

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



October 01, 2020

To,

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: Disclosure of Voting Results of the 26th Annual General Meeting for the financial year 2019-20 of the Company held on September 30, 2020.

Dear Sir/Madam,

This is further to our letter dated September 30, 2020 on Proceedings of the Annual General Meeting ("AGM") and pursuant to Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details of the voting results of the 26th AGM for the financial year 2019-20 alongwith the report of the Scrutinizer on remote e-voting and e-voting at the AGM of the Company is enclosed.

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

Thanking You.

Yours truly,

For Balaji Telefilms Limited

SIMMI

SINGH BISHT

Simmi Singh Bisht

Group Head Secretarial

Membership No. A23360



Digitally signed by SIMMI SINGH BISHT
DN: cn=Simmi Singh Bisht, o=Balaji Telefilms Limited,
c=IN, email=singh_bisht@balajitelefilms.com, c=IN,
serial=18532424, version=3, date=2020.10.01 18:29:00 +05'30'

Resolution Required: (Ordinary/Special)			Resolution No. 1: Consideration and adoption, (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- <u>Ordinary Resolution</u>					
Whether promoter/ promoter group are interested in the agenda/resolution?			None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 except as holders of shares in general or that of the companies, firms, and/or institutions of which they are directors, partners or members and who may hold shares in the Company.					
Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]* 100	(4)	(5)	(6) = [(4)/(2)]*100	(7) =[(5)/(2)]* 100
Promoter and Promoter Group	Remote e-voting	34732876	34732876	100	34732876	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		34732876	34732876	100	34732876	00	100
Public Institutions Holders	Remote e-voting	19189765	516339	2.69	516339	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		19189765	516339	2.69	516339	00	100
Public - Non Institutions Holders	Remote e-voting	47207802	216584	0.46	216346	238	99.89	0.11
	Poll-Voting at AGM		16	0.00	16	00	100	0.00
	Total		47207802	216600	0.46	216362	238	99.89
Grand Total		101130443	35465815	35.07	35465577	238	100	0.00

*No. of votes polled does not include 'no. of votes invalid'



Resolution Required: (Ordinary/Special)				Resolution No. 3: Continuation of Directorship of Mr. Arun Kumar Purwar (DIN:00026383) as Non-Executive Independent Director of the Company. <u>Special Resolution</u>				
Whether promoter/ promoter group are interested in the agenda/resolution?				Mr. Arun Kumar Purwar is interested in the resolution set out at item no. 3. The relatives of Mr. Arun Kumar Purwar may be deemed to be interested in the resolution to the extent of their shareholding if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.				
Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote e-voting	34732876	34732876	100	34732876	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		34732876	34732876	100	34732876	00	100
Public Institutions Holders	Remote e-voting	19189765	516339	2.69	516339	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		19189765	516339	2.69	516339	00	100
Public - Non Institutions Holders	Remote e-voting	47207802	180154	0.38	177752	2402	98.67	1.33
	Poll-Voting at AGM		16	0.00	16	00	100	0.00
	Total		47207802	180170	0.38	177768	2402	98.67
Grand Total		101130443	35429385	35.03	35426983	2402	99.99	0.01

*No. of votes polled does not include 'no. of votes invalid'



Resolution Required: (Ordinary/Special)			Resolution No. 4: Appointment of Dr. Archana Hingorani (DIN: 00028037) as Non-Executive Independent Director of the Company. <u>Ordinary Resolution</u>					
Whether promoter/ promoter group are interested in the agenda/resolution?			Dr. Archana Hingorani is interested in the resolution set out at item no. 4. The relatives of Dr. Archana Hingorani may be deemed to be interested in the resolution to the extent of their shareholding if any. Save and except the above, none of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.					
Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote e-voting	34732876	34732876	100	34732876	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		34732876	34732876	100	34732876	00	100
Public Institutions Holders	Remote e-voting	19189765	516339	2.69	516339	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		19189765	516339	2.69	516339	00	100
Public - Non Institutions Holders	Remote e-voting	47207802	216224	0.46	214846	1378	99.36	0.64
	Poll-Voting at AGM		16	0.00	16	00	100	0.00
	Total		47207802	216240	0.46	214862	1378	99.36
Grand Total		101130443	35465455	35.06	35464077	1378	100	0.00

