

Corporate Office : Plot No-18, Sector-35, Gurugram - 122004, Haryana (India) • Tel. : +91-124-4566300, 4786000
E-mail : devyani@dil-rjcorp.com • Website : www.dil-rjcorp.com
CIN No. : L15135DL1991PLC046758

July 3, 2023

To,

National Stock Exchange of India Ltd. Exchange Plaza, Block G, C/1, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Email: cmlist@nse.co.in Symbol: DEVYANI	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Email: corp.relations@bseindia.com Security Code: 543330
---	---

Sub: Submission of brief proceedings of 32nd Annual General Meeting of the Company through webex facility under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed brief proceedings of the 32nd Annual General Meeting ("AGM") of the Company held today i.e. Monday, July 3, 2023 at 11:00 A.M. (IST) and concluded at 11:52 A.M. (IST) through Webex facility provided by National Securities Depository Limited as **Annexure - I**.

The above-mentioned proceedings are also being uploaded on the Company's website www.dil-rjcorp.com.

This is for your kind information and records.

Yours faithfully

For Devyani International Limited



Pankaj Virmani
Company Secretary & Compliance Officer



Encl.: As Above



Annexure - I

BRIEF PROCEEDINGS OF THE 32ND ANNUAL GENERAL MEETING OF DEVYANI INTERNATIONAL LIMITED HELD ON MONDAY, JULY 3, 2023 AT 11:00 A.M. AND CONCLUDED AT 11:52 A.M. THROUGH WEBEX FACILITY PROVIDED BY NATIONAL SECURITIES DEPOSITORY LIMITED (“NSDL”)

In compliance with the applicable provisions of the Companies Act, 2013 and Rules made thereunder including applicable MCA Circulars and secretarial standard with respect to calling, convening and conducting the general meeting, the 32nd Annual General Meeting (“AGM”) of the Members of Devyani International Limited (“Company”) was held on Monday, July 3, 2023 at 11:00 A.M. (IST) through Webex facility provided by NSDL, which was attended by 222 Members.

Mr. Manish Dawar extended a warm welcome to the Members of the Company and confirmed that Non-Executive Chairman, other Board Members (including Chairperson of Audit, Risk Management and Ethics Committee, Nomination and Remuneration Committee and Stakeholders’ Relationship Committee) and Company Secretary & Compliance Officer have joined AGM through Webex facility provided by NSDL.

Mr. Manish Dawar informed the Members that in terms of the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and Rules made thereunder, the Company had provided Remote e-voting facility to its Members to cast their votes electronically on all the resolutions set out in the Notice, which commenced at 09:00 A.M. on Thursday, June 29, 2023 and ended at 05:00 P.M. on Sunday, July 2, 2023. Further, the Company had also provided e-voting facility to cast votes during the proceedings of AGM and another 30 minutes after vote of thanks by the Chairman, to enable those Members who had not cast their vote earlier through Remote e-voting.

Mr. Ravi Jaipuria, Non-Executive Chairman of the Company, took the Chair.

The Non-Executive Chairman extended a warm welcome to the Members, Directors and other participants in the Meeting and confirmed that requisite quorum being present, the Meeting was therefore called to order. Thereafter, he delivered his brief speech.

Though there was no negative qualification/ observation in the Auditors’ Reports, the Company Secretary read the Standalone Auditors’ Report in order to follow good governance and informed to the Members that the applicable Statutory Registers, Annual Report and other statutory documents were made available for inspection by the Members.

Since, the Notice convening 32nd AGM was circulated earlier, the same was taken as read.

The following items of business, as per Notice of the 32nd AGM dated May 17, 2023 were transacted at the Meeting:

A. Ordinary Business

Ordinary Resolutions

- (i) Adoption of (a) the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023 together with the report of Board of Directors and



Corporate Office : Plot No-18, Sector-35, Gurugram - 122004, Haryana (India) • Tel. : +91-124-4566300, 4786000
E-mail : devyani@dil-rjcorp.com • Website : www.dil-rjcorp.com
CIN No. : L15135DL1991PLC046758

Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company including Auditors' Report thereon for the Financial Year ended March 31, 2023.

Considering the fact that Non-Executive Chairman was interested in next Agenda Item, Mr. Raj Gandhi took the Chair for one next Agenda Item.

- (ii) Re-appointment of Mr. Ravi Jaipuria (DIN: 00003668) as Director liable to retire by rotation.

As Non-Executive Chairman was not interested in any other Agenda Items, therefore he resumed Chair and Mr. Raj Gandhi vacated the Chair.

- (iii) Re-appointment of Mr. Virag Joshi (DIN: 01821240) as Director liable to retire by rotation.

B. Special Business

Special Resolutions

- (iv) Re-appointment of Mr. Manish Dawar (DIN: 00319476) as a Whole-time Director of the Company for a period of up to 3 (Three) years.
- (v) Re-appointment of Dr. Ravi Gupta (DIN: 00023487) as an Independent Director of the Company for a second term of up to 5 (five) consecutive years.
- (vi) Re-appointment of Ms. Rashmi Dhariwal (DIN: 00337814) as an Independent Director of the Company for a second term of up to 5 (five) consecutive years.

To avoid repetition, identical questions received from Members were consolidated and responded by the Chairman.

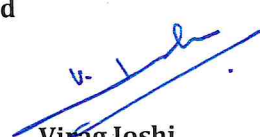
The Chairman then concluded the Meeting with a vote of thanks to the Members, Directors and others participants. He further requested all the Members who had not cast their vote through remote e-voting or e-voting during the proceedings of AGM to kindly vote on the proposed resolutions through e-voting for next 30 minutes.

The details of the voting results (remote e-voting and e-voting) on all the resolutions as set out in the Notice of AGM along with Scrutinizer's Report shall be submitted separately in due course.

This is for your information and records.

For Devyani International Limited


Pankaj Virmani
Company Secretary
& Compliance Officer


Virag Joshi
Whole-Time Director
& CEO


Manish Dawar
Whole-Time Director
& CFO

