

09<sup>th</sup> September 2025

**The Manager - Listing**

**National Stock Exchange of India Limited**  
**(Scrip Symbol: PVRINOX)**

**The Manager – Listing**

**BSE Limited**  
**(Scrip Code: 532689)**

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

Dear Sir,

We are pleased to inform that 30<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 08, 2025 at 04:30 p.m. (IST) by way of Video Conferencing/ Other Audio Visual Means ("VC/OAVM").

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 INOX Limited**

**Murlee Manohar Jain**  
**SVP Company Secretary**  
**& Compliance Officer**

Encl: A/a

**PVR INOX LIMITED** (Formerly known as PVR Limited)

**DECLARATION OF VOTING RESULTS OF REMOTE E-VOTING AND E-VOTING BY MEMBERS DURING THE 30<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF PVR INOX LIMITED HELD ON MONDAY, SEPTEMBER 08, 2024 AT 04:30 P.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	<b>Date of AGM</b>	September 08, 2025				
B	<b>Total Number of shareholders on record date (September 01, 2025)</b>	259084				
C	<b>No of shareholders present in the meeting either in person or through proxy</b>	Not Applicable				
D	<b>No. of shareholders attended the meeting through Video conferencing</b>	151				
	SHAREHOLDERS	PRESENT through Video conferencing	PRESENT THROUGH PROXY	TOTAL	SHARES HELD BY THEM	% TO CAPITAL
	Promoter and Promoter Group	7	0	7	1,88,40,860	19.19
	Public	144	0	144	1,15,155	11.73
	Total	151	0	151	1,89,56,015	30.92

**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 31st March 2025, 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 2025 and the report of Auditors thereon.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
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 as a Director.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM

3	To appoint a Director in place of Mr. Pavan Kumar Jain (DIN: 00030098) who retires by rotation and being eligible, offers himself for re-appointment as a Director.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
4	To approve the appointment of Secretarial Auditors of the Company for a period of 5 years.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
5	To approve payment of remuneration for Financial Year 2024-25 to Mr. Vishesh Chander Chandiok, Independent Director of the Company.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
6	To approve payment of remuneration for Financial Year 2024-25 to Mr. Dinesh Kanabar, Independent Director of the Company.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
7	To approve payment of remuneration for Financial Year 2024-25 to Mr. Shishir Baijal, Independent Director of the Company.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
8	To approve payment of remuneration for Financial Year 2024-25 to Ms. Deepa Misra Harris (appointed w.e.f. 22nd October, 2024), Independent Director of the Company.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
9	To approve payment of remuneration for Financial Year 2024-25 to Mr. Sanjai Vohra, Independent Director (term expired w.e.f. 24th July, 2024) of the Company.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM
10	To approve payment of remuneration for Financial Year 2024-25 to Ms. Pallavi Shardul Shroff, Independent Director (term expired w.e.f. 21st October, 2024) of the Company.	Ordinary Resolution	Remote E-Voting and E-voting at the AGM

## 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 31st March 2025, the report of the Board of Directors and Auditors thereon; and the audited consolidated financial statements of the Company for the Financial Year ended 31st March 2025 and the report of Auditors thereon.

<b>Resolution required</b>	<b>Ordinary Resolution</b>							
<b>Whether promoter/Promoter group are interested in the agenda/resolution?</b>	<b>No</b>							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,68,81,733	90.0549	4,68,81,733	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,68,81,733</b>	<b>90.0549</b>	<b>4,68,81,733</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	13,69,022	7.1651	13,68,871	151	99.9890	0.0110
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13,69,272</b>	<b>7.1664</b>	<b>13,69,121</b>	<b>151</b>	<b>99.9890</b>	<b>0.0110</b>
<b>Total</b>		<b>9,81,99,962</b>	<b>7,52,85,071</b>	<b>76.6651</b>	<b>7,52,84,920</b>	<b>151</b>	<b>99.9998</b>	<b>0.0002</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**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 as a Director.:**

