261	0	100.0000
Public- Institutions	E-Voting*	33,846,315	26,054,725	76.9795	25,896,668	158,057	99.3934	0.6066
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		33,846,315	26,054,725	76.9795	25,896,668	158,057	99.3934
Public- Non Institutions	E-Voting*	16,554,596	8,840,892	53.4045	8,840,568	324	99.9963	0.0037
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		16,554,596	8,840,892	53.4045	8,840,568	324	99.9963
Total	Total	60,769,172	45,263,878	74.4849	45,105,497	158,381	99.6501	0.3499

***E-voting includes voting through remote e-voting and e-voting at the AGM (Instapoll).**

Arun Gupta & Associates

Company Secretaries

To,

The Chairman
PVR Limited
CIN: L74899DL1995PLC067827
61, Basant Lok, Vasant Vihar,
New Delhi – 110057

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') as amended and e-voting during the 26th Annual General Meeting of PVR Limited held on Tuesday, September 28, 2021 at 11.00 A.M. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') pursuant to circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI").

1. Appointment of Scrutinizer

I, Arun Kumar Gupta, Proprietor of Arun Gupta & Associates, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of PVR Limited (hereinafter referred to as the Company) for the remote e-voting as well as the e-voting by Members during the 26th Annual General Meeting ("AGM") of the Company held on Tuesday, September 28, 2021 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"). Our Responsibility as the Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 05, 2020 respectively read with clarification Circular No. 02/2021 dated January 13, 2021 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs and SEBI Circular



Arun Gupta & Associates

Company Secretaries

SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as "SEBI Circulars"), an advertisement was published in Business Standard (English newspaper) and Business Standard (vernacular language newspaper) on August 28, 2021 specifying the date and time of the AGM, availability of the AGM notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system during the AGM etc.

2.2 The Company hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 02nd September, 2021.

2.3 On account of the situation arising out of COVID-19 and in terms of the MCA Circulars and SEBI Circulars, the Company has sent the AGM Notice and Annual Reports on 02nd September, 2021 by e-mail to the Members who had registered their email ids with the Company / Depositories based on the Register of Members and list of Beneficial Owners made available by M/s KFin Technologies Private Limited, the Registrar and Share Transfer Agent ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

3. Cut-off date

3.1 The Voting rights were reckoned as on Tuesday, September 21, 2021, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting at the AGM, in respect of agenda item nos. 1 to 11 of the notice of AGM dated June 02, 2021.

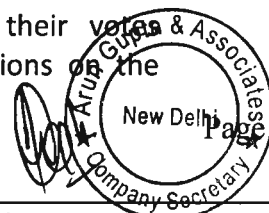
4. Remote e-voting process

4.1 Agency

The Company appointed M/s KFin Technologies Private Limited ("KFintech"), as the agency providing the platform for remote e-voting and e-voting during the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from 09:00 A.M. on September 25, 2021 till 05:00 P.M. on September 27, 2021 and Members were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions on the remote e-voting platform provided by KFintech.



Arun Gupta & Associates

Company Secretaries

5. Voting at the AGM

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014 as amended, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the annual general meeting, the facility for voting through e-voting at the AGM was made available only to the members who had not casted their vote by Remote e-voting.

6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting from the KFintech e-voting platform in the presence of Ms. Reema Miglani and Ms. Jyoti who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 and downloaded the results for scrutiny. After the voting by electronic means the votes cast through remote e-voting process was tabulated for the purpose of considering the total votes cast by the shareholders through both ways.

7. Results

7.1 Consolidated Results with respect to each item on the agenda as set out in the Notice of the AGM dated June 2, 2021 are enclosed herewith.

7.2 Based on the aforesaid results, we report that **8 Ordinary Resolutions and 3 Special Resolutions** as set out in **Item Nos. 1 to 11** of the Notice of the 26th AGM dated **June 2, 2021 have been passed with the requisite majority.**



Arun Gupta & Associates

Company Secretaries

Item No. 1: Ordinary Resolution

To consider and adopt: (a) the audited standalone financial statements of the Company for the Financial Year ended March 31, 2021, the report of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statements of the Company for the Financial Year ended March 31, 2021 and the report of auditors thereon.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	463	43205704	100.00%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	464	43205710	100.00%

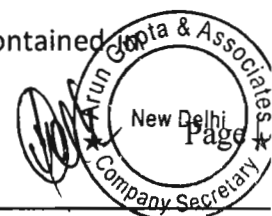
(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	9	38	0.00%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	9	38	0.00%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	5	2058263
E-voting at the AGM/ Insta Poll	0	0
Total	5	2058263

Based on the aforesaid results, we report that the Ordinary Resolution as contained **Item No. 1** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Sanjeev Kumar (DIN 00208173) who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	440	44902559	99.41%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	441	44902565	99.41%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	30	268227	0.59%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	30	268227	0.59%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	8	93219
E-voting at the AGM/ Insta Poll	0	0
Total	8	93219

