

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

**Annual Return**
(other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L99999MH1994PLC082802

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACB4376M

(ii) (a) Name of the company

BALAJI TELEFILMS LIMITED

(b) Registered office address

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

(c) *e-mail ID of the company

sanjay.dwivedi@balajitelefilms

(d) *Telephone number with STD code

02240698000

(e) Website

www.balajitelefilms.com

(iii) Date of Incorporation

10/11/1994

| (iv) | Type of the Company | Category of the Company | Sub-category of the Company |
|------|---------------------|---------------------------|-------------------------------|
| | Public Company | Company limited by shares | Indian Non-Government company |

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

| S. No. | Stock Exchange Name | Code |
|--------|--|-------|
| 1 | National Stock Exchange of India Limited | 1,024 |
| 2 | BSE Limited | 1 |

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 31/08/2021

(b) Due date of AGM 30/09/2021

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

| S.No | Main Activity group code | Description of Main Activity group | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------|------------------------------------|------------------------|--|------------------------------|
| 1 | J | Information and communication | J3 | Motion picture, video and television programme production, sound recording | 100 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 3

Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|--------------------------------|-----------------------|--|------------------|
| 1 | Balaji Motion Pictures Limited | U22300MH2007PLC168515 | Subsidiary | 100 |
| 2 | ALT Digital Media Entertainme | U74999MH2015PLC266206 | Subsidiary | 100 |

| | | | | |
|---|----------------------------------|-----------------------|------------|-----|
| 3 | Marinating Films Private Limited | U74120MH2011PTC220971 | Subsidiary | 100 |
|---|----------------------------------|-----------------------|------------|-----|

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of equity shares | 150,000,000 | 101,130,443 | 101,130,443 | 101,130,443 |
| Total amount of equity shares (in Rupees) | 300,000,000 | 202,260,886 | 202,260,886 | 202,260,886 |

Number of classes

1

| Class of Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Equity Shares | | | | |
| Number of equity shares | 150,000,000 | 101,130,443 | 101,130,443 | 101,130,443 |
| Nominal value per share (in rupees) | 2 | 2 | 2 | 2 |
| Total amount of equity shares (in rupees) | 300,000,000 | 202,260,886 | 202,260,886 | 202,260,886 |

(b) Preference share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid-up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Total number of preference shares | 30,000,000 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 60,000,000 | 0 | 0 | 0 |

Number of classes

1

| Class of shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|--------------------|----------------|--------------------|-----------------|
| Preference Shares | | | | |
| Number of preference shares | 30,000,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 2 | 2 | 2 | 2 |
| Total amount of preference shares (in rupees) | 60,000,000 | 0 | 0 | 0 |

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

(d) Break-up of paid-up share capital

| Class of shares | Number of shares | | | Total nominal amount | Total Paid-up amount | Total premium |
|---|------------------|-------------|-----------|----------------------|----------------------|---------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 4,548 | 101,125,895 | 101130443 | 202,260,886 | 202,260,886 | |
| Increase during the year | 0 | 10 | 10 | 0 | 0 | 0 |
| i. Public Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |
| x. Others, specify | | 10 | 10 | | | |
| Dematerialization | | | | | | |
| Decrease during the year | 10 | 0 | 10 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | 10 | | 10 | | | |
| Dematerialization | | | | | | |
| At the end of the year | 4,538 | 101,125,905 | 101130443 | 202,260,886 | 202,260,886 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |

| | | | | | | |
|---------------------------------|---|---|---|---|---|---|
| iii. Others, specify | | | | | | |
| | | | | | | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | | |
| | | | | | | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

INE794B01026

ii) Details of stock split/consolidation during the year (for each class of shares)

0

| Class of shares | | (i) | (ii) | (iii) |
|------------------------------|----------------------|-----|------|-------|
| Before split / Consolidation | Number of shares | | | |
| | Face value per share | | | |
| After split / Consolidation | Number of shares | | | |
| | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☐ No

☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

| | | | |
|---|--|---|--|
| Date of registration of transfer (Date Month Year) <input style="width: 150px;" type="text"/> | | | |
| Type of transfer | <input style="width: 50px;" type="text"/> | 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input style="width: 80px;" type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input style="width: 100px;" type="text"/> |
| Ledger Folio of Transferor | | <input style="width: 200px;" type="text"/> | |
| Transferor's Name | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | <input style="width: 200px;" type="text"/> | |
| Transferee's Name | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> |
| | Surname | middle name | first name |

| | | | |
|---|--|---|--|
| Date of registration of transfer (Date Month Year) <input style="width: 150px;" type="text"/> | | | |
| Type of transfer | <input style="width: 50px;" type="text"/> | 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock | |
| Number of Shares/ Debentures/ Units Transferred | <input style="width: 80px;" type="text"/> | Amount per Share/ Debenture/Unit (in Rs.) | <input style="width: 100px;" type="text"/> |
| Ledger Folio of Transferor | | <input style="width: 200px;" type="text"/> | |
| Transferor's Name | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> |
| | Surname | middle name | first name |
| Ledger Folio of Transferee | | <input style="width: 200px;" type="text"/> | |
| Transferee's Name | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> | <input style="width: 100px;" type="text"/> |
| | Surname | middle name | first name |

(iv) *Debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|------------------------|-------------|
| Non-convertible debentures | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Total | | | 0 |

Details of debentures

| Class of debentures | Outstanding as at the beginning of the year | Increase during the year | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|---|--------------------------|--------------------------|---------------------------------------|
| Non-convertible debentures | 0 | 0 | 0 | 0 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures)

0

| Type of Securities | Number of Securities | Nominal Value of each Unit | Total Nominal Value | Paid up Value of each Unit | Total Paid up Value |
|--------------------|----------------------|----------------------------|---------------------|----------------------------|---------------------|
| | | | | | |
| | | | | | |
| Total | | | | | |

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

3,157,829,000

(ii) Net worth of the Company

10,826,618,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 34,732,876 | 34.34 | 0 | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | |

| | | | | | |
|-----|---|-------------------|--------------|----------|----------|
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 0 | 0 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 0 | 0 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 34,732,876 | 34.34 | 0 | 0 |

Total number of shareholders (promoters)

4

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equity | | Preference | |
|--------|---|------------------|------------|------------------|------------|
| | | Number of shares | Percentage | Number of shares | Percentage |
| 1. | Individual/Hindu Undivided Family | | | | |
| | (i) Indian | 15,772,599 | 15.6 | 0 | |
| | (ii) Non-resident Indian (NRI) | 982,958 | 0.97 | 0 | |
| | (iii) Foreign national (other than NRI) | 394,372 | 0.39 | 0 | |
| 2. | Government | | | | |
| | (i) Central Government | 0 | 0 | 0 | |
| | (ii) State Government | 0 | 0 | 0 | |
| | (iii) Government companies | 0 | 0 | 0 | |
| 3. | Insurance companies | 0 | 0 | 0 | |

| | | | | | |
|-----|---|------------|-------|---|---|
| 4. | Banks | 0 | 0 | 0 | |
| 5. | Financial institutions | 0 | 0 | 0 | |
| 6. | Foreign institutional investors | 18,672,875 | 18.46 | 0 | |
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 30,132,689 | 29.8 | 0 | |
| 10. | Others IEPF, Trust, Clearing Member | 442,074 | 0.44 | 0 | |
| | Total | 66,397,567 | 65.66 | 0 | 0 |

