

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



January 06, 2025

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: Corrigendum to the Notice of 1st Extra Ordinary General Meeting (“EGM”) for the Financial Year 2024-25 scheduled to be held on Saturday, January 11, 2025

Dear Sir/Madam,

This is in continuation of our letter dated December 20, 2024 and with reference to the Notice convening the 1st Extra- Ordinary General Meeting (“EGM”) for Financial Year 2024-25 of Balaji Telefilms Limited (“the Company”), scheduled to be held on **Saturday, January 11, 2025 at 04:30 p.m. (IST)** through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), which was sent through electronic mode to all the Members of the Company on December 20, 2024.

We hereby inform you that a corrigendum dated January 06, 2025 is being issued to inform the Members of the Company regarding certain changes in the Explanatory Statement of the said Notice of EGM. Copy of detailed corrigendum is enclosed herewith.

Except as detailed in the attached corrigendum, all other terms and contents of the Notice of EGM dated December 19, 2024 shall remain unchanged.

The Corrigendum of the Notice of EGM is available on the website of the Company’s website i.e. www.balajitelefilms.com, on the website of Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Ltd at www.bseindia.com and www.nseindia.com respectively, and on the website of Registrar & Transfer Agent of the Company and e-Voting agency i.e. KFin Technologies Limited at <https://evoting.kfintech.com/public/downloads.aspx>

Kindly take the same on record.

Thanking You.

Yours truly,
For Balaji Telefilms Limited

Tannu Sharma
Company Secretary and Compliance Officer
Membership No – ACS30622

Encl.: *As above*



Balaji Telefilms Limited

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Regd. Office: C-13, Balaji House, Dalia Industrial Estate, Opp. Laxmi Industries, New Link Road, Andheri (West), Mumbai - 400053, Maharashtra. **Tel:** +91-22-40698000, **Fax:** +91-22-40698181

Website: www.balajitelefilms.com, **Email:** investor@balajitelefilms.com

CORRIGENDUM TO THE NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

Corrigendum to the Notice of the 1st Extra-Ordinary General Meeting (“EGM”) for the Financial Year 2024-25 of the Members of Balaji Telefilms Limited (“the Company”) to be held on **Saturday, January 11, 2025 at 04:30 P.M. IST** (Indian Standard Time) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

Balaji Telefilms Limited (the “Company”) has issued a Notice of EGM dated December 19, 2024 (“EGM Notice”) for convening an Extraordinary General Meeting of the Members of the Company, which is scheduled to be held on Saturday, January 11, 2025, at 04:30 PM IST, through Video Conferencing/ Other Audio-Visual Means (“OAVM”). The EGM Notice was dispatched to the shareholders of the Company in due compliance with applicable laws on December 20, 2024. Pursuant to the requirements of Regulation 28(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had filed applications for obtaining in-principle approval of the BSE Limited (“BSE”) and the National Stock Exchange of India Limited (“NSE”) (collectively, the “Stock Exchanges”) for the proposed Preferential Issue of equity shares of the Company, as set out under Item No. 1, 2 and 3 of the EGM Notice, along with the Explanatory Statement thereto (collectively, the “Preferential Issue”).

We would like to inform the Members that Stock Exchanges have asked the Company to provide certain information in respect of the proposed Preferential Issue, by way of a corrigendum to the EGM Notice. Accordingly, this Corrigendum is being issued in continuation to the EGM Notice dated December 19, 2024, together with the Explanatory Statement thereof and this Corrigendum shall be deemed to be an integral part of the original EGM Notice. Pursuant to this Corrigendum, the Members of the Company are hereby informed and requested to note that in the Explanatory Statement of the EGM Notice:

- 1) **Point 2 - "Objects of the Preferential Issue"**: The existing Point No. 2 appearing at Page No. 24 of the EGM Notice dated December 19, 2024 shall be substituted with the revised point as appearing hereunder;
- 2) **Point 15 - "The pre-issue and post-issue shareholding pattern of the company or the current and proposed status of allottees post the preferential issue"**: The existing Point No. 15 appearing at Page No. 31 of the EGM Notice dated December 19, 2024 shall be substituted with the revised point as appearing hereunder.

