

# 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



August 17, 2023

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 29<sup>th</sup> Annual General Meeting for the financial year 2022-23 held on August 17, 2023**

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed herewith the proceedings of the 29<sup>th</sup> Annual General Meeting (AGM) of the Company, held today i.e. Thursday, August 17, 2023 through Video Conferencing/Other Audio-Visual Means. The Meeting commenced at 03:00 P.M. (IST) and concluded at 03:54 P.M. (IST) (including the Insta-poll).

The result of the matters that were put to vote, as required under Regulation 44(3) of the Listing Regulations will be submitted separately.

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

Thanking You.

Yours truly,

**For Balaji Telefilms Limited**

TANNU  
SHARMA

Digitally signed by TANNU SHARMA  
DN: c=IN, postalCode=110018, st=DELHI, o=WEST DELHI, ou=Personal,  
serialNumber=999021, email=tannu@balajitelefilms.com, cn=TANNU SHARMA  
8022a29826b, pseudo=y=317a032975414180ca4d5c74349,  
2.5.4.2=cn=98077254c434c2770449f90a0a06d6a4242481890c1  
90321649, email=TANNU@INDTV.COM, cn=TANNU SHARMA  
Date: 2023.08.17 18:04:02 +05'30'

**Tannu Sharma**  
**Company Secretary & Compliance Officer**  
**Membership No.: ACS 30622**

**PROCEEDINGS OF THE 29<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF BALAJI  
TELEFILMS LIMITED**

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

The AGM was held on Thursday, August 17, 2023 at 03.00 pm IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

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

- Ms. Tannu Sharma, Company Secretary & Compliance Officer commended the AGM proceedings by addressing the shareholders.
- Mr. Jeetendra Kapoor -Chairman of the Company, chaired the AGM.
- The following Directors were present at the e-AGM through Video Conference/ Other Audio-Visual Means from their respective locations:
  1. Mr. Jeetendra Kapoor, Chairman & Non-Executive Director;
  2. Mrs. Shobha Kapoor, Managing Director;
  3. Mr. D.G. Rajan, Independent Director;
  4. Mr. Arun Kumar Paurwar, Independent Director;
  5. Mr. Pradeep Sarada, Independent Director.

Ms. Ektaa R. Kapoor, Joint Managing Director, Ms. Jyoti Deshpande and Ms. Priyanka Chaudhary, Non-Executive Directors, Mr. D. K. Vasal and Ms. Archana Hingorani, Independent Directors expressed their inability to attend today's AGM.

Mr. Sanjay Dwivedi, Group Chief Operating Officer & Group Chief Financial Officer attended the meeting from Mumbai.

Further, Authorized Representatives of Statutory Auditors & Secretarial Auditors and Scrutinizer were also present at the Meeting through VC.

- The Members were 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.
- Ms. Tannu Sharma, Company Secretary, explained the general instructions to the Members who had joined the meeting.
- The requisite quorum being present, the AGM was called to order.
- At the request of Ms. Sharma, all the Directors present introduced themselves one by one.
- 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.
- Mr. Sanjay Dwivedi addressed the queries of those Members who had sent the same via e-mail to the Company.

- Mr. Jeetendra Kapoor addressed the Members by delivering part of the Chairman's speech, and requested Mr. Sanjay Dwivedi to deliver the remaining Chairman's Speech, on his behalf.
- Ms. Tannu Sharma informed that the Members that requisite documents i.e. Statutory Registers, relevant documents referred to in the Notice of AGM and the Explanatory Statement and Certificate from the Secretarial Auditors of the Company certifying that the ESOP Scheme of the Company is being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 were made available for inspection.
- The Notice convening the 29<sup>th</sup> AGM as well as the Auditors' Report on the Standalone and Consolidated Audited Financial Statements of the Company was taken as read, since there was no qualification in the Report. Further, Members attention was drawn to Secretarial Auditors remark in Secretarial Audit Report, pertaining to the non-compliance w.r.t. composition of Board not being in compliance with Regulation 17(1) of the Listing Regulations, for the period from May 20, 2022 till September 12, 2022. The shareholders were informed that the said default has been regularized and the Company is in compliance with the said Regulations w.e.f. the closing of business hours of September 12, 2022. Thereafter, the Secretarial Audit Report for the year ended March 31, 2023 was taken as read.
- Ms. Sharma informed the Members about remote e-voting process at the AGM. Further, Members were informed that Mr. Vijay Yadav, Partner of M/s. AVS & Associates, Company Secretaries was appointed as scrutinizer to scrutinize the e-voting process 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 Kfin Technologies Limited, Registrar & Share Transfer Agent. The results would also be uploaded on the website of the Company at [www.balajitelefilms.com](http://www.balajitelefilms.com).
- The following items of business as set out in the Notice convening the AGM were put for shareholders consideration and approval:

