

Balaji Telefilms Ltd.

C-13, Balaji House, Dalia Industrial Estate, Opp. Laxmi Industries
New Link Road, Andheri (West), Mumbai - 400 053.

Tel.: 40698000 • Fax : 40698181 / 82 / 83

Website : www.balajitelefilms.com • Email- investor@balajitelefilms.com

CIN No.: L99999MH1994PLC082802



August 17, 2023

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Stock Code: 532382

National Stock Exchange of India Ltd.
“Exchange Plaza “,
Bandra-Kurla Complex, Bandra (East),
Mumbai 400 051
Stock Code: BALAJITELE

Sub: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the 29th Annual General Meeting of the Company

Dear Sir/Madam,

This is in furtherance of our letter dated August 17, 2023 regarding the Proceedings of the Annual General Meeting (AGM) and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the voting results of the 29th AGM for the financial year 2022-23 held on August 17, 2023, in the prescribed format.

We also enclose herewith a copy of the Scrutinizer's Report issued by Mr. Vijay Yadav, Partner of AVS & Associates, Company Secretaries (Membership No. FCS 11990 and CP No. 16893), who was appointed as the Scrutinizer for the purpose of scrutinizing remote e-voting conducted from August 13, 2023 to August 16, 2023, and the voting conducted through Instapoll at the time of the AGM.

Kindly take the same on record and upload it on your respective websites.

Thanking You.

Yours faithfully,

For Balaji Telefilms Limited

**TANNU
SHARMA**

Digitally signed by TANNU SHARMA
DN: cn=IN, postalCode=110018, st=DELHI, WEST DELHI,
o=Personal,
serialNumber=#90821b858736f9197d9f8ebc028320f6
b75d2314c-04a8d02cc29d20d,
email=#117c9f32325418100c445c571346,
2.5.4.20=0b4017225c434c22170e49990cc4c0a0f9a44
310641E80C1890221649, email=TANNU@NODTV.COM,
cn=TANNU SHARMA
Date: 2023.08.17 21:56:7 +05'30'

Tannu Sharma
Company Secretary and Compliance Officer
Membership No.: ACS 30622

Format of Voting Result under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of Annual General Meeting of the shareholders	August 17, 2023
Total number of shareholders on record date	33623
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of shareholders attended through video conferencing: Promoters and Promoter Group: Public:	1 59



Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended							
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
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	116	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	116	0	100.00	0.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	90,188	675	99.26	0.74
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00
	Total		2,52,91,189	52.79	2,52,90,514	675	100.00	0.00
Total		10,11,30,443	5,99,99,181	59.33	5,99,98,506	675	100.00	0.00



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mrs. Shobha Ravi Kapoor (DIN: 00005124), who retires by rotation and being eligible, seeks re-							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	116	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	116	0	100.00	0.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	88,988	1,875	97.94	2.06
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00
	Total		2,52,91,189	52.79	2,52,89,314	1,875	99.99	0.01
Total		10,11,30,443	5,99,99,181	59.33	5,99,97,306	1,875	100.00	0.00



Resolution No.	3							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mrs. Shobha Ravi Kapoor (DIN:00005124) as Managing Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	0	116	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	0	116	0.00	100.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	88,982	1,881	97.93	2.07
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00
	Total		2,52,91,189	52.79	2,52,89,308	1,881	99.99	0.01
Total		10,11,30,443	5,99,99,181	59.33	5,99,97,184	1,997	100.00	0.00



Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Ms. Ektaa R. Kapoor (DIN: 00005093) as Joint Managing Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	0	116	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	0	116	0.00	100.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	89,988	875	99.04	0.96
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00
	Total		2,52,91,189	52.79	2,52,90,314	875	100.00	0.00
Total		10,11,30,443	5,99,99,181	59.33	5,99,98,190	991	100.00	0.00



Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Payment of Commission to Non-Executive Directors of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	0	116	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	0	116	0.00	100.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	88,452	2,411	97.35	2.65
	Poll		326	0.00	326	0	100.00	0.00
	Total		91,189	0.19	88,778	2,411	97.36	2.64
Total		10,11,30,443	3,47,99,181	34.41	3,47,96,654	2,527	99.99	0.01



AVS & ASSOCIATES

Company Secretaries

(Peer Reviewed Firm)

Regd. Office: 1703, G-Square Business Park, Sector 30A, Near Sanpada Railway Station,
Sanpada, Navi Mumbai -400703, Maharashtra, India

Email: info@avsassociates.co.in

Tel: 022-35119443 /35119444

Scrutinizer Report on Remote E-voting and Electronic Voting at the 29th Annual General Meeting

To
Ms. Tannu Sharma
Company Secretary and Compliance Officer
Balaji Telefilms Limited

The 29th Annual General Meeting ("**29th AGM or AGM**") of the Shareholders of **M/s. Balaji Telefilms Limited** (hereinafter referred as "**the Company**") held on **Thursday, 17th August, 2023** at 03:00 P.M. IST through Video Conferencing ("**VC**")/Other Audio-Visual Means ("**OVAM**") pursuant to General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 respectively, issued by the Ministry of Corporate Affairs ("**MCA**") ("**MCA Circulars**") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/ HO/ CFD/ CMD2/ CIR /P/2021/11 dated January 15, 2021, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, and Circular SEBI/HO/CFD/PoD-2/ P/CIR/2023/4 dated January 05, 2023, issued by the Securities and Exchange Board of India ("**SEBI Circulars**") and in compliance with the provisions of the Companies Act, 2013 ("**Act**") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**")

