# Psalaji 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 CIN No.: L99999MH1994PLC082802



December 31, 2015

To,

### Bombay Stock Exchange Ltd

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001 National Stock Exchange of India Ltd.

"Exchange Plaza", Bandra-Kurla Complex, Bandra (East), Mumbai-400 051

Dear Sir/Madam,

Sub: Disclosure of Postal Ballot Results pursuant to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please be informed that the following resolutions as mentioned in the Postal Ballot notice dated November 9, 2015 issued pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 has been passed by the Shareholders of the Company by requisite majority.

Resolution 1 - Increase in Authorised Share Capital of the Company from Rs. 20 Crores to Rs. 26 Crores.

Resolution 2 - Alteration of the Capital Clause of the Memorandum of Association.

Resolution 3 - Further Issue of Securities upto Rs. 250 Crores.

The disclosure as regards to Regulation 44 of the SEBI (Listing Obligation and Disclosure requirements) Regulations 2015, of the Company is attached as Annexure I.

Mr. K.C. Nevatia was appointed as the Scrutinizer for the postal ballot procedure. The Report of the Scrutinizer was received and accordingly the result was announced by the Chairman of the Company on December 31, 2015. Copy of the report is enclosed.

Kindly take the same on record.

Yours faithfully,

For Balaji Telefilms Limited

Simmi Singh Bisht

Group Head- Secretarial

Encl: - a/a



Category	interested in the agenda/resolution?	Resolution required: (Ordinary/ Special)		Fublic- Non institutions	District the second sec		-	Public- Institutions	No. 1000 No.			Promoter and Promoter Group			carebory	Catagory	interested in the agenda/resolution?	Whether promoter/ promoter group are	Resolution required: (Ordinary/ Special)	Public:	Promoters and Promoter Group:	No. of Shareholders attended the meeting through Video	Public:	Promoters and Promoter Group:	No. of shareholders present in the meeting either in person or	Total number of shareholders on record date	Date of the AGM/EGM	Company Name
Mod	n)? No		lota	appi	Post	Poll	E-Voting	appl	Post	Poll	E-Voting	appl	Poll	E-Vc	INIOC	Mo	n? No				up:	meeting through V		up:	e meeting either in I	record date		
Mode of Voting		INARY - Alter		applicable)	Postal Ballot (if		ting	applicable)	Postal Ballot (if		ting	Postal Ballot (if applicable)		E-Voting	ואוסמב סו אסנווופ				INARY - Incr			deo			erson or			
No. of shares held No. of votes		ORDINARY - Alteration of the Capital Clause of the Memorandum of Association	03210443	29120037		29120037	29120037	5254468		5254468	5254468	30835938	30835938	30835938	(1)	No. of shares held No. of votes			ORDINARY - Increase Authorised Share Capital of the Company from Rs. 20 Crores to Rs. 26 Crores.	0	0		0	0		16976	is .	BALAJI TELEFILMS LIMITED
No. of votes		Clause of the Mem	22927103	419402		0	7377	0			1674466	30835938	0		polied (2)	No. of votes			re Capital of the Co									LIMITED
% of Votes Polled on outstanding shares		orandum of Associ	50.509	1.440		0.0000		0.0000		0.0000				0.0000	10)=[(z)/(z)]=(c)	% of Votes Polled on outstanding shares			impany from Rs. 20									
No. of Votes – in		ation	1 32/32/91			00	63	00				30835938	00		Tavour (4)				Crores to Rs. 26 Ci								-	
No. of Votes –			204392				1047				20334				against (5)	No. of Votes –			rores.									
% of Votes in favour on votes polled			2 99.3794	1		0.0000	8	0.0000				0 100.0000	0.0000	0.0000	(6)=[(4)/(2)]*100	% of Votes in favour on votes polled												
% of Votes against on votes polled			4 0.6206	0.0000				0.0000			_			0.0000	)  (7)=[(5)/(2)]*100													