### **Ordinary Business**

- i) Consideration and adoption of (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2023 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, 2023 and the report of Auditors thereon;
- ii) Appointment of a Director in place of Mrs. Shobha Kapoor (DIN: 00005124), who retires by rotation and being eligible, seeks re-appointment;

### **Special Business**

- i) Re-appointment of Mrs. Shobha Kapoor (DIN: 00005124), as the Managing Director of the Company and fixation of terms of appointment;
- ii) Re-appointment of Ms. Ekta R. Kapoor (DIN: 00005093), as the Joint Managing Director of the Company and fixation of terms of appointment;
- iii) Payment of Commission to Non-Executive Directors of the Company.



**Annexure for Item No. 3: Re-appointment of Mrs. Shobha Kapoor as the Managing Director of the Company.**

<b>Particulars</b>	<b>Details</b>
<b>Reason for change viz. appointment, re-appointment or otherwise</b>	Re-appointment
<b>Date of appointment &amp; term of appointment</b>	As the tenure of Mrs. Shobha Kapoor as the Managing Director of the Company is expiring on November 09, 2023, shareholders' approval was sought to re-appoint her as the Managing Director for a period of 5 years w.e.f. November 10, 2023 till November 09, 2028, on such terms and conditions as mentioned in the AGM Notice along with Explanatory Statement thereto.
<b>Brief profile</b>	Mrs. Shobha Kapoor has been in charge of Company's operational management and efficiency and in controlling 'on set' activity. She has won a number of prestigious awards including CEO of the Year (Indian Telly Awards), Businesswoman of the Year (The Economic Times) and numerous Best Producer awards for various TV shows produced by our Company.
<b>Disclosure of relationship between Directors</b>	Wife of Mr. Jeetendra Kapoor and mother of Ms. Ektaa R. Kapoor



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Website : www.balajitelefilms.com • Email- investor@balajitelefilms.com

CIN No.: L99999MH1994PLC082802



August 17, 2023

## **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: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the 29<sup>th</sup> Annual General Meeting of the Company**

Dear Sir/Madam,

This is in furtherance of our letter dated August 17, 2023 regarding the Proceedings of the Annual General Meeting (AGM) and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of the voting results of the 29<sup>th</sup> AGM for the financial year 2022-23 held on August 17, 2023, in the prescribed format.

We also enclose herewith a copy of the Scrutinizer's Report issued by Mr. Vijay Yadav, Partner of AVS & Associates, Company Secretaries (Membership No. FCS 11990 and CP No. 16893), who was appointed as the Scrutinizer for the purpose of scrutinizing remote e-voting conducted from August 13, 2023 to August 16, 2023, and the voting conducted through Instapoll at the time of the AGM.

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

Thanking You.

Yours faithfully,

## **For Balaji Telefilms Limited**

**TANNU**

**SHARMA**

Digitally signed by TANNU SHARMA  
DN: cn=IN, postalCode=110018, st=DELHI, WEST DELHI,  
o=Personal,  
serialNumber=990821b858736f9197d9f80cb028320f6  
b75d2314c4048d02cc29d8200,  
emailAddress=1170c932025418100c445c571346,  
2.5.4.20=0b4017225c434c22170e49990cc4c0a0f9a44  
310641E80C180221649, email=TANNU@NODTV.COM,  
cn=TANNU SHARMA  
Date: 2023.08.17 21:56:7 +05'30'