Total number of shareholders (other than promoters) 28,879

Total number of shareholders (Promoters+Public/
Other than promoters) 28,883

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

9

| Name of the FII | Address | Date of Incorporation | Country of Incorporation | Number of shares held | % of shares held |
|---------------------|---------|-----------------------|--------------------------|-----------------------|------------------|
| GOTHIC CORPORATIO | | | | 4,828,550 | 4.77 |
| VANDERBILT UNIVERS | | | | 4,580,064 | 4.53 |
| ATYANT CAPITAL INDI | | | | 4,078,223 | 4.03 |
| GOTHIC HSP CORPOR. | | | | 2,208,291 | 2.18 |
| HE DUKE ENDOWME | | | | 1,786,420 | 1.77 |
| EMPLOYEES' RETIREM | | | | 1,005,442 | 0.99 |
| PREMIER INVESTMENT | | | | 124,457 | 0.12 |
| ELARA INDIA OPPORT | | | | 61,413 | 0.06 |
| BNS ASIA LIMITED | | | | 15 | 0.01 |

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 4 | 4 |
| Members (other than promoters) | 21,700 | 28,879 |
| Debenture holders | 0 | 0 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | Number of directors at the end of the year | | Percentage of shares held by directors as at the end of year | |
|--|--|---------------|--|---------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 2 | 1 | 2 | 1 | 29.12 | 3.22 |
| B. Non-Promoter | 0 | 9 | 0 | 10 | 0 | 0.04 |
| (i) Non-Independent | 0 | 3 | 0 | 3 | 0 | 0 |
| (ii) Independent | 0 | 6 | 0 | 7 | 0 | 0.04 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 2 | 10 | 2 | 11 | 29.12 | 3.26 |

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 15

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|------------------|----------|-------------------|--------------------------------|--|
| EKTA KAPOOR RAVI | 00005093 | Managing Director | 18,433,254 | |

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------|------------|---------------------|--------------------------------|--|
| SHOBHA RAVI KAPOO | 00005124 | Managing Director | 11,008,850 | |
| JEETENDRA AMARNA | 00005345 | Director | 3,260,522 | |
| PRADEEP KUMAR SAI | 00021405 | Director | 0 | |
| ARUN KUMAR PURWA | 00026383 | Director | 36,070 | |
| VIRENDRA BABUBHAI | 00247971 | Director | 0 | |
| DURAI SWAMY GUNAS | 00303060 | Director | 300 | |
| ARCHANA NIRANJAN | 00028037 | Director | 0 | |
| RAMESH GOPAL SIPP | 00652881 | Director | 0 | |
| JYOTI DESHPANDE | 02303283 | Director | 0 | |
| ANSHUMAN THAKUR | 03279460 | Director | 0 | |
| DEVENDER KUMAR V. | 06858991 | Director | 0 | |
| JASON ASHOK KOTHA | 07343314 | Additional director | 0 | |
| SIMMI SINGH BISHT | BYJPS6491K | Company Secretary | 0 | 20/06/2021 |
| SANJAY CHANDRABH | AAFPD8473R | CFO | 0 | |

(ii) Particulars of change in director(s) and Key managerial personnel during the year

3

| Name | DIN/PAN | Designation at the beginning / during the financial year | Date of appointment/ change in designation/ cessation | Nature of change (Appointment/ Change in designation/ Cessation) |
|-------------------|----------|--|---|--|
| ARCHANA NIRANJAN | 00028037 | Director | 28/08/2020 | Appointment |
| JASON ASHOK KOTHA | 07343314 | Additional director | 11/02/2021 | Appointment |
| ASHUTOSH KHANNA | 03153990 | Director | 22/07/2020 | Cessation |

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

| Type of meeting | Date of meeting | Total Number of Members entitled to attend meeting | Attendance | |
|------------------------|-----------------|--|----------------------------|-------------------------|
| | | | Number of members attended | % of total shareholding |
| Annual General Meeting | 30/09/2020 | 27,414 | 101 | 37.33 |