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
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	4,64,84,325	4,27,964	99.0877	0.9123
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>4,64,84,325</b>	<b>4,27,964</b>	<b>99.0877</b>	<b>0.9123</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	13,68,982	7.1649	13,68,458	524	99.9617	0.0383
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13,69,232</b>	<b>7.1662</b>	<b>13,68,708</b>	<b>524</b>	<b>99.9617</b>	<b>0.0383</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,53,15,587</b>	<b>76.6961</b>	<b>7,48,87,099</b>	<b>4,28,488</b>	<b>99.4311</b>	<b>0.5689</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Agenda No. 3: To appoint a Director in place of Mr. Pavan Kumar Jain (DIN: 00030098) who retires by rotation and being eligible, offers himself for re-appointment as a Director.:**

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
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	2,83,78,682	1,85,33,607	60.4931	39.5069
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>2,83,78,682</b>	<b>1,85,33,607</b>	<b>60.4931</b>	<b>39.5069</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	8,43,680	4.4156	6,86,801	1,56,879	81.4054	18.5946
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>8,43,930</b>	<b>4.4169</b>	<b>6,87,051</b>	<b>1,56,879</b>	<b>81.4109</b>	<b>18.5891</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,47,90,285</b>	<b>76.1612</b>	<b>5,60,99,799</b>	<b>1,86,90,486</b>	<b>75.0095</b>	<b>24.9905</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Agenda No. 4: To approve the appointment of Secretarial Auditors of the Company for a period of 5 years.:**

<b>Resolution required</b>	<b>Ordinary Resolution</b>							
<b>Whether promoter/Promoter group are interested in the agenda/resolution?</b>	<b>No</b>							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,11,080	90.1113	4,69,11,080	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,11,080</b>	<b>90.1113</b>	<b>4,69,11,080</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	13,69,022	7.1651	13,68,863	159	99.9884	0.0116
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13,69,272</b>	<b>7.1664</b>	<b>13,69,113</b>	<b>159</b>	<b>99.9884</b>	<b>0.0116</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,53,14,418</b>	<b>76.6950</b>	<b>7,53,14,259</b>	<b>159</b>	<b>99.9998</b>	<b>0.0002</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Agenda No. 5: To approve payment of remuneration for Financial Year 2024-25 to Mr. Vishesh Chander Chandiok, 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
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	4,60,70,970	8,41,319	98.2066	1.7934
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>4,60,70,970</b>	<b>8,41,319</b>	<b>98.2066</b>	<b>1.7934</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	8,43,715	4.4158	6,85,581	1,58,134	81.2574	18.7426
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>8,43,965</b>	<b>4.4171</b>	<b>6,85,831</b>	<b>1,58,134</b>	<b>81.2630</b>	<b>18.7370</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,47,90,320</b>	<b>76.1613</b>	<b>7,37,90,867</b>	<b>9,99,453</b>	<b>98.6637</b>	<b>1.3363</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.



**Agenda No. 6: To approve payment of remuneration for Financial Year 2024-25 to Mr. Dinesh Kanabar, 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
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	4,69,06,364	5,925	99.9874	0.0126
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>4,69,06,364</b>	<b>5,925</b>	<b>99.9874</b>	<b>0.0126</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	13,69,017	7.1651	13,64,814	4,203	99.6930	0.3070
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13,69,267</b>	<b>7.1664</b>	<b>13,65,064</b>	<b>4,203</b>	<b>99.6930</b>	<b>0.3070</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,53,15,622</b>	<b>76.6962</b>	<b>7,53,05,494</b>	<b>10,128</b>	<b>99.9866</b>	<b>0.0134</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Agenda No. 7: To approve payment of remuneration for Financial Year 2024-25 to Mr. Shishir Baijal, Independent Director of the Company.:**