**Tannu Sharma**

**Company Secretary and Compliance Officer**

**Membership No.: ACS 30622**

**Format of Voting Result under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Date of Annual General Meeting of the shareholders</b>	August 17, 2023
<b>Total number of shareholders on record date</b>	33623
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	Not Applicable
<b>No. of shareholders attended through video conferencing:</b> Promoters and Promoter Group: Public:	1 59



Resolution No.	1							
Resolution required: (Ordinary/ Special)	<b>ORDINARY - To consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended</b>							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	116	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	116	0	100.00	0.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	90,188	675	99.26	0.74
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00
	Total		2,52,91,189	52.79	2,52,90,514	675	100.00	0.00
<b>Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.33</b>	<b>5,99,98,506</b>	<b>675</b>	<b>100.00</b>	<b>0.00</b>



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mrs. Shobha Ravi Kapoor (DIN: 00005124), who retires by rotation and being eligible, seeks re-								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00	
Public- Institutions	E-Voting	1,84,87,107	116	0.00	116	0	100.00	0.00	
	Poll		0	0.00	0	0	0.00	0.00	
	Total		116	0.00	116	0	100.00	0.00	
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	88,988	1,875	97.94	2.06	
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00	
	Total		2,52,91,189	52.79	2,52,89,314	1,875	99.99	0.01	
<b>Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.33</b>	<b>5,99,97,306</b>	<b>1,875</b>	<b>100.00</b>	<b>0.00</b>	



Resolution No.	3							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mrs. Shobha Ravi Kapoor (DIN:00005124) as Managing Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	0	116	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	0	116	0.00	100.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	88,982	1,881	97.93	2.07
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00
	Total		2,52,91,189	52.79	2,52,89,308	1,881	99.99	0.01
<b>Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.33</b>	<b>5,99,97,184</b>	<b>1,997</b>	<b>100.00</b>	<b>0.00</b>



Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Ms. Ekta R. Kapoor (DIN: 00005093) as Joint Managing Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	0	116	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	0	116	0.00	100.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	89,988	875	99.04	0.96
	Poll		2,52,00,326	52.60	2,52,00,326	0	100.00	0.00
	Total		2,52,91,189	52.79	2,52,90,314	875	100.00	0.00
<b>Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.33</b>	<b>5,99,98,190</b>	<b>991</b>	<b>100.00</b>	<b>0.00</b>



Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Payment of Commission to Non-Executive Directors of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3,47,32,876	3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		3,47,07,876	99.93	3,47,07,876	0	100.00	0.00
Public- Institutions	E-Voting	1,84,87,107	116	0.00	0	116	0.00	100.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		116	0.00	0	116	0.00	100.00
Public- Non Institutions	E-Voting	4,79,10,460	90,863	0.19	88,452	2,411	97.35	2.65
	Poll		326	0.00	326	0	100.00	0.00
	Total		91,189	0.19	88,778	2,411	97.36	2.64
<b>Total</b>		<b>10,11,30,443</b>	<b>3,47,99,181</b>	<b>34.41</b>	<b>3,47,96,654</b>	<b>2,527</b>	<b>99.99</b>	<b>0.01</b>



# **AVS & ASSOCIATES**

## **Company Secretaries**

**(Peer Reviewed Firm)**

Regd. Office: 1703, G-Square Business Park, Sector 30A, Near Sanpada Railway Station,  
Sanpada, Navi Mumbai -400703, Maharashtra, India

Email: [info@avsassociates.co.in](mailto:info@avsassociates.co.in)

Tel: 022-35119443 /35119444

### **Scrutinizer Report on Remote E-voting and Electronic Voting at the 29<sup>th</sup> Annual General Meeting**

To  
Ms. Tannu Sharma  
Company Secretary and Compliance Officer  
Balaji Telefilms Limited

The 29<sup>th</sup> Annual General Meeting ("29<sup>th</sup> AGM or AGM") of the Shareholders of M/s. Balaji Telefilms Limited (hereinafter referred as "the Company") held on **Thursday, 17<sup>th</sup> August, 2023** at 03:00 P.M. IST 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, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 5, 2022, General Circular No. 10/2022 dated December 28, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/ HO/ CFD/ CMD2/ CIR /P/2021/11 dated January 15, 2021, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, and Circular SEBI/HO/CFD/PoD-2/ P/CIR/2023/4 dated January 05, 2023, issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