B. BOARD MEETINGS

*Number of meetings held

4

| S. No. | Date of meeting | Total Number of directors associated as on the date of meeting | Attendance | |
|--------|-----------------|--|------------------------------|-----------------|
| | | | Number of directors attended | % of attendance |
| 1 | 22/07/2020 | 12 | 9 | 75 |
| 2 | 14/09/2020 | 12 | 12 | 100 |
| 3 | 09/11/2020 | 12 | 10 | 83.33 |
| 4 | 11/02/2021 | 12 | 11 | 91.67 |

C. COMMITTEE MEETINGS

Number of meetings held

17

| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Attendance | |
|--------|-----------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 1 | Audit Committee | 22/07/2020 | 5 | 3 | 60 |
| 2 | Audit Committee | 14/09/2020 | 5 | 3 | 60 |
| 3 | Audit Committee | 09/11/2020 | 5 | 3 | 60 |
| 4 | Audit Committee | 11/02/2021 | 5 | 3 | 60 |
| 5 | Stakeholder R | 22/07/2020 | 4 | 4 | 100 |
| 6 | Stakeholder R | 14/09/2020 | 4 | 4 | 100 |
| 7 | Stakeholder R | 09/11/2020 | 4 | 4 | 100 |
| 8 | Stakeholder R | 11/02/2021 | 4 | 4 | 100 |
| 9 | Nomination & I | 22/07/2020 | 4 | 3 | 75 |
| 10 | Nomination & I | 14/09/2020 | 3 | 3 | 100 |

D. *ATTENDANCE OF DIRECTORS

| S. No. | Name of the director | Board Meetings | | | Committee Meetings | | | Whether attended AGM held on |
|--------|----------------------|--|-----------------------------|-----------------|--|-----------------------------|-----------------|------------------------------|
| | | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | Number of Meetings which director was entitled to attend | Number of Meetings attended | % of attendance | 31/08/2021 |
| | | | | | | | | (Y/N/NA) |
| 1 | EKTA KAPOC | 4 | 2 | 50 | 4 | 4 | 100 | No |
| 2 | SHOBHA RAV | 4 | 4 | 100 | 8 | 8 | 100 | Yes |
| 3 | JEETENDRA | 4 | 4 | 100 | 17 | 13 | 76.47 | Yes |
| 4 | PRADEEP KU | 4 | 1 | 25 | 9 | 4 | 44.44 | No |
| 5 | ARUN KUMAR | 4 | 4 | 100 | 0 | 0 | 0 | Yes |
| 6 | VIRENDRA B | 4 | 4 | 100 | 4 | 4 | 100 | No |
| 7 | DURAI SWAM | 4 | 4 | 100 | 11 | 5 | 45.45 | Yes |
| 8 | ARCHANA NII | 3 | 3 | 100 | 0 | 0 | 0 | Yes |
| 9 | RAMESH GOI | 4 | 4 | 100 | 0 | 0 | 0 | Yes |
| 10 | JYOTI DESHP | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 11 | ANSHUMAN T | 4 | 4 | 100 | 0 | 0 | 0 | No |
| 12 | DEVENDER K | 4 | 4 | 100 | 14 | 14 | 100 | Yes |
| 13 | JASON ASHC | 0 | 0 | 0 | 0 | 0 | 0 | No |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------------|-------------------------|--------------|------------|-------------------------------|---------|--------------|
| 1 | SHOBHA RAVI KAP | Managing Director | 20,238,546 | 0 | 0 | 750,000 | 20,988,546 |
| 2 | EKTA KAPOOR RA | Joint Managing Director | 0 | 0 | 0 | 0 | 0 |
| | Total | | 20,238,546 | 0 | 0 | 750,000 | 20,988,546 |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|-------------|--------------|------------|-------------------------------|-----------|--------------|
| 1 | SANJAY CHANDRA | CFO | 15,733,992 | 0 | 0 | 1,259,250 | 16,993,242 |

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|------------------|----------------|--------------|------------|-------------------------------|-----------|-----------------|
| 2 | SIMMI SINGH BISH | Group Head Sec | 3,453,996 | 0 | 0 | 469,308 | 3,923,304 |
| | Total | | 19,187,988 | 0 | 0 | 1,728,558 | 20,916,546 |

