

29th September, 2016

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: 022-22723121/1278

Company Code: PVR / 532689

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

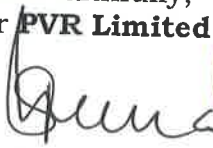

Dear Sir,

Please find enclosed the Proceedings of the 21st Annual General Meeting of the Company held on Thursday, 29th September, 2016 at 10.30 A.M at Mapple Emerald, Rajokri, NH- 8, New Delhi - 110038.

This is for your information and records.

Thanking You.

Yours faithfully,
For **PVR Limited**

Pankaj Dhawan
Sr. VP-Secretarial
Membership No. F-3170
Address: 23-C, Pocket J & K
Dilshad Garden, Delhi-110095

**Proceedings of the 21st Annual General Meeting of PVR Limited held on
September 29, 2016**

The 21st Annual General Meeting of the Members of the Company was held on September 29, 2016 at 10:30 a.m., at Mapple Emerald, Rajokri, NH- 8, New Delhi – 110038.

Mr. Ajay Bijli, Chairman and Managing Director, chaired the proceedings of the Meeting.

180 Members and 5 through proxies attended the Meeting as per the records of attendance.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the Listing Agreement, the Company had extended the remote E-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting. The remote E-voting commenced at 9:00 a.m. on September 26, 2016 and ended at 5:00 p.m. on September 28, 2016.

The Chairman informed the Members that the facility for voting through poll was made available at the Meeting for Members who had not cast their vote through remote E-voting.

He further informed that the Company has engaged for availing the services of Karvy Computershare Private Limited (“Karvy”) as the agency to provide E-voting facility and have appointed Mr. Arun Kumar Gupta, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the Poll and remote E-voting process.

Thereafter, all the 5 resolutions required to be passed were proposed and seconded. The Chairman invited queries and suggestions from the members present. Several Members raised queries and gave their suggestions and were duly replied by the Chairman and Company’s Chief Financial Officer and Company Secretary.

Thereafter, the Chairman ordered a poll to be taken at the meeting and requested Mr. Arun Kumar Gupta, Scrutinizer for an orderly conduct of the voting.

The Chairman announced that the consolidated scrutinizer’s report including E-voting results along with poll results shall be placed on the website of the Company and the website of Karvy.

The following items of the business as per the Notice of AGM, were transacted at the meeting:

ORDINARY BUSINESS:

1. Adoption of (a) Audited Financial Statement of the Company for the financial year ended on March 31, 2016, the reports of the Board of Directors and Auditors thereon; and (b) Audited Consolidated Financial Statement of the



- Company for the financial year ended on March 31, 2016 and the report of the Auditors thereon. **(Ordinary Resolution)**
2. Declaration of Dividend @ Rs. 2/- each on the existing Equity Shares **(Ordinary Resolution)**
 3. Appointment of Mr. Sanjeev Kumar, Director retiring by rotation **(Ordinary Resolution)**
 4. Ratification of Appointment of M/s S.R. Batliboi & Co., LLP, Chartered Accountants as Statutory Auditors **(Ordinary Resolution)**

SPECIAL BUSINESS

5. To offer for subscription Non-Convertible Debentures, if required, for an amount not exceeding Rs. 250 Crores on private placement basis **(Special Resolution)**

The details of the Results of the voting through the ballot paper and the electronic voting opted by the shareholders on all the Resolutions of the Notice will be forwarded separately on declaration of the same.

For PVR Limited



Pankaj Dhawan
Sr. VP-Secretarial



Membership No. F-3170
Address- 23C, Pocket- J & K,
Dilshad Garden, Delhi - 110095