**Subject: Scrutinizer's Report on voting through remote e-voting and electronic voting at the 29<sup>th</sup> AGM of the shareholders of the Company held on Thursday, August 17, 2023 at 03:00 P.M. through video conferencing ("VC")/other audio-visual means ("OVAM") in terms of provisions of the Companies Act, 2013 (hereinafter the 'Act' read with the rules made there under and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

- A. I, Vijay Yadav, Partner of M/s. AVS & Associates, Practicing Company Secretaries, appointed as Scrutinizer in the meeting of the Board of Directors of the Company held on **Tuesday, May 30, 2023** 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 29<sup>th</sup> AGM** held on Thursday, August 17, 2023 under the provisions of Section 109 of the Companies Act, 2013 read with rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.
- 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 Circulars in relation to voting through Remote e-voting, Electronic Voting at the AGM and presence of a quorum at the AGM on the proposed resolutions mentioned in the Notice dated May 30, 2023 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 the electronic voting system provided by KFin Technologies Limited ('KFin') and votes cast by shareholders at the AGM.
- C. Pursuant to sections 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 29<sup>th</sup> AGM along with Annual Report were sent to the shareholders whose e-mail addresses are registered with the Company/ Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars.
- D. The Company had appointed KFin to provide facility to the shareholders for participation in the 29<sup>th</sup> AGM through VC/OAVM and conducting the electronic voting by the shareholders at the 29<sup>th</sup> AGM. After the time fixed for the closing of electronic voting at 29<sup>th</sup> AGM by the Chairman, voting was closed and votes cast were unblocked.
- E. The members of the Company holding shares as on the "Cut Off" date on Thursday, August 10, 2023 were entitled to vote the resolutions forming part of the notice of the AGM.
- F. The Company had availed the remote e-voting facility provided by KFin for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on **Sunday, August 13, 2023 (09.00 a.m. IST) and ended on Wednesday, August 16, 2023 (05.00 p.m. IST)** and the KFin remote e-voting portal was blocked in the presence of Mr. Meet Karia and Mr. Rohan Surekar who are not in employment of the Company.
- G. I submit a report on the basis of the votes exercised by the shareholders of the Company through remote e-voting prior to and during the 29<sup>th</sup> AGM in respect of the said resolutions.



## ORDINARY BUSINESS:

### Item No. 1 - Ordinary Resolution:

**Adoption of Audited Standalone and Consolidated Financial Statements for the financial year ended March 31, 2023 together with the Reports of the Board of Directors and the Auditors thereon.**

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in 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	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>3,47,32,876</b>	<b>3,47,07,876</b>	<b>99.92</b>	<b>3,47,07,876</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	116	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>1,84,87,107</b>	<b>116</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	90,188	675	99.25	0.74
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	<b>Total</b>	<b>4,79,10,460</b>	<b>2,52,91,189</b>	<b>52.78</b>	<b>2,52,90,514</b>	<b>675</b>	<b>99.99</b>	<b>0.00</b>
<b>Grand Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.32</b>	<b>5,99,98,506</b>	<b>675</b>	<b>99.99</b>	<b>0.00</b>

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



**Item No. 2 – Ordinary Resolution:**

**Re-appointment of Mrs. Shobha Kapoor (DIN: 00005124) as a Director of the Company, who retires by rotation, and being eligible offered herself for re-appointment.**

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in 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	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>3,47,32,876</b>	<b>3,47,07,876</b>	<b>99.92</b>	<b>3,47,07,876</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	116	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>1,84,87,107</b>	<b>116</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	88,988	1,875	97.93	2.06
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	<b>Total</b>	<b>4,79,10,460</b>	<b>2,52,91,189</b>	<b>52.78</b>	<b>2,52,89,314</b>	<b>1,875</b>	<b>99.99</b>	<b>0.00</b>
<b>Grand Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.32</b>	<b>5,99,97,306</b>	<b>1,875</b>	<b>99.99</b>	<b>0.00</b>

