

24th July, 2017

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

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

Dear Sir,

Please note that the 22nd Annual General Meeting of the members of the Company was held on today at 10:30 a.m. at Mapple Emerald, Rajokri, National Highway – 8, New Delhi – 110038.

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.

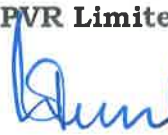
Certified copy of the Scrutinizer's Report on e-voting and poll conducted under the provisions of Companies Act, 2013 is also enclosed for your records.

Kindly acknowledge receipt of the same.

Thanking You.

Yours faithfully,

For **PVR Limited**


Pankaj Dhawan
Company Secretary



Annexure "A"

SL. NO	DESCRIPTION	PARTICULARS				
A	Date of AGM	24-07-2017				
B	Total Number of shareholders on record date	34732				
C	No of shareholders present in the meeting either in person or through proxy	218 members in person or 6 through proxy				
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	Promoter and Promoter Group	2	2	4	94,65,305	25.25%
	Public	216	4	220	6,32,606	1.35%
	Total	218	6	224	1,00,97,911	21.60%
D	No. of shareholders attended the meeting through Video conferencing	No video conferencing facility was made available				

Details of Resolution Passed:

Resolution	Ordinary / Special Resolution	Mode of Voting
To consider and adopt (a) the audited standalone financial statements of the company for the financial year ended 31st March 2017, 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 31st March 2017 and the report of auditors thereon	Ordinary	Remote E-Voting + Poll at AGM
To declare a final Dividend of Rs. 2/- per Equity Share of Rs. 10/- each for the Financial Year 2016-17	Ordinary	Remote E-Voting + Poll at AGM
To appoint a Director in place of Mr. Ajay Bijli (DIN 00531142) who retires by rotation and being eligible offers himself for re-appointment	Ordinary	Remote E-Voting + Poll at AGM



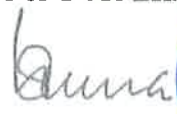
To appoint Statutory Auditors and to authorise the Chairman Cum Managing Director to fix their remuneration	Ordinary	Remote E-Voting + Poll at AGM
To consider and appoint Mr. Vishal Mahadevia (DIN 01035771) as Non-Executive Non- Independent Director on the Board of the Company	Ordinary	Remote E-Voting + Poll at AGM
To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis	Special	Remote E-Voting + Poll at AGM
To approve PVR Employee Stock Option Plan 2017	Special	Remote E-Voting + Poll at AGM
To adopt new set of Articles of Association of the company	Special	Remote E-Voting + Poll at AGM

Copy of the combined report of the Scrutinizer on the E-Voting and Poll is enclosed for your ready reference.

This is for your information and records.

Thanking You.

Yours faithfully,
For **PVR LIMITED**


Pankaj Dhawan
Company Secretary



Encl: A/a

Details of the Agenda No. 1: To consider and adopt (a) the audited standalone financial statements of the company for the financial year ended 31st March 2017, 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 31st March 2017 and the report of auditors thereon.

Resolution required: Ordinary

Promoter/ Public	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 favor (4)	No. of Votes – against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	94,65,305	0	0	0	0	0	0.00%
	Poll		94,65,305	100%	94,65,305	0	100%	0.00%
	TOTAL	94,65,305	94,65,305	100%	94,65,305	0	100%	0.00%
Public – Institutional holders	E-Voting	2,38,55,811	1,75,30,478	73.49%	1,75,30,478	0	100%	0.00%
	Poll		0	0.00%	0	0	0	0.00%
	TOTAL	2,38,55,811	1,75,30,478	73.49%	1,75,30,478	0	100%	0.00%
Public- Others	E-Voting	1,34,17,472	84,46,188	62.95%	84,46,187	1	99.99%	0.00%
	Poll		3,34,744	2.49%	3,34,744	0	100%	0.00%
	TOTAL	1,34,17,472	87,80,932	65.44%	87,80,931	1	100%	0.00%
Total		4,67,38,588	3,57,76,715	76.55%	3,57,76,714	1	100%	0.00%

Details of the Agenda No. 2: To declare a final Dividend of Rs. 2/- per Equity Share of Rs. 10/- each for the Financial Year 2016-17