<b>Resolution required</b>	<b>Ordinary Resolution</b>							
<b>Whether promoter/Promoter group are interested in the agenda/resolution?</b>	<b>No</b>							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	3,76,62,978	92,49,311	80.2838	19.7162
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>3,76,62,978</b>	<b>92,49,311</b>	<b>80.2838</b>	<b>19.7162</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	8,43,715	4.4158	6,51,314	1,92,401	77.1960	22.8040
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>8,43,965</b>	<b>4.4171</b>	<b>6,51,564</b>	<b>1,92,401</b>	<b>77.2027</b>	<b>22.7973</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,47,90,320</b>	<b>76.1613</b>	<b>6,53,48,608</b>	<b>94,41,712</b>	<b>87.3758</b>	<b>12.6242</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Agenda No. 8: To approve payment of remuneration for Financial Year 2024-25 to Ms. Deepa Misra Harris (appointed w.e.f. 22<sup>nd</sup> October, 2024), 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
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	4,68,44,942	67,347	99.8564	0.1436
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>4,68,44,942</b>	<b>67,347</b>	<b>99.8564</b>	<b>0.1436</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	13,69,017	7.1651	13,64,859	4,158	99.6963	0.3037
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13,69,267</b>	<b>7.1664</b>	<b>13,65,109</b>	<b>4,158</b>	<b>99.6963</b>	<b>0.3037</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,53,15,622</b>	<b>76.6962</b>	<b>7,52,44,117</b>	<b>71,505</b>	<b>99.9051</b>	<b>0.0949</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Agenda No. 9: To approve payment of remuneration for Financial Year 2024-25 to Mr. Sanjai Vohra, Independent Director (term expired w.e.f. 24<sup>th</sup> July, 2024) 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
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	2,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	4,69,12,289	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>4,69,12,289</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	13,69,017	7.1651	13,64,943	4,074	99.7024	0.2976
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13,69,267</b>	<b>7.1664</b>	<b>13,65,193</b>	<b>4,074</b>	<b>99.7025</b>	<b>0.2975</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,53,15,622</b>	<b>76.6962</b>	<b>7,53,11,548</b>	<b>4,074</b>	<b>99.9946</b>	<b>0.0054</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Agenda No. 10: To approve payment of remuneration for Financial Year 2024-25 to Ms. Pallavi Shardul Shroff, Independent Director (term expired w.e.f. 21<sup>st</sup> October, 2024) 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
<b>Promoter and Promoter Group</b>	E-Voting*	2,70,34,066	,70,34,066	100.0000	2,70,34,066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>2,70,34,066</b>	<b>100.0000</b>	<b>2,70,34,066</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
<b>Public- Institutions</b>	E-Voting*	5,20,59,034	4,69,12,289	90.1136	4,68,44,942	67,347	99.8564	0.1436
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>4,69,12,289</b>	<b>90.1136</b>	<b>4,68,44,942</b>	<b>67,347</b>	<b>99.8564</b>	<b>0.1436</b>
<b>Public- Non Institutions</b>	E-Voting*	1,91,06,862	13,69,017	7.1651	13,64,903	4,114	99.6995	0.3005
	Poll		250	0.0013	250	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>13,69,267</b>	<b>7.1664</b>	<b>13,65,153</b>	<b>4,114</b>	<b>99.6995</b>	<b>0.3005</b>
	<b>Total</b>	<b>9,81,99,962</b>	<b>7,53,15,622</b>	<b>76.6962</b>	<b>7,52,44,161</b>	<b>71,461</b>	<b>99.9051</b>	<b>0.0949</b>

\*E-voting includes voting through remote e-voting and e-voting at the AGM.

