

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 • Email- investor@balajitelefilms.com

CIN No.: L99999MH1994PLC082802



April 25, 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: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Voting Results of the NCLT Convened Meeting of Equity Shareholders of the Company

Dear Sir/Madam,

This is in furtherance of our letter dated April 25, 2025 regarding the Proceedings of the NCLT Convened Meeting of Equity Shareholders of the Company 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 NCLT Convened Shareholders Meeting of the Company held on Friday, April 25, 2025, attached as **Annexure A**.

We also enclose herewith a copy of the Scrutinizer's Report issued by Mr. Ashwini Gupta (CP No. 18163), who was appointed as the Scrutinizer vide the order dated March 12, 2025 passed by the Hon'ble National Company Law Tribunal, Mumbai Bench, for the purpose of scrutinizing remote e-voting conducted from April 21, 2025 (09:00 a.m.) to April 24, 2025 (05:00 p.m.), and the voting conducted through Instapoll at the time of the Meeting, as **Annexure B**.

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

Thanking You.

Yours faithfully,

For Balaji Telefilms Limited

Tannu Sharma

Company Secretary and Compliance Officer

Membership No.: ACS 30622

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

Date of NCLT Convened Meeting of the shareholders	April 25, 2025
Total number of shareholders on record date	36,392
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of shareholders attended through video conferencing: Promoters and Promoter Group: Public:	1 50

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve Scheme of Arrangement between ALT Digital Media Entertainment Limited (First Transferor Company), Marinating Films Private Limited (Second Transferor Company) and Balaji Telefilms Limited (Transferee Company) and their respective				
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	E-Voting	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
Public- Institutions	E-Voting	30090465	116	0.0004	116	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	30090465	116	0.0004	116	0	100.0000	0.0000
Public- Non Institutions	E-Voting	51348703	30673996	59.7367	30673922	74	99.9998	0.0002
	Poll		141	0.0003	141	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	51348703	30674137	59.7369	30674063	74	99.9998	0.0002
Total		119588744	68823829	57.5504	68823755	74	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

**Consolidated Report of Scrutinizer on Remote e-voting and electronic voting at the
Hon'ble National Company Law Tribunal (Hon'ble NCLT) convened Meeting of Equity
Shareholders**

To

Mr. L. N. Gupta

Chairperson appointed by the Hon'ble NCLT, Mumbai Bench

for the Hon'ble NCLT Convened meeting of equity shareholders (**hereinafter referred to as "the Meeting"**) of Balaji Telefilms Limited (**hereinafter referred to as "the Company"**), held on Friday, April 25, 2025, at 3:00 PM, pursuant to the Order dated March 12, 2025, at the registered office of the Company.

A. I, **Ashwini Gupta, Practicing Company Secretary** have been appointed by the Hon'ble NCLT, Mumbai Bench - I, by its Order dated March 12, 2025, as **"the Scrutinizer"** to conduct the following:

- (i). **Remote e-voting process** done by the shareholders of the Company
- (ii). **Electronic Voting Process** at the Meeting held on Friday, April 25, 2025, at 3:00 PM

in terms of provisions of the Companies Act, 2013 (hereinafter referred to as "the Act") read with Rules issued there under, the Hon'ble NCLT Order dated March 12, 2025, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

B. Pursuant to the Order of the Hon'ble NCLT, Mumbai Bench – I and applicable provisions of the Companies Act, 2013, the Company has confirmed that the Electronic copy of the Notice for NCLT convened meeting of Equity Shareholders of the Company along with the process of electronic voting at the meeting and the remote e-voting were sent to the shareholders whose e-mail addresses are registered with the



Company/Depository Participant(s) for communication purposes and courier to those Equity Shareholders whose e-mail ids are not registered with the Company.