Resolution required: (Ordinary/ Special)	SPECIAL - Further	SPECIAL - Further Issue of Securities upto Rs. 250 Crores	pto Rs. 250 Crores.					
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
		No. of shares held No. of votes	No. of votes	on outstanding shares	No. of Votes – in	No. of Votes –	es	against on votes
Category	Mode of Voting	(A)	polled (2)	(3)=[(2)/(1)]* 100 favour (4	)	against (5)	)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting	30835938	0	0.0000	00	0	0.0000	0.0000
	Poll	30835938	0	0.0000	00	0		
	Postal Ballot (if							
Promoter and Promoter Group	applicable)	30835938	30835938	100.0000	30835938	0	100.0000	0.0000
	E-Voting	5254468	1674466	31.8675	1471121	203345	87.8561	12.1438
	Poll	5254468	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if							
Public- Institutions	applicable)	5254468	0	0.0000	00	0	0.0000	0.0000
	E-Voting	29120037	7377	0.0253	6330	1047	85.8072	14.1927
	Poll	29120037	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if							
Public- Non Institutions	applicable)	29120037	419402	1.4403	419402	0	100.0000	0.0000
	Total	65210443	32937183	50.5091	32732791	204392	99.3794	0.6206

E-Voting 30835938  Poll 30835938  Postal Ballot (if applicable) 30835938  E-Voting 5254468  Poll 5254468  Postal Ballot (if applicable) 5254468  Postal Ballot (if applicable) 5254468  E-Voting 5254468  Postal Ballot (if applicable) 29120037  Postal Ballot (if applicable) 29120037	0.6206	99.3794	204392	32732791	50.5091	32937183	65210443	lotal	
E-Voting         30835938         0         0.0000         00         0         0.0000           Poll         30835938         0         0.0000         00         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0         0.0000         0	0.0000	100.0000	0	419402	1.4403	419402	29120037	applicable)	Public- Non Institutions
E-Voting         30835938         0         0.0000         00         0         0.0000           Poll         30835938         0         0.0000         00         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0.0000         0         0         0         0.0000         <								Postal Ballot (if	
E-Voting         30835938         0         0.0000         00         0.0000         0.0000           Poll         30835938         0         0.0000         00         0         0.0000         0           Postal Ballot (if         30835938         30835938         100.0000         30835938         0         100.0000         100.0000           E-Voting         5254468         1674466         31.8675         1471121         203345         87.8561         9           Postal Ballot (if         5254468         0         0.0000         0<	0.0000	0.0000	0	00	0.0000	0	29120037	Poll	
E-Voting         30835938         0         0.0000         00         0         0.0000           Poll         30835938         0         0.0000         00         0         0.0000         0           Postal Ballot (if applicable)         30835938         30835938         100.0000         30835938         0         100.0000         10	14.1927	85.8072	1047	6330	0.0253	7377	29120037	E-Voting	
E-Voting         30835938         0         0.0000         00         0.0000         0         0.0000           Poll         30835938         0         0.0000         00         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0.0000         0         0         0.0000         0         0         0.0000         0	0.0000	0.0000	0	00	0.0000	0	5254468	applicable)	Public- Institutions
E-Voting         30835938         0         0.0000         00         0         0.0000           Poll         30835938         0         0.0000         00         0         0.0000           Postal Ballot (if         30835938         100.0000         30835938         0         100.0000           applicable)         30835938         30835938         100.0000         30835938         0         100.0000           F-Voting         5254468         1674466         31.8675         1471121         203345         87.8561         90.0000           Poll         5254468         0         0.0000         00         0         0.0000								Postal Ballot (if	
E-Voting         30835938         0         0.0000         00         0         0.0000           Poll         30835938         0         0.0000         00         0         0.0000           Postal Ballot (if applicable)         30835938         100.0000         30835938         0         100.0000           E-Voting         5254468         1674466         31.8675         1471121         203345         87.8561	0.000	0.0000	0	00	0.0000	0	5254468	Poll	
E-Voting         30835938         0         0.0000         00         0         0.0000           Poll         30835938         0         0.0000         00         0         0.0000           Postal Ballot (if applicable)         30835938         30835938         100.0000         30835938         0         100.0000	12.143	87.8561	203345	1471121	31.8675	1674466	5254468	E-Voting	
30835938   0 0.0000   0 0.0000   0   0.0000	0.0000	100.0000	0	30835938	100.0000	30835938	30835938	applicable)	Promoter and Promoter Group
30835938 0 0.0000 00 0 0.0000 30835938 0 0.0000 00 0 0.0000								Postal Ballot (if	
30835938 0 0.0000 00 0 0.0000	0.000	0.0000	0	00	0.0000	0	30835938	Poll	
	0.000	0.0000	0	00	0.0000	0	30835938	E-Voting	2



## K. C. NEVATIA & ASSOCIATES COMPANY SECRETARIES

K. C. Nevatia

B.Com. (Hons.), LL.B., F.C.A., F.C.S.