*No. of votes polled does not include 'no. of votes invalid'



AVS & ASSOCIATES

Company Secretaries

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: 022-49785430 / 49785431 / 27810071

Consolidated Report of Scrutinizer on Remote e-voting and Electronic Voting at the 26th Annual General Meeting

To
Ms. Simmi Singh Bisht
Group Head Secretarial
Balaji Telefilms Limited

The 26th Annual General Meeting ("**26th AGM**") of the Shareholders of **M/s. Balaji Telefilms Limited** (hereinafter referred as "**the Company**") held on Wednesday, 30th September, 2020 at 03:00 p.m. through Video Conferencing ("**VC**")/Other Audio-Visual Means ("**OVAM**") pursuant to General Circular No.14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 respectively issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), Circular No. SEBI/HO/CFD/ CMD1/CIR/P/ 2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India ("**SEBI Circular**") and in compliance with the provisions of the Companies Act, 2013 ("**Act**") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**")

Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and electronic voting at the 26th AGM of the shareholders of Company held on Wednesday, 30th September, 2020 at 03:00 p.m. through video conferencing ("VC")/other audio-visual means ("OVAM") in terms of provisions of the Act read with the rules made there under and the applicable regulations of the Listing Regulations

- A. I, Vijay Yadav, Partner of M/s. AVS & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of Board of Directors of the Company held on Wednesday, July 22, 2020 to conduct the following:
- (i) **Remote e-voting** process done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - (ii) **Electronic Voting at the 26th AGM** held on Wednesday, 30th September, 2020 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 , MCA Circulars and SEBI Circular .

- B. The Compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circular in relation to voting through Remote e-voting, Electronic Voting at the 26th AGM and presence of quorum at the 26th AGM on the proposed resolutions mentioned in the notice dated July 22, 2020 is the responsibility of the Management. My responsibility as a scrutinizer is to ensure that the voting process in all modes are conducted in fair and transparent manner and render scrutinizer report based on reports generated from electronic voting system provided by National Securities Depository Limited ('NSDL') and votes casted by shareholders at the AGM.
- C. Pursuant to section 101, 108 of the Act and Rule 20 Companies (Management & Administration) Rules, 2014 (including any statutory modification (s) or re- enactment(s) thereof for the time being in force), the Company has confirmed that the electronic copy of Notice of AGM were sent to the shareholders whose e-mail addresses are registered with the Company/Depository in compliance with MCA Circulars and SEBI Circular.
- D. The Company had appointed NSDL for providing facility to the shareholders for participation in the AGM through VC/OAVM and conducting the electronic voting by the shareholders at the AGM. After the time fixed for closing of electronic voting at AGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The Company had availed the remote e-voting facility provided by NSDL for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Saturday, September 26, 2020 (09.00 a.m. IST) and ended on Tuesday, September 29, 2020 (05.00 p.m. IST) and the NSDL remote e-voting portal was blocked in the presence of Mr. Anand Mukherjee and Mr. Sameer Shinde who are not in employment of the Company.
- F. On the basis of the votes exercised by the shareholders of the Company through remote e-voting, I have issued separate Scrutinizers's Report dated October 1, 2020.

ORDINARY BUSINESS:**Item No. 1 - Ordinary Resolution**

- a) Consideration & Adoption of 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;
- b) Consideration & Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon.