**Consolidated Scrutinizer's Report**

Pursuant to Section 108 of the Companies Act, 2013 ('the Act') and Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the Rules')

To,

The Chairman

**PVR INOX Limited**

(CIN: L74899MH1995PLC387971)

Registered Office at:

7<sup>th</sup> Floor, Lotus Grandeur Building, Veera Desai Road, Opposite Gundecha Symphony, Andheri (West), Mumbai, Maharashtra, 400053

Corporate Office at:

Block A, 4<sup>th</sup> Floor, Building No. 9A, DLF Cyber City, Phase – III, Gurugram, Haryana-122002

Dear Sir,

I, **Devesh Kumar Vasisht**, Managing Partner of M/s **DPV & Associates LLP**, Company Secretaries, bearing firm Registration No. L2021HR009500 having office at B-285, First Floor, Green Fields, Sector-43, Faridabad-121010, was appointed as Scrutinizer by the Board of Directors of **PVR INOX Limited** ("the Company") on May 12, 2025, for the purpose of scrutinizing voting process i.e. remote e-voting and e-voting during the 30<sup>th</sup> Annual General Meeting ('AGM') of the Company in a fair and transparent manner under the provisions of Section 108 of the Act read with the Rules and General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 03/2022 dated May 05, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 ("**MCA Circulars**"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**') read with Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with other relevant circulars including Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 ('**SEBI Circulars**'), Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) in respect of the resolutions mentioned in the Notice dated May 12, 2025 ("AGM Notice") for AGM of the Company held on Monday, the 8<sup>th</sup> day of September, 2025 at 04.30 P.M. (IST) through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

The Company has availed the services of National Securities Depositories Limited ('NSDL') for the purpose of convening the AGM through VC/OAVM facility, voting through remote e-voting and e-voting at the AGM.

**I submit my report as under:**

1. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and the Rules made thereunder and (ii) the MCA Circulars; (iii) SEBI Circulars and (iv) the Listing Regulations related to e-voting in respect of the resolutions contained in the AGM Notice including the dispatch of AGM notice to the shareholders and also to ensure a secured framework for e-voting.
2. My responsibility as Scrutinizer is restricted to make a consolidated scrutinizer's report of the votes cast in 'Favour' or 'Against' the resolutions contained in the AGM Notice, based on the report generated from the e-voting platform provided by NSDL.
3. The Company has published newspaper advertisement on August 15, 2025 confirming on the completion of dispatch of AGM Notice along with the Annual Report for FY 2024-25 to eligible members in "Business Standard" in English Language and "Loksatta" in Regional Language (Marathi) as per Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations.
4. The Members of the Company as on the "Cut-off Date" i.e. Monday, September 01, 2025 were entitled to avail the facility of remote e-voting as well as e-voting during the AGM on the proposed resolutions as set out in AGM Notice.
5. The remote e-voting period commenced on September 04, 2025 at 9:00 A.M. (IST) and ended on September 07, 2025 at 5:00 P.M. (IST) via e-voting platform i.e. [evoting@nsdl.com](mailto:evoting@nsdl.com). The Company also provided e-voting facility to the Members who participated/ attended through VC/OAVM to enable such Members to cast their votes, if they had not casted their vote earlier through remote e-voting.
6. After completion of e-voting during the AGM, the e-votes cast by the Shareholders were unblocked in the presence of two witnesses i.e. Mr. Mukesh Sharma and Mr. Parveen Kumar who are not in the employment of the Company and have signed below in confirmation of the same:



Mukesh Sharma



Parveen Kumar

7. Thereafter, the data of remote e-voting and e-voting during the AGM was diligently scrutinized and reconciled with the register of members of the Company as on cut-off date as maintained by KFin Technologies Limited ("RTA") of the Company. Detailed registers are maintained containing the summary of results of remote e-voting and e-voting during the AGM.
8. There was no shareholder who opted for both the facilities, i.e. remote e-voting and e-voting during the AGM.
9. As on the cut-off date, the fully paid-up equity share capital of the Company was Rs. 98,19,99,620/- (Rupees Ninety-Eight Crore Nineteen Lakh Ninety-Nine Thousand Six Hundred and Twenty only) divided into 9,81,99,962 (Nine Crore Eighty-One Lakh Ninety-Nine Thousand Nine Hundred Sixty-Two) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

10. The consolidated summary of results of e-voting during AGM and remote e-voting are as under:

**Resolution No. 1** To consider and adopt: -

- a) the audited standalone financial statements of the Company for the Financial Year ended 31<sup>st</sup> March 2025, 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 31<sup>st</sup> March 2025 and the report of Auditors thereon.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,52,84,670	7,52,84,920	99.9998
<b>Dissent</b>	0	151	151	0.0002
<b>Total</b>	<b>250</b>	<b>7,52,84,821</b>	<b>7,52,85,071</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 1 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure A'.

