

# Balaji Telefilms Ltd.

C-13, Balaji House, Dalia Industrial Estate, Opp. Laxmi Industries  
New Link Road, Andheri (West), Mumbai - 400 053.  
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Website : www.balajitelefilms.com  
CIN No. : L99999MH1994PLC082802



September 30, 2020

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400001  
Stock Code: 532382

**National Stock Exchange of India Ltd.**  
"Exchange Plaza",  
Bandra-Kurla Complex, Bandra (East),  
Mumbai 400051  
Stock Code: BALAJITELE

**Sub: Proceedings of the 26<sup>th</sup> Annual General Meeting for the financial year 2019-20 held on September 30, 2020.**

Dear Sir/Madam,

In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("**Listing Regulations**") please find below proceedings of the 26<sup>th</sup> Annual General Meeting (AGM) for the financial year 2019-20 of the Company, held today i.e. Wednesday, September 30, 2020:

**1. Date, Time and Venue of the AGM:**

The AGM was held on Wednesday, September 30, 2020 at 03.00 pm IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

**2. Brief details of items deliberated:**

- **Mr. Jeetendra Kapoor -Chairman** of the Company, chaired the AGM.
- The Chairman welcomed the Members and informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- Mrs. Simmi Singh Bisht, Group Head Secretarial explained the general instructions to the Members who had joined the meeting.
- The requisite quorum being present, the AGM was called to order.
- Mrs. Bisht requested the Directors to introduce themselves one by one. Mr. Nachiket Pantvaidya, Group Chief Operating Officer & Chief Executive Officer (ALT Digital) & Mr. Sanjay Dwivedi, Group Chief Financial Officer of the Company, Authorized Representatives of Statutory Auditors & Secretarial Auditors and Scrutinizer were also present at the Meeting through VC.



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- Since Meeting was held through VC/ OAVM there was no possibility of securing physical attendance of the members; therefore, in line with the applicable guidelines, there was no requirement of appointing proxies.
- Mrs. Bisht informed that the Members who seek to inspect Statutory Registers, relevant documents referred to in the Notice of AGM and the Explanatory Statement and Certificate from Auditors of the Company certifying that the ESOP Schemes of the Company is being implemented in accordance with the SEBI (Share Based Employee Benefits) Regulations, 2014 are required to email at [investor@balajitelefilms.com](mailto:investor@balajitelefilms.com).
- The Chairman then delivered his speech.
- The Notice convening the 26<sup>th</sup> AGM as well as the Auditors' Report on both the Standalone and Consolidated Audited Financial Statements of the Company and the Secretarial Audit Report for the year ended March 31, 2020 were taken as read, since there were no qualifications in these Reports.
- Mrs. Simmi Singh Bisht with the permission of the Chairman informed the members about remote e-voting process at the AGM. Further, Members were informed that M/s. AVS & Associates, Company Secretaries was appointed as scrutinizer to scrutinize the e-voting process at the Meeting in a fair and transparent manner. The shareholders were further informed that the results of the voting would be disseminated to the stock exchanges, namely BSE Limited and National Stock Exchange of India Ltd., and would also be uploaded on the website of the Company and National Securities Depository Limited, the agency providing e-voting facility, within the stipulated time under applicable law.
- Mr. Nachiket Pantvaidya, Group Chief Operating Officer & Chief Executive Officer (Alt Digital) and Mr. Sanjay Dwivedi, Group Chief Financial Officer addressed the queries of the Members who had send the same to the Company.
- The following items of business as set out in the notice convening the AGM were put for shareholders consideration and approval:

#### **Ordinary Business**

- i) Consider and adopt, (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon;
- ii) Appointment of a Director in place of Mr. Jeetendra Kapoor (DIN: 00005345), who retires by rotation and being eligible, offers himself for re-appointment;



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### **Special Business**

- iii) Continuation of Directorship of Mr. Arun Kumar Purwar (DIN: 00026383) as Non-Executive Independent Director of the Company
- iv) Appointment of Dr. Archana Hingorani (DIN: 00028037) as Non-Executive Independent Director of the Company

The details required under Regulation 30 of the Listing Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 are enclosed herewith as Annexure A.

### **3. Manner of Voting:**

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company had provided remote e-voting facility and evoting facility during the AGM to its shareholders to cast votes electronically on the resolutions which were set out in the AGM notice. The Members were informed that the evoting facility will be available for 30 minutes after the closure of the meeting.

### **4. Result of the Meeting:**

The resolution nos. i to iv were passed with requisite majority by the shareholders. A detailed voting result shall be submitted within 48 hours of the conclusion of the Meeting.

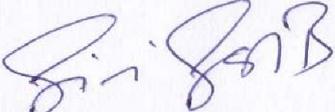
**Note:** This document does not constitute minutes of the proceedings of the AGM held on September 30, 2020.

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

Thanking You.

Yours truly,

**For Balaji Telefilms Limited**

  
**Simmi Singh Bisht**  
**Group Head Secretarial**  
**Membership No. A23360**



*Annexure A*

**Appointment of Dr. Archana Hingorani as Independent Director on the Board of Balaji Telefilms Limited**

1. **Date of Appointment:** August 28, 2020
2. **Brief Profile, Terms of Appointment & Disclosure of Relationship between Directors:**

<b>Reason for Change viz. appointment, resignation, removal, death or otherwise</b>	Appointment
<b>Date of Appointment &amp; term of appointment</b>	Dr. Archana Hingorani to hold office as an Independent Director for a term of 5 consecutive years with effect August 28, 2020.
<b>Brief Profile</b>	<p>Dr. Archana Hingorani is serving as a Director on Board of Alembic Pharmaceuticals Limited, Den Networks Limited, 5Paisa Capital Limited, SIDBI Venture Capital Limited, Grindwell Norton Limited and SBI Mutual Fund Trustee Company Private Limited. She holds a bachelor's degree in arts from the University of Mumbai, a master's degree in business administration from the Graduate School of Business, University of Pittsburgh, USA and a doctorate degree in philosophy from the Joseph M. Katz Graduate School of Business, University of Pittsburgh, USA. She has 24 years of experience in financial services and private equity fund investment. She is currently a Managing Partner at Siana Capital, an investment firm focussed on technology and innovation. Prior to that she was the CEO of IL&amp;FS Investment Managers Limited as was with the group for 23 years. She has been the recipient of various awards such as 'Ten most influential women in private real estate investing' by PERE in 2010, 'Most Powerful Women' in 2014, 2015, 2016 and 2017 by Fortune India, 'Most Powerful Women' in 2011, 2012 and 2013 by Business Today, '25 Most Influential Women in Asia Asset Management' by Asian Investor in May, 2014, and 'Distinguished International Alumnus' in the year 2016 by the Katz Graduate School of Business, University of Pittsburgh, USA. In sum, she has over 33 years' experience in the financial services business, teaching and research.</p>
<b>Disclosure of Relationship between Directors</b>	Dr. Archana Hingorani is not related with any other existing Director of the Company.

3. Dr. Archana Hingorani is not debarred from holding the office of Director by virtue of any SEBI order or any such authority.



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