Number of other directors whose remuneration details to be entered

12

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------------|------------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | Duraiswamy Gunas | Director | 600,000 | 56,910 | 0 | 0 | 656,910 |
| 2 | Devender Kumar Va | Director | 600,000 | 56,910 | 0 | 0 | 656,910 |
| 3 | Virendra Babubhai I | Director | 600,000 | 56,910 | 0 | 0 | 656,910 |
| 4 | Arun Kumar Purwar | Director | 500,000 | 56,910 | 0 | 0 | 556,910 |
| 5 | Pradeep Kumar Sar | Director | 100,000 | 56,910 | 0 | 0 | 156,910 |
| 6 | Archana Hingorani | Director | 400,000 | 33,680 | 0 | 0 | 433,680 |
| 7 | Jason Kothari | Additional Direc | 0 | 7,640 | 0 | 0 | 7,640 |
| 8 | Jeetendra Kapoor | Director | 400,000 | 1,986,400 | 0 | 0 | 2,386,400 |
| 9 | Anshuman Thakur | Director | 400,000 | 56,910 | 0 | 0 | 456,910 |
| 10 | Jyoti Deshpande | Director | 400,000 | 56,910 | 0 | 0 | 456,910 |
| 11 | Ramesh Sippy | Director | 400,000 | 56,910 | 0 | 0 | 456,910 |
| 12 | Ashutosh Khanna | Director | 0 | 0 | 0 | 0 | 0 |
| | Total | | 4,400,000 | 2,483,000 | 0 | 0 | 6,883,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which penalised / punished | Details of penalty/ punishment | Details of appeal (if any) including present status |
|--|--|---------------|--|--------------------------------|---|
|--|--|---------------|--|--------------------------------|---|

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(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

| Name of the company/ directors/ officers | Name of the court/ concerned Authority | Date of Order | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) |
|--|--|---------------|---|------------------------|-----------------------------------|
| | | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☒ Yes ☐ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

RM Shah & Co.

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

22489

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 34 dated 10/08/2021

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Shobha Kapoor
Digitally signed by Shobha Kapoor
Date: 2021.10.29 18:04:40 +05'30'

DIN of the director

00005124

To be digitally signed by

VIJAY
MAHENDR
A YADAV
Digitally signed by
VIJAY MAHENDRA
YADAV
Date: 2021.10.29
16:17:36 +0530

- ☐ Company Secretary
☒ Company secretary in practice

Membership number 39251

Certificate of practice number 16806

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

List of Shareholder as on 31st March 2021
MGT 8 BTL 2021.pdf
Annexure_List of Committees.pdf
UDIN - Vijay Yadav _ BTL.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



RM Shah & Co.
(Company Secretaries)

Address:
A/9, Madhuri,
Shantawadi J.P Road
Andheri West
Mumbai - 400058

Telephone:
9167406373/7977788417,
022 26287703
Email: rashmi@rmshah.in
Website: www.rmshah.in

FORM NO. MGT-8

**[PURSUANT TO SECTION 92(2) OF THE COMPANIES ACT, 2013 AND RULE 11(2) OF
COMPANIES
(MANAGEMENT AND ADMINISTRATION) RULES, 2014]**

I, RASHMI SHAH, Prop. of RM SHAH & CO., a Practicing Company Secretaries Firm have examined the registers, records and books and papers of **BALAJI TELEFILMS LIMITED** (CIN: L99999MH1994PLC082802) ('the Company') as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2021. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:
 1. Its status under the Act;
 2. Maintenance of registers/records & making entries therein within the time prescribed therefore;
 3. Filing of forms and returns as stated in the Annexure A, with the Registrar of Companies within/beyond the prescribed time;
 4. calling, convening and holding meetings of Board of Directors, Committees and the meetings of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular/ resolution have in process of recording in the Minutes Book/register maintained for the purpose and the same have been signed by the Chairman of the meeting. Further there was no resolution passed by postal ballot;
 5. Closure of Register of Members/Security holders, as the case may be;





RM Shah & Co.