Resolution required: Ordinary

Promoter/ Public	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 favor (4)	No. of Votes - against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	94,65,305	0	0	0	0	0	0.00%
	Poll		94,65,305	100%	94,65,305	0	100%	0.00%
	TOTAL		94,65,305	100%	94,65,305	0	100%	0.00%
Public - Institutional holders	E-Voting	2,38,55,811	1,75,50,428	73.57%	1,75,50,428	0	100%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	TOTAL		1,75,50,428	73.57%	1,75,50,428	0	100%	0.00%
Public- Others	E-Voting	1,34,17,472	8446188	62.95%	8446188	0	100%	0.00%
	Poll		3,34,744	2.49%	3,34,744	0	100%	0.00%
	TOTAL		87,80,932	65.44%	87,80,932	0	100%	0.00%
Total		4,67,38,588	3,57,96,665	76.59%	3,57,96,665	0	100%	0.00%

Details of the Agenda No. 3: To appoint a Director in place of Mr. Ajay Bijli (DIN 00531142) who retires by rotation and being eligible offers himself for re-appointment

Resolution required: Ordinary

Promoter/ Public	Mode of Voting	No. of shares held	(1)	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favor	(4)	(5)	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting	94,65,305	(1)	0	0	0	0	0	0	0.00%
	Poll			94,65,305	100%	94,65,305	0	0	100%	0.00%
	TOTAL			94,65,305	100%	94,65,305	0	0	100%	0.00%
Public – Institutional holders	E-Voting	2,38,55,811	(1)	1,75,01,442	73.36%	1,64,95,671	10,05,771	10,05,771	94.25%	5.75%
	Poll			0	0.00	0	0	0	100%	0.00%
	TOTAL			1,75,01,442	73.36%	1,64,95,671	10,05,771	10,05,771	94.25%	5.75%
Public- Others	E-Voting	1,34,17,472	(1)	84,46,188	62.95%	84,46,187	1	1	99.99%	0.00%
	Poll			3,34,744	2.49%	3,34,744	0	0	100%	0.00%
	TOTAL			87,80,932	65.44%	87,80,931	1	1	100%	0.00%
Total		4,67,38,588		3,57,47,679	76.48%	3,47,41,907	10,05,772	10,05,772	97.19%	2.81%

Details of the Agenda No. 4: To appoint Statutory Auditors and to authorise the Chairman Cum Managing Director to fix their remuneration.

Resolution required: Ordinary

Promoter/ Public	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 favor (4)	No. of Votes again st (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/ (2)]*100
Promoter and Promoter Group	E-Voting	94,65,305	0	0	0	0	0	0.00%
	Poll		94,65,305	100%	94,65,305	0	100%	0.00%
	TOTAL	94,65,305	94,65,305	100%	94,65,305	0	100%	0.00%
Public – Institutional holders	E-Voting	2,38,55,811	1,75,50,428	73.57%	1,75,50,428	0	100%	0.00%
	Poll		0	0.00	0	0	0.00%	0.00%
	TOTAL	2,38,55,811	1,75,50,428	73.57%	1,75,50,428	0	100%	0.00%
Public- Others	E-Voting	1,34,17,472	84,46,188	62.95%	84,46,187	1	99.99%	0.00%
	Poll		3,34,744	2.49%	3,34,744	0	100%	0.00%
	TOTAL	1,34,17,472	87,80,932	65.44%	87,80,931	1	100%	0.00%
Total		4,67,38,588	3,57,96,665	76.59%	3,57,96,664	1	100%	0.00%

Details of the Agenda No. 5: To consider and appoint Mr. Vishal Mahadevia (DIN 01035771) as Non-Executive Non-Independent Director on the Board of the Company.

Resolution required: Ordinary

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favor	No. of Votes – against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,305	0	0	0	0	0	0.00%
	Poll		94,65,305	100%	94,65,305	0	100%	0.00%
	TOTAL	94,65,305	94,65,305	100%	94,65,305	0	100%	0.00%
Public – Institutional holders	E-Voting	2,38,55,811	1,75,42,428	73.54%	1,70,61,393	4,81,035	97.26%	2.74%
	Poll		0	0.00	0	0	0.00	0.00%
	TOTAL	2,38,55,811	1,75,42,428	73.54%	1,70,61,393	4,81,035	97.26%	0.00%
Public- Others	E-Voting	1,34,17,472	84,46,188	62.95%	84,46,187	1	99.99%	0.00%
	Poll		3,34,744	2.49%	3,34,744	0	100%	0.00%
	TOTAL	1,34,17,472	87,80,932	65.44%	87,80,931	1	100%	0.00%
Total		4,67,38,588	3,57,88,665	76.57%	3,53,07,629	4,81,036	98.66%	1.34%