Telephone: 2605 8114 J-2, Jolly Highrise Apartments, 10th Floor, 241-A, Pali Mala Road, Bandra (West), Mumbai - 400 050.

Report of Scrutinizer

[Pursuant to section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014]

To, Chairman

### **BALAJI TELEFILMS LIMITED**

C-13 BALAJI HOUSE, DALIA INDUSTRIAL ESTATE, OPP. LAXMI INDL. ESTATE, NEW LINK ROAD, ANDHERI-WEST MUMBAI-400053.
Maharashtra.

Dear Sir,

### Sub: Scrutinizer's Report on Postal Ballot

- I, K. C. Nevatia, was appointed as Scrutinizer for the purpose of Postal Ballot on the below mentioned resolution(s), being passed through Postal Ballots & evoting of **BALAJI TELEFILMS LIMITED** which was open for voting from Tuesday, 1<sup>st</sup> December, 2015 to Wednesday, 30<sup>th</sup> December, 2015 and submit my report as under:
- 1. Increase in Authorized Share Capital of the Company.
- 2. Alteration of the Capital Clause of the Memorandum of Association.
- 3. Further Issue of Securities.
- 1. After the time fixed for closing of the postal ballot
  - a) Remote e-voting event was unblocked by me on Wednesday, 30<sup>th</sup> December 2015 at 05:15 P.M. for ascertaining the results of e-voting.
  - b) Postal ballots received were opened in my presence and were diligently scrutinized.
- 2. Subsequently, the postal ballot papers were reconciled with the records maintained by the Registrar and Share Transfer Agents of the Company.
- 3. The postal ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately details of which are as under:



Resolution No	Total number whose votes inv	were declared	Total numb cast by	
	Remote e-voting	Ballot	Remote e-voting	Ballot
1	0	3	0	53
2	0	3	0	53
3	0	3	0	53

### 4. The result of voting is as under:

### **RESOLUTION NO. 1 - ORDINARY RESOLUTION**

Increase in Authorized Share Capital of the Company.

Resolution re Special)	equired: (Ord	inary/	ORDINAR	Y RESOLUT	ION			
Whether pro are intereste agenda/resol		oter group	No					
Category	Mode of Voting		No. of votes polled	Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	votes polled
				(3)=[(2)/(1)] * 100				
Promoter and Promoter	de-Voting	30835938	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot	30835938	30835938	100.0000	30835938	0	100.0000	0.0000
	Total (I)	30835938	30835938	100.0000	30835938	0	100.0000	0.0000
Public-	e-Voting	5254468	1674466	31.8675	1471121	203345	87.8561	12.1438
Institution s	Postal Ballot	5254468	0	0.0000	0	0	0.0000	0.0000
	Total (II)	5254468	1674466	31.8675	1471121	203345	87.8561	12.1438
Public- Non	e-Voting	29120037	7377	0.0253	6330	1047	85.8072	14.1927
Institution s	Postal Ballot	29120037	419402	1.4403	419402	0	100.0000	0.0000
	Total (III)	29120037	426779	1.4656	425732	1047	99.7547	0.2459
Total (	(I+II+III)	65210443	32937183	50.5091	32732791	204392	99.3794	0.6206

Resolution passed with requisite majority



### **RESOLUTION NO. 2 ORDINARY RESOLUTION**

Alteration of the Capital Clause of the Memorandum of Association.

