

Annexure I

FORM MGT 9
EXTRACT OF ANNUAL RETURN
As on financial year ended 31.03.2019

[Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management & Administration) Rules, 2014]

I. REGISTRATION & OTHER DETAILS

1.	CIN	U22300MH2007PLC168515
2.	Registration Date	09/03/2007
3.	Name of the Company	Balaji Motion Pictures Limited.
4.	Category/Sub-category of the Company	Company Limited by Shares/ Public Non-Government Company
5.	Address of the Registered office & Contact details	C-13, Balaji House, Dalia Industrial Estate, Opp. Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai – 400 053, Maharashtra. Tel: +91-022-40698000 Fax: +91-022-40698181 / 82 Email: neha.shah@balajitelefilms.com Website: www.balajitelefilms.com
6.	Whether listed Company	No
7.	Name, Address & Contact details of the Registrar & Transfer Agent, if any.	NSDL Database Management Limited 4th Floor, Trade World A Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra. Tel: +91-022-49142591 Email: nileshb@nsdl.co.in Website: www.nSDL.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the Company shall be stated)

Sr. No.	Name and Description of main Products/Services	NIC Code of the Product/Service	% to total turnover of the Company
1.	Media & Entertainment	591	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
Balaji Telefilms Limited Registered Office: C-13, Balaji House, Dalia Industrial Estate, Opp. Laxmi Industrial Estate, New Link Road, Andheri (West), Mumbai – 400 053, Maharashtra.	L99999MH1994PLC082802	Holding Company	100	2 (46)

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IV. SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)

i) Category-wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year i.e. April 01, 2018				No. of Shares held at the end of the year i.e. March 31, 2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual /HUF	0	6*	6	0.0003	0	6*	6	0.0003	0
b) Central Govt.	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	0	19,99,994	19,99,994	99.9997	0	19,99,994	19,99,994	99.9997	0
e) Banks/FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Sub-total (A)(1)	0	20,00,000	20,00,000	100.00	0	20,00,000	20,00,000	100.00	0
(2) Foreign									
a) Individuals (NRIs/ Foreign Individuals)	0	0	0	0	0	0	0	0	0
b) Other Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Institutions	0	0	0	0	0	0	0	0	0
e) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
f) Others	0	0	0	0	0	0	0	0	0
Sub-total (A)(2)	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoters A= A(1)+A(2)	0	20,00,000	20,00,000	100.00	0	20,00,000	20,00,000	100.00	0
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds/UTI	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Qualified Foreign Investor	0	0	0	0	0	0	0	0	0
j) Others	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
(2) Non-Institutions									
a) Bodies Corporate	0	0	0	0	0	0	0	0	0
b) Individuals									

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Category of Shareholders	No. of Shares held at the beginning of the year i.e. April 01, 2018				No. of Shares held at the end of the year i.e. March 31, 2019				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0	0	0	0	0	0
c) Others	0	0	0	0	0	0	0	0	0
Sub-total (B)(2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)= (B) (1) +(B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	20,00,000	20,00,000	100.00	0	20,00,000	20,00,000	100.00	0

Note: * Shares are held jointly with Balaji Telefilms Limited.

ii) Shareholding of Promoters:

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year i.e. April 01, 2018			Shareholding at the end of the year i.e. March 31, 2019			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Balaji Telefilms Limited	19,99,994	99.9997	0	19,99,994	99.9997	0	0
2.	Jeetendra Kapoor jointly with Balaji Telefilms Limited	1	0.00005	0	1	0.00005	0	0
3.	Shobha Kapoor jointly with Balaji Telefilms Limited	1	0.00005	0	1	0.00005	0	0
4.	Ekta Kapoor jointly with Balaji Telefilms Limited	1	0.00005	0	1	0.00005	0	0
5.	Tusshar Kapoor jointly with Balaji Telefilms Limited	1	0.00005	0	1	0.00005	0	0
6.	Deepoo Vaswani jointly with Balaji Telefilms Limited	1	0.00005	0	1	0.00005	0	0
7.	Ramesh Sippy jointly with Balaji Telefilms Limited	1	0.00005	0	1	0.00005	0	0
	Total	20,00,000	100.00	0	20,00,000	100.00	0	0

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iii) Change in Promoters' Shareholding:

There are no changes in Promoters' Shareholding during the financial year 2018-19.

iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

The entire share capital of the Company is held by the Holding Company, Promoters and Directors of the Company.

v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	Name of Directors/KMP	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. Jeetendra Kapoor*				
	At the beginning of the year	1	0.00005	1	0.00005
	Bought during the year	-	-	1	0.00005
	Sold during the year	-	-	1	0.00005
	At the end of the year	1	0.00005	1	0.00005
2.	Mrs. Shobha Kapoor*				
	At the beginning of the year	1	0.00005	1	0.00005
	Bought during the year	-	-	1	0.00005
	Sold during the year	-	-	1	0.00005
	At the end of the year	1	0.00005	1	0.00005
3.	Ms. Ekta Kapoor*				
	At the beginning of the year	1	0.00005	1	0.00005
	Bought during the year	-	-	1	0.00005
	Sold during the year	-	-	1	0.00005
	At the end of the year	1	0.00005	1	0.00005
4.	Mr. Tusshar Kapoor*				
	At the beginning of the year	1	0.00005	1	0.00005
	Brought during the year	-	-	1	0.00005
	Sold during the year	-	-	1	0.00005
	At the end of the year	1	0.00005	1	0.00005

Notes:

*Shares are held jointly with Balaji Telefilms Limited.