Details of the Agenda No. 6: To approve offer or invitation to subscribe to Non-Convertible Debentures on private placement basis

Resolution required: Special

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favor	No. of Votes – against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,305	0	0	0	0	0	0.00%
	Poll		94,65,305	100%	94,65,305	0	100%	0.00%
	TOTAL	94,65,305	94,65,305	100%	94,65,305	0	100%	0.00%
Public – Institutional holders	E-Voting	2,38,55,811	1,75,50,428	73.57%	1,74,81,038	69,390	99.60%	0.40%
	Poll		0	0.00	0	0	0.00	0.00%
	TOTAL	2,38,55,811	1,75,50,428	73.57%	1,74,81,038	69,390	99.60%	0.40%
Public- Others	E-Voting	1,34,17,472	84,46,188	62.95%	84,46,187	1	99.99%	0.00%
	Poll		3,34,744	2.49%	3,34,744	0	100%	0.00%
	TOTAL	1,34,17,472	87,80,932	65.44%	87,80,931	1	100%	0.00%
Total		4,67,38,588	3,57,96,665	76.59%	3,57,27,274	69,391	99.81%	0.19%

Details of the Agenda No. 7: To approve PVR Employee Stock Option Plan 2017

Resolution required: Special

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes – in favor	No. of Votes – against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,305	0	0	0	0	0	0.00%
	Poll		94,65,305	100%	94,65,305	0	100%	0.00%
	TOTAL	94,65,305	94,65,305	100%	94,65,305	0	100%	0.00%
Public – Institutional holders	E-Voting	2,38,55,811	1,75,45,428	73.55%	92,72,234	82,73,194	52.85%	47.15%
	Poll		0	0.00	0	0	0.00	0.00%
	TOTAL	2,38,55,811	1,75,45,428	73.55%	92,72,234	82,73,194	52.85%	47.15%
Public- Others	E-Voting	1,34,17,472	84,46,188	62.95%	84,46,177	11	99.99%	0.00%
	Poll		3,34,744	2.49%	3,34,744	0	100%	0.00%
	TOTAL	1,34,17,472	87,80,932	65.44%	87,80,921	11	99.99%	0.00%
Total		4,67,38,588	3,57,91,665	76.58%	2,75,18,460	82,73,205	76.89%	23.11%

Details of the Agenda No. 8: To adopt new set of Articles of Association of the company

Resolution required: Special

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled	% of votes Polled on outstanding shares	No. of Votes -- in favor	No. of Votes -- against	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	94,65,305	0	0	0	0	0	0.00%
	Poll		94,65,305	100%	94,65,305	0	100%	0.00%
	TOTAL	94,65,305	94,65,305	100%	94,65,305	0	100%	0.00%
Public – Institutional holders	E-Voting	2,38,55,811	1,75,45,428	73.55%	1,67,35,789	8,09,639	95.39%	4.61%
	Poll		0	0.00	0	0	0.00	0.00%
	TOTAL	2,38,55,811	1,75,45,428	73.55%	1,67,35,789	8,09,639	95.39%	4.61%
Public- Others	E-Voting	1,34,17,472	84,46,188	62.95%	84,46,187	1	99.99%	0.00%
	Poll		3,34,744	2.49%	3,34,744	0	100%	0.00%
	TOTAL	1,34,17,472	87,80,932	65.44%	87,80,931	1	100%	0.00%
Total		4,67,38,588	3,57,91,665	76.58%	3,49,82,025	8,09,640	97.74%	2.26%

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Company Secretaries

Consolidated Scrutinizer's Report

[Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015]

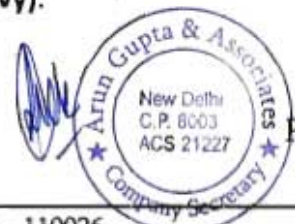
To,

The Chairman
**22nd Annual General Meeting of the
 Equity Shareholders of PVR Limited**
 Held on Monday, 24th July, 2017 at 10:30 A.M.
 at Mapple Emerald, Rajokri, NH-8,
 New Delhi-110038