Resolution r Special)	equired: (Ord	dinary/	ORDINAR	Y RESOLUT	TION			
Whether pro are intereste agenda/reso		oter group	No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% 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	votes polled
Promoter and	e-Voting	30835938	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot	30835938	30835938	100.0000	30835938	0	100.0000	0.0000
	Total (I)	30835938	30835938	100.0000	30835938	0	100.0000	0.0000
Public- Institution s	e-Voting	5254468	1674466	31.8675	1471121	203345	87.8561	12.1438
	Postal Ballot	5254468	0	0.0000	0	0	0.0000	0.0000
	Total (II)	5254468	1674466	31.8675	1471121	203345	87.8561	12.1438
Public- Non	e-Voting	29120037	7377	0.0253	6330	1047	85.8072	14.1927
Institution s	Postal Ballot	29120037	419402	1.4403	419402	0	100.0000	0.0000
	Total (III)	29120037	426779	1.4656	425732	1047	99.7547	0.2459
,	I+II+III) 10443	65210443	32937183	50.5091	32732791	204392	99.3794	0.6206

Resolution passed with requisite majority



# COMPANY SECRETARIES RESOLUTION NO. 3 SPECIAL RESOLUTION

### Further Issue of Securities.

Resolution r Special)	equired: (Oro	linary/	SPECIAL	RESOLUTION	I			
Whether pro are intereste agenda/reso		oter group	No	,				
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against  (5)	in favour on votes polled	
Promoter and	le-Voting	30835938	0	0.0000	0	0	0.0000	0.0000
Promoter Group	Postal Ballot	30835938	30835938	100.0000	30835938	0	100.0000	0.0000
	Total (I)	30835938	30835938	100.0000	30835938	0	100.0000	0.0000
Public-	e-Voting	5254468	1674466	31.8675	1471121	203345	87.8561	12.1438
Institution s	Postal Ballot	5254468	0	0.0000	0	0	0.0000	0.0000
×	Total (II)	5254468	1674466	31.8675	1471121	203345	87.8561	12.1438
	e-Voting	29120037	7377	0.0253	6330	1047	85.8072	14.1927
Institution s	Postal Ballot	29120037	419402	1.4403	419402	0	100.0000	0.0000
	Total (III)	29120037	426779	1.4656	425732	1047	99.7547	0.2459
Total (	I+II+III)	65210443	32937183	50.5091	32732791	204392	99.3794	0.6206

### Resolution passed with requisite majority

5. The Postal Ballot papers and all other relevant records were sealed and handed over to the Chairman of the Company.

Thanking you,

Yours faithfully,

For K.C.NEVATIA & ASSOCIATES COMPANY SECRETARIES

Place: Mumbai Date: 31/12/2015 Company Secret

K.C.NEVATIA Proprietor C.P. No. 2348

K. C. NEVATIA & ASSOCIATES
COMPANY SECRETARIES

Telephone: 26058114 J-2 Jolly Highrise Apartments,

10th Floor,

241-A, Pali Mala Road,

Bandra (West),

Mumbai - 400050

# BALAJI TELEFILMS LIMITED

SUMIMARY OF VOTES CAST BY REMOTE e-VOTING AND BY POSTAL BALLOT

		-	10 11 11 11 11	OLES CASI	WOLLS CAST BY REMOTE E-VOTING AND BY POSTAL BALLOT	VOLING AIN	D DI POSTAL	- BALLOI			
Docolistica		Re	Remote e-Voting	ng	Voting	Voting by Postal Ballot	allot		Total		
Nesolation Ne			No. of Votes		ž	No. of Votes			No. of Votes	S	Conclusion
180.	Subject of Resolution	For	Against	Invalid	For	Against	Invalid	For	Against	Invalid	
1	Increase in Authorised Share Capital of the Company	1,477,451	204,392	0	31,255,340	0	53	32,732,791 204,392	204,392	53	Resolution passed with requisite majority
2	Alteration of the Capital Clause of the Memorandum of Association.	1,477,451	204,392	0	31,255,340	0	53	32,732,791 204,392	204,392	53	Resolution passed with requisite majority
т	Further Issue of Securities	1,477,451	204,392	0	31,255,340	0	53	32,732,791	204,392	53	Resolution passed with requisite majority

Place: Mumbai

Date: 31/12/2015

FOR K. C. NEVATIA & ASSOCIATES COMPANY SECRETARIES

(K. C. NEVATIA)

C. P. No 2348