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote e-voting	34732876	34732876	100	34732876	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		34732876	34732876	100	34732876	00	100
Public Institutions Holders	Remote e-voting	19189765	516339	2.69	516339	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		19189765	516339	2.69	516339	00	100
Public - Non Institutions Holders	Remote e-voting	47207802	216584	0.46	216346	238	99.89	0.11
	Poll-Voting at AGM		16	0.00	16	00	100	0.00
	Total		47207802	216600	0.46	216362	238	99.89
Grand Total		101130443	35465815	35.07	35465577	238	100	0.00

*No. of votes polled does not include 'no. of votes invalid'

Item No. 2 - Special Resolution

Re-appointment of Mr. Jeetendra Kapoor (DIN:00005345), who retires by rotation and being eligible, offers himself for reappointment

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote e-voting	34732876	00	0.00	00	00	0.00	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		34732876	00	0.00	00	00	0.00
Public Institutions Holders	Remote e-voting	19189765	516339	2.69	516339	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		19189765	516339	2.69	516339	00	100
Public - Non Institutions Holders	Remote e-voting	47207802	216584	0.46	215072	1512	99.30	0.70
	Poll-Voting at AGM		16	0.00	16	00	100	0.00
	Total		47207802	216600	0.46	215088	1512	99.30
Grand Total		101130443	732939	0.72	731427	1512	99.79	0.21

*No. of votes polled does not include 'no. of votes invalid'

SPECIAL BUSINESS:**Item No. 3 - Special Resolution**

Continuation of Directorship of Mr. Arun Kumar Purwar (DIN:00026383) as Non-Executive Independent Director of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	Remote e-voting	34732876	34732876	100	34732876	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		34732876	34732876	100	34732876	00	100
Public Institutions Holders	Remote e-voting	19189765	516339	2.69	516339	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		19189765	516339	2.69	516339	00	100
Public - Non Institutions Holders	Remote e-voting	47207802	180154	0.38	177752	2402	98.67	1.33
	Poll-Voting at AGM		16	0.00	16	00	100	0.00
	Total		47207802	180170	0.38	177768	2402	98.67
Grand Total		101130443	35429385	35.03	35426983	2402	99.99	0.01

*No. of votes polled does not include 'no. of votes invalid'

Item No. 4 - Ordinary Resolution

Appointment of Dr. Archana Hingorani (DIN: 00028037) as Non-Executive Independent Director of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]* 100	(4)	(5)	(6)= [(4)/(2)]*100	(7)=[(5)/ (2)]* 100
Promoter and Promoter Group	Remote e-voting	34732876	34732876	100	34732876	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		34732876	34732876	100	34732876	00	100
Public Institutions Holders	Remote e-voting	19189765	516339	2.69	516339	00	100	0.00
	Poll-Voting at AGM		00	0.00	00	00	0.00	0.00
	Total		19189765	516339	2.69	516339	00	100
Public - Non Institutions Holders	Remote e-voting	47207802	216224	0.46	214846	1378	99.36	0.64
	Poll-Voting at AGM		16	0.00	16	00	100	0.00
	Total		47207802	216240	0.46	214862	1378	99.36
Grand Total		101130443	35465455	35.06	35464077	1378	100	0.00

*No. of votes polled does not include 'no. of votes invalid'

As requested by the Management, I am submitting this consolidated report on the results of remote e-voting together with the results of electronic voting facilitated at the AGM.

Thanking you,
Yours faithfully,

**For AVS & Associates
Company Secretaries**

**VIJAY
MAHENDRA
YADAV**

Digitally signed by VIJAY MAHENDRA
YADAV
DN: c=IN, o=Personal,
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serialNumber=a0463327f05c9a97b3656
9526f9886ac712627820a9986922444
9893, co=AAAY MAHENDRA YADAV
Date: 2020.10.01 17:18:26 +05'30'

**Vijay Yadav
Partner
Mem. No. A39251
CP No. 16806
UDIN: A039251B000838885**

**Place: Navi Mumbai
Date: 01/10/2020**

For Balaji Telefilms Limited

**SIMMI
SINGH
BISHT**

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Date: 2020.10.01 18:27:11 +05'30'

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