**Resolution 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 as a Director.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,48,86,849	7,48,87,099	99.4311
<b>Dissent</b>	0	4,28,488	4,28,488	0.5689
<b>Total</b>	<b>250</b>	<b>7,53,15,337</b>	<b>7,53,15,587</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 2 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure B'.

**Resolution No. 3** To appoint a Director in place of Mr. Pavan Kumar Jain (DIN: 00030098) who retires by rotation and being eligible, offers himself for re-appointment as a Director.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	5,60,99,549	5,60,99,799	75.0095
<b>Dissent</b>	0	1,86,90,486	1,86,90,486	24.9905
<b>Total</b>	<b>250</b>	<b>7,47,90,035</b>	<b>7,47,90,285</b>	<b>100</b>



Therefore, the above-mentioned Resolution No. 3 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure C'.

**Resolution No. 4** To approve the appointment of Secretarial Auditors of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,53,14,009	7,53,14,259	99.9998
<b>Dissent</b>	0	159	159	0.0002
<b>Total</b>	<b>250</b>	<b>7,53,14,168</b>	<b>7,53,14,418</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 4 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure D'.

**Resolution No. 5** To approve payment of remuneration to Mr. Vishesh Chander Chandiok (DIN: 00016112), Independent Director of the Company for Financial Year 2024-25.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,37,90,617	7,37,90,867	98.6637
<b>Dissent</b>	0	9,99,453	9,99,453	1.3363
<b>Total</b>	<b>250</b>	<b>7,47,90,070</b>	<b>7,47,90,320</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 5 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure E'.

**Resolution No. 6** To approve payment of remuneration to Mr. Dinesh Kanabar (DIN: 00003252), Independent Director of the Company for Financial Year 2024-25.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,53,05,244	7,53,05,494	99.9866
<b>Dissent</b>	0	10,128	10,128	0.0134
<b>Total</b>	<b>250</b>	<b>7,53,15,372</b>	<b>7,53,15,622</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 6 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure F'.

**Resolution No. 7** To approve payment of remuneration to Mr. Shishir Baijal (DIN: 00089265), Independent Director of the Company for the Financial Year 2024- 25.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	6,53,48,358	6,53,48,608	87.3758
<b>Dissent</b>	0	94,41,712	94,41,712	12.6242
<b>Total</b>	<b>250</b>	<b>7,47,90,070</b>	<b>7,47,90,320</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 7 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure G'.

**Resolution No. 8** To approve payment of remuneration to Ms. Deepa Misra Harris (DIN: 00064912), Independent Director of the Company for Financial Year 2024-25 (appointed w.e.f. 25<sup>th</sup> July, 2024).

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,52,43,867	7,52,44,117	99.9051
<b>Dissent</b>	0	71,505	71,505	0.0949
<b>Total</b>	<b>250</b>	<b>7,53,15,372</b>	<b>7,53,15,622</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 8 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure H'.

**Resolution No. 9** To approve payment of remuneration to Mr. Sanjai Vohra (DIN: 00700879), Independent Director of the Company for Financial Year 2024-25 (term expired w.e.f. 24th July, 2024).

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,53,11,298	7,53,11,548	99.9946
<b>Dissent</b>	0	4,074	4,074	0.0054
<b>Total</b>	<b>250</b>	<b>7,53,15,372</b>	<b>7,53,15,622</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 9 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure I'.