REVISED POINT NO. 2:

2. Objects of the Preferential Issue:

The Company intends to utilize the proceeds of the proposed preferential issue towards the following objects:

Sr. No.	Objects	Estimated amount to be utilized for each of the Objects (Rs. in Crores)	Percentage of the Proceeds being utilized	Tentative timeline for utilisation of issue proceeds from the date of receipt of funds
1	Movie Production	65.00	49.74%	Within 24 months from date of receipt of funds
2	<ul style="list-style-type: none">➤ Music Rights retention, acquisition and distribution➤ Movie distribution business➤ Digital content business including IP content business	33.18	25.39%	
3	General Corporate Purpose	32.50	24.87%	
	Total	130.68	100.00%	

While the amounts proposed to be utilized against each of the objects have been specified above, there may be a deviation of 10% depending upon future circumstances, in terms of NSE notice no. NSE/CML/2022/56 and BSE notice no. 20221213-47, dated December 13, 2022, as the objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company, and may result in modifications to the proposed schedule for utilization of the Net Proceeds at the discretion of the Board, subject to compliance with applicable laws. However, the amount stated for the general corporate purposes, shall not exceed Rs. 32.50 Crores i.e., 24.87% of proceeds from the Preferential Issue.

Further, pending the utilization of the funds, our Company, in accordance with the policies formulated by our Board from time to time, will have flexibility to deploy the Issue Proceeds, as per applicable laws. Pending complete utilization of the Issue Proceeds for the Objects described above, our Company intends to, inter-alia, invest the Issue Proceeds in money market instruments including money market mutual funds, deposits in scheduled commercial banks, securities issued by government of India or any other investments as permitted under applicable laws.

If the Issue Proceeds are not utilised (in full or in part) for the Objects during the period stated above due to any factors, the remaining Issue Proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board, subject to compliance with applicable laws.

As the issue size exceeds Rs. 100 Crore, the use of proceeds of the issue shall be monitored by a Credit Rating Agency registered with SEBI in terms of Regulation 162A, which shall be appointed on or before allotment of Equity Shares to the Proposed Allottees.

REVISED POINT NO. 15:

15. The pre-issue and post-issue shareholding pattern of the company or the current and proposed status of allottees post the preferential issue:

The necessary details are appearing in the below table:

Sr. No.	Category	Pre- Preferential Issue (as on the Relevant Date)		Post Preferential Issue*	
		No. of Shares held	% of holding	No. of Shares held	% of holding
A	Promoters' holding:				
1	Indian:				
	Individual	3,47,32,876	34.21	3,81,49,576	31.95
	Bodies Corporate	-	-	-	-
	Sub Total	3,47,32,876	34.21	3,81,49,576	31.95
2	Foreign Promoters	-	-	-	-
	Sub Total (A)	3,47,32,876	34.21	3,81,49,576	31.95
B	Non- Promoters holding:				
1	Institutional Investors	1,87,30,259	18.45	3,00,29,971	25.15
2	Non-Institution:				
	Corporate Bodies	2,83,52,083	27.93	2,83,52,083	23.75
	Directors and Relatives	17,900	0.02	17,900	0.015
	Key Managerial Personnel	3,98,525	0.39	3,98,525	0.33
	Indian Public	1,69,86,547	16.73	2,01,29,911	16.86
	Others (Including NRIs)	23,10,778	2.28	23,10,778	1.94
	Sub Total (B)	6,67,96,092	65.79	8,12,39,168	68.05
	Grand Total (A+B)	10,15,28,968	100.00	11,93,88,744	100.00

*Note:

- 1) The table shows the expected shareholding pattern of the Company upon assumption that holding of all other shareholders will remain unchanged post the proposed issue, as it was on the date when the pre-issue shareholding pattern was prepared (i.e. on the Relevant Date, December 12, 2024). Additionally, the table excludes any stock options exercised by and allotted to employee(s) from the Relevant Date until the date of this corrigendum.
- 2) The proposed allotment of Equity Shares will not result in any change in the current and proposed status of the allottee(s) post the preferential issue, namely, promoter and/or non-promoter.

We hereby confirm that, except for the modifications, substitutions, or additions made by this Corrigendum, all other contents of the EGM Notice, along with the Explanatory Statement, shall remain unchanged. This Corrigendum shall form an integral part of the EGM Notice that has already been sent to the shareholders of the Company. Effective immediately, the EGM Notice, together with its Explanatory Statement, must be read in conjunction with this Corrigendum. Additionally, shareholders are requested to take this Corrigendum into account when considering, approving and voting on the proposed resolutions outlined under Item Nos. 1, 2, and 3 of the EGM Notice, along with the accompanying Explanatory Statement.

This corrigendum to the Notice of EGM is available on the website of the Company at www.balajitelefilms.com, website of BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and website of Kfin Technologies Limited at <https://evoting.kfintech.com/public/Downloads.aspx>.

Regd. Office:

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CIN: L99999MH1994PLC082802

Email: investor@balajitelefilms.com

Website: www.balajitelefilms.com

**By order of the Board of Directors
For Balaji Telefilms Limited**

Sd/-

Tannu Sharma

Company Secretary

Membership No.: ACS 30622

Place: Mumbai

Date: January 06, 2025