Dear Sir,

I, Arun Kumar Gupta, Proprietor of M/s Arun Gupta & Associates, Practicing Company Secretary, had been appointed as the Scrutinizer by the Board of Directors of **M/s PVR LIMITED** pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 to scrutinize the Remote e-voting process and physical poll process at the 22nd Annual General Meeting (AGM) held on **Monday, 24th day of July, 2017** at Mapple Emerald, Rajokri, NH-8, New Delhi-110038, submit my report as under:

- 1) The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through electronic means i.e. Remote e-voting and Poll on the Resolutions contained in the Notice to the 22nd Annual General Meeting of the Company.
- 2) As Scrutinizer for Remote e-voting process and for Poll conducted at the AGM, my responsibility is to provide the Scrutinizer's report of the Votes Cast in "favor" or "against" the resolutions stated in the notice, based on the votes casted through ballot papers at the meeting and reports generated from the e-voting system provided by **Karvy Computershare Private Limited (Karvy)**.



Arun Gupta & Associates

Company Secretaries

- 3) The Shareholders of the Company holding shares as on the "cut-off" date i.e. Tuesday, 18th July, 2017 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.
- 4) The Remote e-voting was open between 9.00 A.M. to 5.00 P.M. for four days from 20th July, 2017 to 23rd July, 2017 (both days inclusive). The e-voting platform was blocked thereafter by Karvy.
- 5) The facility for voting through physical ballot papers was made available at the meeting for the members who were present and had not casted their vote by Remote e-voting. Such members exercised their right to vote at the meeting through ballot papers.
- 6) Immediately after conclusion of voting at the meeting, the polling boxes containing the ballot papers were opened in the presence of two witnesses who were not in employment of Company and votes were counted.
- 7) Thereafter, the result of Remote e-voting was unblocked from the website of M/s. Karvy Computershare Private Limited. i.e. <https://evoting.karvy.com> in the presence of Ms. Reema Miglani and Ms. Monika Mannan who are not in employment of the Company.
- 8) Accordingly, I hereby submit my Consolidated Report as under on the result of the Remote e-voting and Poll conducted at the meeting in respect of the following Resolutions:

ITEM NO. 1: Ordinary Resolution

To consider and adopt (a) the audited standalone financial statements of the company for the financial year ended 31st March 2017, 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 31st March 2017 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	160	25,976,665	100%
Poll	133	9,800,049	100%
Total	293	35,776,714	100%

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(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	1	1	0%
Poll	0	0	0%
Total	1	1	0%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	3	19,950
Poll	1	2,778
Total	4	22,728

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the AGM dated 30th May, 2017 has been passed with requisite majority.

ITEM NO. 2: Ordinary Resolution

To declare a final Dividend of Rs. 2/- per Equity Share of Rs. 10/- each for the Financial Year 2016-17

(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	164	25,996,616	100%
Poll	133	9,800,049	100%
Total	297	35,796,665	100%



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(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	0	0	0%
Poll	0	0	0%
Total	0	0	0%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	1	2,778
Total	1	2,778

Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 2** of the Notice of the AGM dated 30th May, 2017 has been **passed with requisite majority**.

ITEM NO 3: Ordinary Resolution

To appoint a Director in place of Mr. Ajay Bijli (DIN 00531142) 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	146	24,941,858	96.12%
Poll	133	9,800,049	100%
Total	279	34,741,907	97.19%



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(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	16	1,005,772	3.88%
Poll	0	0	0%
Total	16	1,005,772	2.81%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	2	48,986
Poll	1	2,778
Total	3	51,764

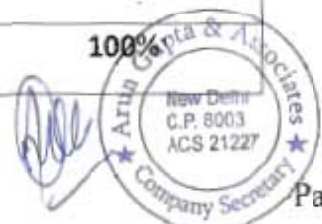
Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of the AGM dated 30th May, 2017 has been passed with requisite majority.