1. Directors: Mr. Duraiswamy Gunaseela Rajan, Mr. Ashutosh Khanna and KMP: Ms. Neha Shah did not hold any shares during the financial year 2018-19.
2. Mr. Virendra Babubhai Dalal, Mr. Devender Kumar Vasal and Mr. Pradeep Kumar Sarda ceased to be Independent Directors of the Company w.e.f. May 19, 2018 and did not hold any shares in the Company during the financial year 2018-19.
3. Mr. Tusshar Kapoor ceased to be a Director of the Company w.e.f. March 27, 2019. He held only one share jointly with Balaji Telefilms Limited during the financial year 2018-19.

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment: (₹ in Lacs)

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Particulars	Secured Loans excluding deposits	Unsecured Loans from Holding Company	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	862.11	-	862.11
ii) Interest due but not paid	-	23.76	-	23.76
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	885.87	-	885.87
Change in Indebtedness during the financial year				
Addition	-	96.00	-	96.00
Interest for the year	-	35.76	-	35.76
Reduction	-	(725.50)	-	(725.50)
Net Change	-	(593.74)	-	(593.74)
Indebtedness at the end of the financial year				
i) Principal Amount	-	232.61	-	232.61
ii) Interest due but not paid	-	59.52	-	59.52
iii) Interest accrued but not due	-	-	-	-
Total (i+ ii+ iii)	-	292.13	-	292.13

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Tusshar Kapoor (Whole Time Director)	
1.	Gross salary		
	(a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	-	
	(b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961	-	
	(c) Profits in lieu of salary u/s 17(3) of the Income- tax Act, 1961	-	NIL
	Stock Option	-	
	Sweat Equity	-	
	Commission- as % of profit	-	
	Others - Sitting Fees	50,000	50,000
	Total (A)	50,000	50,000
	Ceiling as per the Act (per annum)	₹ 60,00,000/- per Managerial Personnel (Calculated as per Schedule V of the Companies Act, 2013)	

Note:

- The Sitting fees paid to Mr. Tusshar Kapoor does not form part of Managerial Remuneration as per Section 197 (2) of the Companies Act, 2013.
- The designation of Mr. Tusshar Kapoor was changed from Whole-time Director to Non-Executive Director w.e.f. August 01, 2018. Therefore, the sitting fees paid is for the period from April 01, 2018 to July 31, 2018.

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B. Remuneration to other Directors: (Amount in ₹)

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount
1.	Independent Directors	Duraiswamy Gunaseela Rajan	Ashutosh Khanna	Devender Kumar Vasal	Virendra Babubhai Dalal	Pradeep Kumar Sarda	
	Fee for attending Board and Committee Meetings	2,00,000	1,50,000	50,000	50,000	-	4,50,000
	Commission	-	-	-	-	-	
	Others	-	-	-	-	-	
	Total (1)	2,00,000	1,50,000	50,000	50,000	-	4,50,000
2.	Other Non-Executive Directors	Jeetendra Kapoor	Shobha Kapoor	Ekta Kapoor	Tusshar Kapoor		
	Fee for attending Board and Committee Meetings	2,00,000	-	-	1,00,000		3,00,000
	Commission	-	-	-	-		
	Others	-	-	-	-		
	Total (2)	2,00,000	-	-	1,00,000		3,00,000
	Total (B)= (1+2)	4,00,000	1,50,000	50,000	1,50,000		7,50,000
	Total Managerial Remuneration (A+B)						8,00,000
	Ceiling as per the Act (per annum)						N.A.

Notes:

- The Independent Directors of the Company receive sitting fees for attending the Board/Committee Meetings of the Company which is excluded under Section 197 of the Companies Act, 2013.
- Sittings fees paid to Mr. Devender Kumar Vasal, Mr. Virendra Babubhai Dalal and Mr. Pradeep Kumar Sarda for attending the Board/Committee Meetings for the period from April 01, 2018 to May 19, 2018 as they ceased to be Independent Directors w.e.f. May 19, 2018.
- The designation of Mr. Tusshar Kapoor was changed from Whole-time Director to Non-Executive Director w.e.f. August 01, 2018 and he ceased to be a Director w.e.f. March 27, 2019. Therefore, the sitting fees paid is for the period from August 01, 2018 to March 27, 2019.

C. Remuneration to Key Managerial Personnel other than MD/Manager / WTD: (Amount in ₹)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	Total Amount
		Ms. Neha Shah (Company Secretary)	
1.	Gross salary		
	(a) Salary as per the provisions contained in Section 17(1) of the Income Tax Act, 1961	4,35,035	4,35,035

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	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary u/s 17(3) of Income Tax Act, 1961	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission- as % of profit	-	-
5.	Others – Provident Fund and Reimbursements	23,055	23,055
	Total	4,58,090	4,58,090

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

There were no penalties/punishment/compounding of offences for breach of any section of Companies Act, 2013 against the Company or its Directors or other officers in default, during the year.

For and on behalf of the Board of Directors

Place: Mumbai
Date: May 22, 2019

Sd/-
Jeetendra Kapoor
Chairman
DIN: 00005345