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 2** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 3: Ordinary Resolution

To consider and appoint Mr. Gregory Adam Foster (DIN 08926167) as an Independent Director on the Board of the Company.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	442	43589200	97.44%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	443	43589206	97.44%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	26	1144468	2.56%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	26	1144468	2.56%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	9	530337
E-voting at the AGM/ Insta Poll	0	0
Total	9	530337

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 3** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 4: Ordinary Resolution

To consider and approve payment of remuneration for FY 2020-21 to Mr. Sanjai Vohra, a Non-Executive Independent Director of the Company.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	433	39765545	93.18%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	434	39765551	93.18%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	35	2909957	6.82%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	35	2909957	6.82%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	9	2588503
E-voting at the AGM/ Insta Poll	0	0
Total	9	2588503

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 4** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 5: Ordinary Resolution

To consider and approve remuneration paid to Mr. Gregory Adam Foster, a Non-Executive Independent Director of the Company for FY 2020-21.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	433	41868408	93.59%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	434	41868414	93.59%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	36	2865285	6.41%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	36	2865285	6.41%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	8	530312
E-voting at the AGM/ Insta Poll	0	0
Total	8	530312

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 5** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 6: Ordinary Resolution

To consider and approve remuneration paid to Ms. Deepa Misra Harris, a Non-Executive Independent Director of the Company for FY 2020-21.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	431	39765466	93.18%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	432	39765472	93.18%

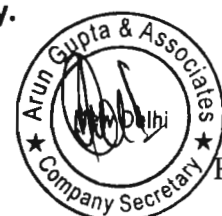
(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	37	2910036	6.82%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	37	2910036	6.82%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	9	2588503
E-voting at the AGM/ Insta Poll	0	0
Total	9	2588503

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 6** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 7: Ordinary Resolution

To consider and approve payment of remuneration for FY 2020-21 to Mr. Vikram Bakshi, a Non-Executive Independent Director of the Company.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	434	41868500	93.60%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	435	41868506	93.60%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	33	2865192	6.40%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	33	2865192	6.40%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	9	530313
E-voting at the AGM/ Insta Poll	0	0
Total	9	530313

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 7** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 8: Ordinary Resolution

To consider and approve payment of remuneration for FY 2020-21 to Ms. Pallavi Shardul Shroff, a Non-Executive Independent Director of the Company.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	436	41868520	93.60%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	437	41868526	93.60%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	32	2865173	6.40%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	32	2865173	6.40%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	8	530312
E-voting at the AGM/ Insta Poll	0	0
Total	8	530312

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 8** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 9: Special Resolution

To consider and approve managerial remuneration paid to Mr. Ajay Bijli, Chairman and Managing Director of the Company for the FY 2020-21.

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	419	38913969	91.19%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	420	38913975	91.19%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	49	3761533	8.81%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	49	3761533	8.81%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	9	2588503
E-voting at the AGM/ Insta Poll	0	0
Total	9	2588503

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 9** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 10: Special Resolution

To consider and approve managerial remuneration paid to Mr. Sanjeev Kumar, Joint Managing Director of the Company for the FY 2020-21

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	420	38913993	91.19%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	421	38913999	91.19%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	48	3761509	8.81%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	48	3761509	8.81%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	9	2588503
E-voting at the AGM/ Insta Poll	0	0
Total	9	2588503

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 10** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

Item No 11: Special Resolution

To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis

(i) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	445	45105491	99.65%
E-voting at the AGM/ Insta Poll	1	6	100.00%
Total	446	45105497	99.65%

(ii) Voted against the resolution:

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	26	158381	0.35%
E-voting at the AGM/ Insta Poll	0	0	0.00%
Total	26	158381	0.35%

(iii) Invalid Votes/ Abstain from Voting/ Not Voted:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	7	133
E-voting at the AGM/ Insta Poll	0	0
Total	7	133

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 11** of the Notice of the AGM has been **passed with requisite majority**.



Arun Gupta & Associates

Company Secretaries

8. Less votes were casted by one of the shareholder for 530 shares, Accordingly, the same is not included in the total number of votes mentioned in above resolutions.
9. The Register, all other papers and relevant records relating to remote e-voting shall remain in our safe custody until the chairman considers, approves, and signs the minutes and thereafter the same would be handed over to the Company Secretary of the Company for the safe keeping.
10. The results of the Voting shall be declared by the Chairman or any other person authorized by Board.

Thanking you
Yours faithfully

For Arun Gupta & Associates



Arun Kumar Gupta
(Scrutinizer)

Membership No. 21227

C.P. No. 8003

UDIN: A021227C001030147

Counter signed by

Ajay Bijli
(Chairman of the meeting)

Place: New Delhi

Date: 29/09/2021

Witnesses:

1)

Name: Reema Miglani
Address: 438, Dr. Mukherjee Nagar,
New Delhi-110009

2)

Name: Jyoti
Address: 2nd Floor, L-10, Majnu Ka Tilla,
Aruna Nagar, Delhi-110054