

11th October, 2022

National Stock Exchange of India 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: 022-22722061/41/39/37

Company Code: PVR / 532689

Re: Compliance under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Please find enclosed the Proceedings of the NCLT Convened Meeting of Equity Shareholders of the Company held on October 11, 2022 at 11:30 a.m. (IST), through Video Conferencing (VC)/ Other Audio- Visual Means (OAVM). The meeting concluded at 12:20 p.m.

This is for your information and records.

Thanking You

For **PVR Limited**

Mukesh Kumar
SVP - Company Secretary
& Compliance Officer
Membership No. A-17925

PVR LIMITED

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

T: +91 124 4708100 | F: +91 124 4708101 | W: www.pvrcinemas.com

Regd Office: 7th Floor Lotus Grandeur Building, Veera Desai Road Opposite Gundecha Symphony, Andheri (W) Mumbai 400053. CIN: L74899MH1995PLC387971

Proceedings of the NCLT Convened Meeting of the Equity Shareholders of the Company.

Mr. Ajay Bijli appointed as Chairman of the Meeting by the Hon'ble National Company Law Tribunal, Mumbai Bench ("**Hon'ble NCLT**") pursuant to its Order dated 22nd August, 2022 to conduct the proceedings of the Meeting held on 11th October, 2022, chaired the Meeting. He welcomed the equity shareholders of the Company and introduced Directors and KMPs joining the meeting and acknowledged the presence of the Mr. Pramod S. Shah, Practising Company Secretary as Scrutinizer, representatives of the Statutory Auditors. After ensuring the requisite quorum for the meeting being present, he called the meeting to order.

Thereafter, the Equity Shareholders were apprised on the important statutory matters and about the modalities of the meeting. The Equity Shareholders were informed that meeting was held through VC/OAVM, pursuant to the order passed by the Hon'ble NCLT and in accordance with various MCA Circulars, therefore, the facility for appointment of proxies by the Equity Shareholders was not applicable and hence the register of proxies was not required to be maintained.

The Equity Shareholders were also informed that the Company had provided remote e-voting facility to Equity Shareholders for casting of the votes through electronic means through KFin Technologies Limited (K-fin). The remote e-voting commenced from Friday, October 7, 2022 (9:00 am) (IST) and ended on Monday, October 10, 2022 (5:00 pm) (IST). The facility for e-voting was also made available during the Meeting, for those Equity Shareholders who had not cast their vote earlier through remote e-voting.

The Equity Shareholders were further informed and they noted that resolution proposed for adoption by the Equity Shareholders at this meeting relates to approval of Scheme of Amalgamation of INOX Leisure Limited with PVR Limited and their respective shareholders and creditors ("**Scheme**"). The Equity Shareholders also noted that the notice convening the meeting along with explanatory statement under Section 230 read with Section 102 of the Companies Act, 2013 and the Scheme, had been circulated to the Equity Shareholders by the permissible mode were taken as read.

The Equity Shareholders were then apprised about the Scheme and its rationale.

Equity Shareholders were informed that, the results will be reported to the Hon'ble NCLT. The Company will also put up the results on the Notice Board of the Company at the registered office as well as on the website of the Company and on the website of the K-fin on or before close of business hours on 12th October 2022 and intimate the Stock Exchanges where the shares of the Company are listed.

Thereafter, the Resolution for approving the Scheme was placed before the Equity Shareholders for their consideration and approval.

On behalf of the chairman, Mr. Mukesh Kumar Company Secretary invited the Equity Shareholders who had registered themselves as speakers to express their views, to ask questions. The Members asked the questions about the market position of the company post-merger along

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with share exchange ratio. Mr. Nitin Sood, Chief Financial Officer of the Company, responded to all the queries raised by Members.

The Chairman and Company Secretary thanked the Equity Shareholders for joining the meeting.

It was thereafter declared that the proceedings of the meeting were closed and concluded.

The Meeting concluded at 12:20 p.m. after the Equity Shareholders present at the Meeting casted their votes.

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