Subject: Scrutinizer's Report on voting through remote e-voting and electronic voting at the 29th AGM of the shareholders of the Company held on Thursday, August 17, 2023 at 03:00 P.M. through video conferencing ("VC")/other audio-visual means ("OVAM") in terms of provisions of the Companies Act, 2013 (hereinafter the 'Act' read with the rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- A. I, Vijay Yadav, Partner of M/s. AVS & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of the Board of Directors of the Company held on **Tuesday, May 30, 2023** to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company 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



- (ii) **Electronic Voting at the 29th AGM** held on Thursday, August 17, 2023 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.
- B. The Compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circulars in relation to voting through Remote e-voting, Electronic Voting at the AGM and presence of a quorum at the AGM on the proposed resolutions mentioned in the Notice dated May 30, 2023 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes are conducted in fair and transparent manner and render scrutinizer report based on reports generated from the electronic voting system provided by KFin Technologies Limited ('KFin') and votes cast by shareholders at the AGM.
- C. Pursuant to sections 101, 108 of the Act and rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of Notice of 29th AGM along with Annual Report were sent to the shareholders whose e-mail addresses are registered with the Company/ Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.
- D. The Company had appointed KFin to provide facility to the shareholders for participation in the 29th AGM through VC/OAVM and conducting the electronic voting by the shareholders at the 29th AGM. After the time fixed for the closing of electronic voting at 29th AGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The members of the Company holding shares as on the "Cut Off" date on Thursday, August 10, 2023 were entitled to vote the resolutions forming part of the notice of the AGM.
- F. The Company had availed the remote e-voting facility provided by KFin for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on **Sunday, August 13, 2023 (09.00 a.m. IST) and ended on Wednesday, August 16, 2023 (05.00 p.m. IST)** and the KFin remote e-voting portal was blocked in the presence of Mr. Meet Karia and Mr. Rohan Surekar who are not in employment of the Company.
- G. I submit a report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the 29th AGM in respect of the said resolutions.



ORDINARY BUSINESS:

Item No. 1 - Ordinary Resolution:

Adoption of Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No. of votes - against	% of Votes in favour 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	Remote E-voting	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	116	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,84,87,107	116	0.00	116	0.00	100.00	0.00
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	90,188	675	99.25	0.74
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	Total	4,79,10,460	2,52,91,189	52.78	2,52,90,514	675	99.99	0.00
Grand Total		10,11,30,443	5,99,99,181	59.32	5,99,98,506	675	99.99	0.00

*No. of votes polled does not include 'no. of votes invalid'



Item No. 2 – Ordinary Resolution:

Re-appointment of Mrs. Shobha Kapoor (DIN: 00005124) as a Director of the Company, who retires by rotation, and being eligible offered herself for re-appointment.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No. of votes - against	% of Votes in favour 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	Remote E-voting	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	116	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,84,87,107	116	0.00	116	0.00	100.00	0.00
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	88,988	1,875	97.93	2.06
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	Total	4,79,10,460	2,52,91,189	52.78	2,52,89,314	1,875	99.99	0.00
Grand Total		10,11,30,443	5,99,99,181	59.32	5,99,97,306	1,875	99.99	0.00

*No. of votes polled does not include 'no. of votes invalid'



SPECIAL BUSINESS:

Item No. 3 - Special Resolution:

Re-appointment of Mrs. Shobha Kapoor (DIN:00005124) as a Managing Director of the Company.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No. of votes - against	% of Votes in favour 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	Remote E-voting	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	0.00	116	0.00	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,84,87,107	116	0.00	0.00	116	0.00	100.00
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	88,982	1,881	97.92	2.07
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	Total	4,79,10,460	2,52,91,189	52.78	2,52,89,308	1,881	99.99	0.00
Grand Total		10,11,30,443	5,99,99,181	59.32	5,99,97,184	1,997	99.99	0.00

*No. of votes polled does not include 'no. of votes invalid'



Item No. 4 - Special Resolution:

Re-appointment Ms. Ektaa R. Kapoor (DIN: 00005093) as Joint Managing Director of the Company.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No. of votes - against	% of Votes in favour 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	Remote E-voting	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	0.00	116	0.00	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,84,87,107	116	0.00	0.00	116	0.00	100.00
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	89,988	875	99.03	0.96
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	Total	4,79,10,460	2,52,91,189	52.78	2,52,90,314	875	99.99	0.00
Grand Total		10,11,30,443	5,99,99,181	59.32	5,99,98,190	991	99.99	0.00

*No. of votes polled does not include 'no. of votes invalid'



Item No. 5 – Special Resolution:

Payment of Commission to Non-Executive Directors of the Company.

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in Outstanding shares	No. of votes in - favour	No. of votes - against	% of Votes in favour 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	Remote E-voting	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	0.00	116	0.90	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total	1,84,87,107	116	0.00	0.00	116	0.00	100.00
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	88,452	2,411	97.34	2.65
	E-voting at AGM		326	0.00	326	0.00	100.00	0.00
	Total	4,79,10,460	91,189	0.19	88,778	2,411	97.35	2.64
Grand Total		10,11,30,443	3,47,99,181	34.41	3,47,96,654	2,527	99.99	0.00

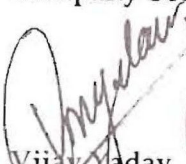
*No. of votes polled does not include 'no. of votes invalid'



H. Register/List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid and all relevant records handed over to the Company Secretary & Compliance officer of the company for safekeeping.

Thanking you,
Yours faithfully,

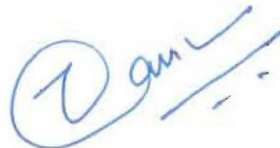
For AVS & Associates
Company Secretaries


Vijay Yadav
Partner



Mem. No: F11990
COP No: 16806
Peer Review No: 1451/2021
UDIN: F011990E000818037

For Balaji Telefilms Limited





Tannu Sharma
Company Secretary and Compliance Officer

Place: Navi Mumbai
Date: August 17, 2023