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



**SPECIAL BUSINESS:**

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

**Re-appointment of Mrs. Shobha Kapoor (DIN:00005124) as a Managing Director of the Company.**

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in 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	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>3,47,32,876</b>	<b>3,47,07,876</b>	<b>99.92</b>	<b>3,47,07,876</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	0.00	116	0.00	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>1,84,87,107</b>	<b>116</b>	<b>0.00</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	88,982	1,881	97.92	2.07
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	<b>Total</b>	<b>4,79,10,460</b>	<b>2,52,91,189</b>	<b>52.78</b>	<b>2,52,89,308</b>	<b>1,881</b>	<b>99.99</b>	<b>0.00</b>
<b>Grand Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.32</b>	<b>5,99,97,184</b>	<b>1,997</b>	<b>99.99</b>	<b>0.00</b>

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



**Item No. 4 - Special Resolution:**

**Re-appointment Ms. Ektaa R. Kapoor (DIN: 00005093) as Joint Managing Director of the Company.**

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in 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	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>3,47,32,876</b>	<b>3,47,07,876</b>	<b>99.92</b>	<b>3,47,07,876</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions Holders	Remote E-voting	1,84,87,107	116	0.00	0.00	116	0.00	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>1,84,87,107</b>	<b>116</b>	<b>0.00</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,10,460	90,863	0.19	89,988	875	99.03	0.96
	E-voting at AGM		2,52,00,326	52.59	2,52,00,326	0.00	100.00	0.00
	<b>Total</b>	<b>4,79,10,460</b>	<b>2,52,91,189</b>	<b>52.78</b>	<b>2,52,90,314</b>	<b>875</b>	<b>99.99</b>	<b>0.00</b>
<b>Grand Total</b>		<b>10,11,30,443</b>	<b>5,99,99,181</b>	<b>59.32</b>	<b>5,99,98,190</b>	<b>991</b>	<b>99.99</b>	<b>0.00</b>

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



**Item No. 5 – Special Resolution:**

**Payment of Commission to Non-Executive Directors of the Company.**

Category	Mode of Voting	No. of Shares held	No. of Votes polled*	% of Votes Polled in 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
<b>Promoter and Promoter Group</b>	Remote E-voting	3,47,32,876	3,47,07,876	99.92	3,47,07,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>3,47,32,876</b>	<b>3,47,07,876</b>	<b>99.92</b>	<b>3,47,07,876</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions Holders</b>	Remote E-voting	1,84,87,107	116	0.00	0.00	116	0.90	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>1,84,87,107</b>	<b>116</b>	<b>0.00</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>
<b>Public - Non Institutions Holders</b>	Remote E-voting	4,79,10,460	90,863	0.19	88,452	2,411	97.34	2.65
	E-voting at AGM		326	0.00	326	0.00	100.00	0.00
	<b>Total</b>	<b>4,79,10,460</b>	<b>91,189</b>	<b>0.19</b>	<b>88,778</b>	<b>2,411</b>	<b>97.35</b>	<b>2.64</b>
<b>Grand Total</b>		<b>10,11,30,443</b>	<b>3,47,99,181</b>	<b>34.41</b>	<b>3,47,96,654</b>	<b>2,527</b>	<b>99.99</b>	<b>0.00</b>

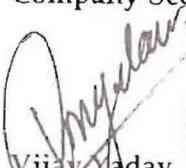
\*No. of votes polled does not include 'no. of votes invalid'



H. Register/List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid and all relevant records handed over to the Company Secretary & Compliance officer of the company for safekeeping.

Thanking you,  
Yours faithfully,

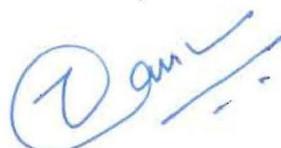
For AVS & Associates  
Company Secretaries

  
Vijay Yadav  
Partner



Mem. No: F11990  
COP No: 16806  
Peer Review No: 1451/2021  
UDIN: F011990E000818037

For Balaji Telefilms Limited





Tannu Sharma  
Company Secretary and Compliance Officer

Place: Navi Mumbai  
Date: August 17, 2023