(Company Secretaries)

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Shantawadi J.P Road
Andheri West
Mumbai – 400058

Telephone:

9167406373/7977788417,
022 26287703

Email: rashmi@rmshah.in

Website: www.rmshah.in

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Companies Act 2013- **No event occurred during the period;**
7. Contracts/Arrangement with related Parties at as specified in Section 188 of the Companies Act 2013;
8. Transfer or transmission of securities and issue of security certificates in all instances. Further, there was no issue or allotment or buy back of securities/ redemption of preference shares or debentures/alteration or reduction of share capital / conversion of shares/ securities;
9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
10. Declaration/ payment of dividend, transfer of unpaid/unclaimed dividend/ other amounts as applicable to the investor Education and Protection Fund in accordance with Section 125 of the Act;
11. Signing of Audited Financial Statement as per Section 134 of the Companies Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
12. Constitution/ appointment/ re-appointment/ retirement/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13. Appointment of Auditors as per the provisions of section 139 of the Act;
14. Approvals taken from the Registrar of Companies. Further there was no approval required from Regional Director, Tribunal, Central Government, Court or such other authorities under the various provisions of the Act;
15. Acceptance/ renewal/ repayment of deposits- **No event occurred during the period;**
16. Borrowing from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charge in that respect, wherever applicable- **No event occurred during the period;**
17. Loans to other bodies corporate or persons falling under the provisions of Section 186 of the Act. Further, the company has not provided any guarantee or provided any security to other bodies corporate or persons falling under the provisions of Section 186 of the Act;





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9167406373/7977788417,
022 26287703
Email: rashmi@rmshah.in
Website: www.rmshah.in

18. Alteration of the provisions of Memorandum of Association and Articles of Association of the Company- No event occurred during the period;

For RM SHAH & CO.

Rashmi



RASHMI SHAH
Proprietor
Membership No.: 24722
COP No.: 22489
UDIN: A024722C001110136

Place: Mumbai
Date: 07th October, 2021



RM Shah & Co.

(Company Secretaries)

Address:

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Shantawadi J.P Road
Andheri West
Mumbai - 400058


Telephone:

9167406373/7977788417,
022 26287703

Email: rashmi@rmshah.in

Website: www.rmshah.in

ANNEXURE- A


| Sr. No | Form | Event Date | Filing Date | Purpose |
|--------|---|---------------------------------|-------------|--|
| 1. | MSME | Half year ended September, 2020 | 30/10/2020 | Half yearly return of outstanding to Micro or Small Suppliers |
| 2. | MSME | Half year ended March, 2020 | 15/06/2020 | Half yearly return of outstanding to Micro or Small Suppliers |
| 3. | MGT-14 | 22/07/2020 | 07/01/2021 | Resolutions passed in pursuance of exercise of powers of Board of Directors: Loan To Key Managerial Personnel of the Company |
| 4. | MGT-14  | 22/07/2020 | 20/08/2020 | <ol style="list-style-type: none">1. Approval of Board Report for Financial Year Ended March 31, 20202. Approval of Audited Annual Financial Statements for the Financial year ended March 31,20203. Delegate the power under section 179 of the Companies act 20134. RE- Appointment of Internal Auditor M/s. E. Y. LLP, Chartered Accountants (FRN AAB-4343) for the Financial Year 2020-215. Appointment of Secretarial Auditor M/s. MMJB & ASSOCIATES, Company Secretaries, for the financial year 2019-206. Re- Appointment of Secretarial Auditor M/s. MMJB & ASSOCIATES, Company Secretaries, for the financial year 2020-21 |
| 5. | MGT-14 | 14/09/2020 | 13/10/2020 | Investment of Rupees 20,00,00,000 In Alt Digital Media Entertainment Limited as per Section 186 and 179 of the Companies Act 2013 |