**Resolution No. 10** To approve payment of remuneration to Ms. Pallavi Shardul Shroff (DIN: 00013580), Independent Director of the Company for Financial Year 2024-25 (term expired w.e.f. 21<sup>st</sup> October, 2024).

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	E-votes during AGM	Remote E-votes	Total	
<b>Assent</b>	250	7,52,43,911	7,52,44,161	99.9051
<b>Dissent</b>	0	71,461	71,461	0.0949
<b>Total</b>	<b>250</b>	<b>7,53,15,372</b>	<b>7,53,15,622</b>	<b>100</b>

Therefore, the above-mentioned Resolution No. 10 has been approved with requisite majority. The detailed break up of voting for the above Resolution is attached to this report and marked as 'Annexure J'.

11. The register containing the details of e-voting will be handed over to the Chairperson of the Company, for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM.

Thanking You,

**For DPV & Associates LLP**  
**Company Secretaries**

Firm Reg. No.: L2021HR009500

Peer Review Certificate No. 6189/2024

**DEVESH** Digitally signed  
by DEVESH  
**KUMAR** KUMAR VASISHT  
Date: 2025.09.09  
**VASISHT** 20:56:42 +05'30'

**Devesh Kumar Vasisht**

Managing Partner

CP No.:13700 / Mem. No. F8488

UDIN: F008488G001215716

Date: September 9, 2025

Place: Faridabad

**For PVR INOX Limited**  
**Countersigned by**

**Murlee Manohar Jain**  
Company Secretary &

Compliance Officer

Authorised by the Chairman

Date: September 9, 2025

Place: Gurugram

### **Annexure-A**

**Item No. 1:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-voting	624	7,52,84,670	10	151	-	-
E-voting during AGM	17	250	-	-	-	-
Total	641	7,52,84,920	10	151	-	-

### **Annexure-B**

**Item No. 2:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	590	7,48,86,849	49	4,28,488	-	-
E-voting during AGM	17	250	-	-	-	-
Total	607	7,48,87,099	49	4,28,488	-	-

### **Annexure-C**

**Item No. 3:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	445	5,60,99,549	188	1,86,90,486	-	-
E-voting during AGM	17	250	-	-	-	-
Total	462	5,60,99,799	188	1,86,90,486	-	-

#### **Annexure-D**

**Item No. 4:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	623	7,53,14,009	11	159	-	-
E-voting during AGM	17	250	-	-	-	-
Total	640	7,53,14,259	11	159	-	-

#### **Annexure-E**

**Item No. 5:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	589	7,37,90,617	44	9,99,453	-	-
E-voting during AGM	17	250	-	-	-	-
Total	606	7,37,90,867	44	9,99,453	-	-

#### **Annexure-F**

**Item No. 6:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	606	7,53,05,244	28	10,128	-	-
E-voting during AGM	17	250	-	-	-	-
Total	623	7,53,05,494	28	10,128	-	-

**Annexure-G**

**Item No. 7:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	557	6,53,48,358	76	94,41,712	-	-
E-voting during AGM	17	250	-	-	-	-
Total	574	6,53,48,608	76	94,41,712	-	-

**Annexure-H**

**Item No. 8:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	592	7,52,43,867	42	71,505	-	-
E-voting during AGM	17	250	-	-	-	-
Total	609	7,52,44,117	42	71,505	-	-

**Annexure-I**

**Item No. 9:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	609	7,53,11,298	25	4,074	-	-
E-voting during AGM	17	250	-	-	-	-
Total	626	7,53,11,548	25	4,074	-	-

**Annexure-J**

**Item No. 10:**

**Type of Resolution:** Ordinary Resolution

Particulars	Votes in favour of resolution		Votes against resolution		Invalid Votes	
	Number of members	Number of shares	Number of members	Number of shares	Number of members	Number of shares
Remote e-Voting	592	7,52,43,911	42	71,461	-	-
E-voting during AGM	17	250	-	-	-	-
Total	609	7,52,44,161	42	71,461	-	-

-----end of report-----