ITEM NO. 4: Ordinary Resolution

To appoint Statutory Auditors and to authorise the Chairman Cum Managing Director to fix their remuneration

(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	163	25,996,615	100%
Poll	133	9,800,049	100%
Total	296	35,796,664	100%



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Company Secretaries

(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	1	1	0.00%
Poll	0	0	0%
Total	1	1	0.00%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	1	2,778
Total	1	2,778

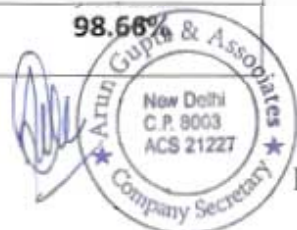
Based on the aforesaid results, we report that the Ordinary Resolution as contained in **Item No. 4** of the Notice of the AGM dated 30th May, 2017 has been **passed with requisite majority**.

ITEM NO. 5: Ordinary Resolution

To consider and appoint Mr. Vishal Mahadevia (DIN 01035771) as Non-Executive Non- 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	158	25,507,580	98.15%
Poll	133	9,800,049	100%
Total	291	35,307,629	98.66%



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Company Secretaries

(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	4	481,036	1.85%
Poll	0	0	0%
Total	4	481,036	1.34%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	2	8000
Poll	1	2,778
Total	3	10,778

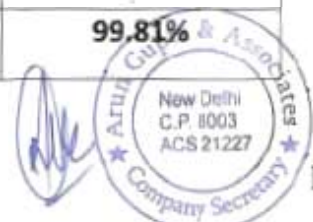
Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 5 of the Notice of the AGM dated 30th May, 2017 has been passed with requisite majority.

ITEM NO. 6: 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	156	25,927,225	99.73%
Poll	133	9,800,049	100%
Total	289	35,727,274	99.81%



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(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	8	69391	0.27%
Poll	0	0	0%
Total	8	69,391	0.19%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	0	0
Poll	1	2,778
Total	1	2,778

Based on the aforesaid results, we report that the Special Resolution as contained in **Item No. 6** of the Notice of the AGM dated 30th May, 2017 has been **passed with requisite majority**.

ITEM NO. 7: Special Resolution

To approve PVR Employee Stock Option Plan 2017

(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	73	17,718,411	68.17%
Poll	133	9,800,049	100%
Total	206	27,518,460	76.89%



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(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	90	8,273,205	31.83%
Poll	0	0	0%
Total	90	8,273,205	23.11%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	1	5,000
Poll	1	2,778
Total	2	7,778

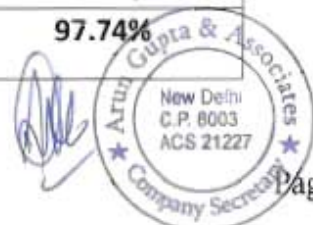
Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 7 of the Notice of the AGM dated 30th May, 2017 has been passed with requisite majority.

ITEM NO. 8: Special Resolution

To adopt new set of Articles of Association 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	146	25,181,976	96.88%
Poll	133	9,800,049	100%
Total	279	34,982,025	97.74%



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(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	17	809,640	3.12%
Poll	0	0	0%
Total	17	809,640	2.26%

(iii) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of votes cast by them
Remote e-voting	1	5,000
Poll	1	2,778
Total	2	7,778

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 8 of the Notice of the AGM dated 30th May, 2017 has been **passed with requisite majority**.

- 9) 9 (Nine) Polling Papers were marked as rejected and not taken on record.
- 10) I hereby confirm that I am maintaining the registers in respect of the votes casted through Poll and Remote e-voting exercised by the shareholders of the Company to record the assent or dissent received, duly mentioning the particulars of name, address, folio number or client ID/DP ID of the members, number of shares held by them, nominal value of such shares.
- 11) I shall arrange to hand over these records to the Company Secretary of the Company for safe keeping after the Chairman considers, approves and signs the minutes.
- 12) The results of the Voting shall be declared by the Chairman or any other person authorized by Board.



Arun Gupta & Associates

Company Secretaries

Thanking you
Yours faithfully

For Arun Gupta & Associates



Arun Kumar Gupta
(Scrutinizer)
Membership No. 21227
C.P. No. 8003

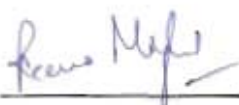


Counter signed by

Sanjeev Kumar
(Chairman of the meeting)

Place: New Delhi
Date: 25/07/2017

Witnesses:

1) 

Name: Reema Miglani
Address: 192, Dr. Mukherjee Nagar,
New Delhi-110009

2) 

Name: Monika Mannan
Address: D-177, Peera Garhi Camp,
New Delhi-110056