- C. The Company had appointed Kfin Technologies Limited ('Kfintech') for conducting the electronic voting by the shareholders of the Company at the Meeting. After the time fixed for closing of electronic voting at Meeting by the Chairman, voting was closed, and votes cast were unblocked.
- D. The Company had availed the remote e-voting facility provided by Kfintech for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Monday, April 21, 2025, at 9 AM (IST) and ended on Thursday, April 24, 2025, at 5 PM (IST) and the Kfintech remote e-voting portal was blocked for voting thereafter.s
- E. The notice along with all the annexures are being sent to all the equity shareholders whose names appear in the register of members/list of beneficial owners on Wednesday, March 17, 2025.
- F. The cut-off date was Friday, April 18, 2025, for the purpose of deciding the Equity Shareholders entitled to vote through e-voting and remote e-voting by the equity shareholders on the resolution seeking their approval.
- G. On the basis of the votes exercised by the shareholders of the Company by way of electronic voting at the Meeting of the Company held on Friday, April 25, 2025, I have issued this Scrutinizer's Report dated Friday, April 25, 2025.
- H. Votes cast by public shareholders (excluding promoter & promoter group, subsidiaries and associates of the Company) as required under Part I(A)(IO)(b) of the Securities and



Exchange Board of India Circular SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated 20th June 2023 (SEBI Scheme Circular).

(i). Voted in **favour** of the Resolution: -

Mode of Voting	No. of Public Shareholders	No. of Votes cast by Public Shareholders	% of total no. of valid votes cast
Remote E-Voting	165	3,06,74,038	99.98%
E-Voting at the Meeting	6	141	0.01%
Total	171	3,06,74,179	99.99%

(ii). Voted **against** of the Resolution: -

Mode of Voting	No. of Public Shareholders	No. of Votes cast by Public Shareholders	% of total no. of valid votes cast
Remote E-Voting	3	74	0.01%
E-Voting at the Meeting	-	-	-
Total	3	74	0.01%

(iii). Invalid Votes: -

Mode of Voting	No. of Public Shareholders	No. of Votes cast by Public Shareholders	% of total no. of valid votes cast
Remote E-Voting	-	-	-
E-Voting at the Meeting	-	-	-
Total	-	-	-



I. Votes cast by equity shareholders of the Company: -

(i). Voted in **favour** of the Resolution: -

Mode of Voting	No. of equity Shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-Voting	170	6,88,23,614	99.98%
E-Voting at the Meeting	6	141	0.01%
Total	176	6,88,23,755	99.99%

(ii). Voted **against** of the Resolution: -

Mode of Voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-Voting	3	74	0.01%
E-Voting at the Meeting	-	-	-
Total	3	74	0.01%

(iii). Invalid Votes: -

Mode of Voting	No. of equity shareholders	No. of votes cast by equity shareholders	% of total no. of valid votes cast
Remote E-Voting	-	-	-
E-Voting at the Meeting	-	-	-
Total	-	-	-



Pursuant to the SEBI Scheme Circular, the votes cast by the public equity shareholders in favor of the proposed resolution are more than the number of votes cast by the public equity shareholders against it, the Scheme of Arrangement between ALT Digital Media Entertainment Limited ('First Transferor Company'), Marinating Films Private Limited ('Second Transferor Company') and Balaji Telefilms Limited ('Transferee Company') and their respective shareholders are approved.

- (iv). Pursuant to Hon'ble NCLT Order dated March 12, 2025, we are submitting herewith a consolidated report on the results of remote e-voting together with the results of the electronic voting facilitated at the meeting.

It is to be noted that:

1. The votes cast does not include abstained votes.
2. Based on the foregoing, the Resolution as proposed in the Notice dated March 24, 2025 of the NCLT convened Meeting shall be deemed to have been approved on the date of the NCLT convened meeting of Equity Shareholders of the Company, i.e., April 25, 2025 with requisite majority. Further, the Company has received the consent majority of public shareholder as per the SEBI Scheme Circular.



CS Ashwini Gupta
(B.COM. ACS, L.L.B.)



A.R. Gupta & Co.
Company Secretaries

For, A R Gupta & Co.
Company Secretaries


Ashwini Gupta
(Proprietor)



ACS: 49821

CP. No. 18163

UDIN: A049821G000200620

For, Balaji Telefilms Limited



Tannu Sharma

(Company Secretary)



Place: Mumbai

Dated: April 25, 2025