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(Company Secretaries)

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022 26287703
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Website: www.rmshah.in

| | | | | |
|-----|---|------------|------------|---|
| 6. | MGT-14 | 30/09/2020 | 28/10/2020 | <ol style="list-style-type: none"> 1. To Consider and adopt the Audited Financial statements of the Company for the Financial year ended March 31, 2020. 2. To Consider and adopt the Audited Consolidated Financial statements of the Company for the Financial year ended March 31, 2020. 3. For Appointment of Director in place of Mr. Jeetendra Kapoor, who retires by rotation and being eligible, offers himself for Re-Appointment. 4. To approve continuation of directorship of Mr. Arun Kumar Purwar as non-executive independent director of the company 5. To approve appointment of Dr. Archana Hingorani (DIN: 00028037) as Non-Executive Independent Director of the Company |
| 7. | MGT-14  | 11/02/2021 | 04/03/2021 | <ol style="list-style-type: none"> 1. To Approve Investment Upto Rupees 5,00,00,000 in Ding Infinity Private Limited as per Section 179 and 186 of the Companies Act, 2013 2. Authority to give Guarantee, Provide Security or Loan or Make Investment Under Section 179 & 186 of the Companies Act, 2013 |
| 8. | DIR-12 | 28/08/2020 | 09/09/2020 | Appointment of Dr. Archana Niranjana Hingorani as an Additional Non-executive Independent Director of the Company |
| 9. | DIR-12 | 30/09/2020 | 28/10/2020 | Appointment of Dr. Archana Niranjana Hingorani as Non-executive Independent Director of the Company |
| 10. | DIR-12 | 22/07/2020 | 29/07/2020 | Resignation of Mr. Ashutosh Khanna from the Post of Independent Director |



RM Shah & Co.
(Company Secretaries)

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022 26287703
Email: rashmi@rmshah.in
Website: www.rmshah.in

| | | | | |
|-----|------------|------------|------------|---|
| 11. | DIR-12 | 11/02/2021 | 04/03/2021 | Appointment of Mr. Jason Ashok Kothari as Additional Non-Executive Independent Director |
| 12. | MGT-15 | 30/09/2020 | 27/10/2020 | Outcome of AGM. |
| 13. | AOC 4 XBRL | 30/09/2020 | 29/10/2020 | Filing of Annual Financial Statements for financial year 2019-20 |
| 14. | MGT 7 | 30/09/2020 | 28/11/2020 | Filing of Annual return for the financial year 2019-20 |
| 15. | IEPF 1 | 03/09/2020 | 28/09/2020 | Transfer of amount to unpaid dividend account of the company |
| 16. | IEPF 2 | 30/09/2020 | 11/11/2020 | Statement of unclaimed and unpaid amounts |
| 17. | IEPF 4 | 31/10/2020 | 03/11/2020 | Transfer of Shares to IEPF Account |

Rashmi



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
CIN No. : L99999MH1994PLC082802



Date: October 27, 2021

To,
Registrar of Companies, Mumbai
Ministry of Corporate Affairs
100, Everest, Marine Drive,
Mumbai -400002.

Sub: Details of Committee Meetings and attendance of Members
Ref. Point no. IX(C) of meetings of members

Dear Sir/Madam,

With reference to captioned subject, this is to inform your good that, the Company (Balaji Telefilms Limited) is in process to file Form MGT-7 for financial year ended March 31, 2021 with your good office. While preparing the form MGT 7 in point no. IX (C) of the form is not accepting the details of meeting of committees and attendance of members for more than Ten (10). Whereas Seventeen meetings were held of committee during F.Y 2020-21. Considering the restriction in point no. IX (C) of the Form, we have mentioned details of only ten meetings in the form and details of other dates and attendance are as follows:

| Sr.no. | Type of Meeting | Date of Meeting | Total Number of Members as on the date of the Meeting | Attendance | |
|--------|---------------------------------------|-----------------|---|----------------------------|-----------------|
| | | | | Number of members attended | % of attendance |
| 11. | Nomination and Remuneration Committee | 09/11/2020 | 4 | 3 | 75 % |
| 12. | Nomination and Remuneration Committee | 08/01/2021 | 4 | 3 | 75 % |
| 13. | Nomination and Remuneration Committee | 11/02/2021 | 4 | 3 | 75 % |
| 14. | Corporate Social Responsibility | 22/07/2020 | 4 | 2 | 50 % |
| 15. | Corporate Social Responsibility | 14/09/2020 | 3 | 2 | 66.67% |

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
CIN No. : L99999MH1994PLC082802



| | | | | | |
|-----|---------------------------------|------------|---|---|--------|
| 16. | Corporate Social Responsibility | 09/11/2020 | 3 | 2 | 66.67% |
| 17. | Corporate Social Responsibility | 11/02/2021 | 4 | 3 | 75 % |

Please take the same on your record and approve the form
For Balaji Telefilms Limited

Shobha
Kapoor

Digitally signed by
Shobha Kapoor
Date: 2021.10.27
18:11:46 +05'30'

Shobha Kapoor
Managing Director
DIN: 00005124

AVS & ASSOCIATES

Company Secretaries

(Peer reviewed firm)

Regd. Office: S-27, Haware Fantasia Business Park, Next to Inorbit Mall, Sector 30A,
Vashi, Navi Mumbai -400703, Maharashtra, India

Email: avsassociates16@gmail.com

Tel: 022-4978 5430 / 4978 5431 / 2781 0071

To,
The Registrar of Companies, Mumbai
Ministry of Corporate Affairs
Add: 5th Floor, 100, Everest Building,
Netaji Subhash Road, Marine lines,
Mumbai - 400002

Subject: UDIN for Certification of Annual Return in Form MGT-7 under Section 92(1) of Companies Act, 2013.

Dear Sir/Madam,

With reference to the captioned subject, I, Vijay Yadav, Partner of AVS & Associates, Company Secretaries have generated UDIN for Certification of Annual Return in Form MGT-7 under Section 92(1) of Companies Act, 2013 and the details are as follows:

| Name of the Company | Details of Form | UDIN | Date of Generation of UDIN |
|--------------------------|---|-------------------|----------------------------|
| Balaji Telefilms Limited | MGT.7 for the financial year ended March 31, 2021 | A039251C001311379 | 28/10/2021 |

This is for your information and record.

**For AVS & Associates
Company Secretaries**

VIJAY
MAHENDRA
A YADAV

Digitally signed by
VIJAY MAHENDRA
YADAV
Date: 2021.10.28
15:42:37 +05'30'

Vijay Yadav
Partner
Mem. No. A39251
CP No. 16806

Place: Kalyan, Thane
Date: 28/10/2021

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R.7

SRN : T56952005

Service Request Date : 29/10/2021

Payment made into : HDFC Bank

Received From :

Name : VIJAY Mahendra YADAV
Address : S-27, Haware Fantasia Business Park,
Next to Inorbit Mall, Sector 30A Vashi, Navi Mumbai
NaviMumbai, Maharashtra
IN - 400703

Entity on whose behalf money is paid

CIN: L99999MH1994PLC082802
Name : BALAJI TELEFILMS LIMITED
Address : C-13 BALAJI HOUSE, DALIA INDUSTRIAL ESTATE, OPP.
LAXMI INDL. ESTATE, NEW LINK ROAD, ANDHE RI-WEST
MUMBAI, Maharashtra
India - 400053

Full Particulars of Remittance

Service Type: eFiling

| Service Description | Type of Fee | Amount(Rs.) |
|--|-------------|-------------|
| Fee for Form MGT-7 for the financial year ending on 2021 | Normal | 600.00 |
| Total | | 600.00 |

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note -The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar, then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices and Fees) Rules, 2014)