

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



January 11, 2019

To,

BSE Ltd.
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: Submission of Compliance Report on Corporate Governance for the quarter ended December 31, 2018.

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached Compliance Report on Corporate Governance of Balaji Telefilms Limited, for the quarter ended December 31, 2018.

Kindly take the same on record.

Yours truly,

For Balaji Telefilms Limited



Simmi Singh Bisht
Group Head Secretarial
Membership No. A23360

Encl: - a/a

CORPORATE GOVERNANCE REPORT

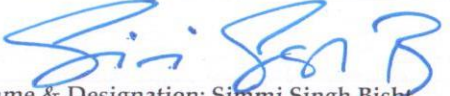
1. Name of Listed Entity - Balaji Telefilms Limited
2. Quarter ending - December 31, 2018

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	DIN and PAN	Category (Chairman/ Executive/ Independent)	Date of Appointment	Tenure*	No of Directorship in listed entities including this listed entity	Number of membership in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Jeetendra Kapoor	00005345 AAEPK1526B	Non-Executive-Non-Independent Chairman	01/02/2000	N.A.	1	2	1
Mrs.	Shobha Kapoor	00005124 AAEPK1531E	Executive Director	10/11/2018	N.A.	1	1	0
Ms.	Ekta Kapoor	00005093 ABOPK8722G	Executive Director	10/11/2018	N.A.	1	1	0
Mr.	Tusshar Kapoor	00005088 AJNPK7579E	Non-Executive-Non-Independent- Director	27/08/2010	N.A.	1	1	0
Mr.	Duraiswamy Gunaseela Rajan	00303060 ADJPR0554N	Non-Executive-Independent- Director	01/04/2014	57 months	2	5	4
Mr.	Pradeep Kumar Sarda	00021405 AAJPS0709H	Non-Executive-Independent- Director	01/04/2014	57 months	2	2	0
Mr.	Ashutosh Khanna	03153990 AENPK8162Q	Non-Executive-Independent- Director	01/04/2014	57 months	1	0	0
Mr.	Devender Kumar Vasal	06858991 AABPV9185E	Non-Executive-Independent- Director	15/05/2014	56 months	1	3	0
Mr.	Virendra Babubhai Dalal	00247971 AAGPD5056R	Non-Executive-Independent- Director	31/08/2015	40 months	1	2	0
Mr.	Arun Kumar Purwar	00026383 ADXPP9783F	Non-Executive-Independent- Director	31/08/2015	40 months	5	6	4
Mr.	Anshuman Thakur	03279460 ABRPT5393H	Non-Executive Non-Independent- Director	31/08/2018	N.A.	1	0	0
Ms.	Jyoti Deshpande	02303283 ATQPD4524P	Non-Executive Non-Independent- Director	31/08/2018	N.A.	4	0	0



II. Composition of Committees				
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Duraiswamy Gunaseela Rajan	Chairman - Non-Executive - Independent Director	19-07-2010	-
	Jeetendra Kapoor	Member - Non-Executive - Non-Independent Director	17-07-2000	-
	Devender Kumar Vasal	Member - Non-Executive - Independent Director	15-05-2014	-
	Virendra Babubhai Dalal	Member - Non-Executive - Independent Director	12-08-2014	-
	Pradeep Kumar Sarada	Member - Non-Executive - Independent Director	17-05-2004	-
2. Nomination and Remuneration Committee	Ashutosh Khanna	Chairman - Non-Executive - Independent Director	19-07-2010	-
	Jeetendra Kapoor	Member - Non-Executive - Non - Independent Director	30-01-2003	-
	Devender Kumar Vasal	Member - Non-Executive - Independent Director	15-05-2014	-
	Pradeep Kumar Sarada	Member - Non - Executive - Independent Director	27-07-2006	-
3. Stakeholders Relationship Committee	Jeetendra Kapoor	Chairman - Non-Executive-Non-Independent Director	12-12-2000	-
	Shobha Kapoor	Member - Executive Director- Non-Independent Director	12-12-2000	-
	Ekta Kapoor	Member - Executive Director- Non-Independent Director	12-12-2000	-
	Devender Kumar Vasal	Member - Non - Executive- Independent Director	15-05-2014	-
4. Risk Management Committee	Not Applicable			
5. Corporate Social Responsibility	Jeetendra Kapoor	Chairman - Non-Executive - Non-Independent Director	15-05-2014	-
	Duraiswamy Gunaseela Rajan	Member - Non - Executive - Independent Director	15-05-2014	-
	Shobha Kapoor	Member - Executive Director - Non - Independent Director	15-05-2014	-
	Ashutosh Khanna	Member - Non - Executive- Independent Director	15-05-2014	-
III. Meeting of Board of Directors				
Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)		
10.08.2018	14.11.2018	95 days		
IV. Meeting of Committees - Audit Committee				
Date(s) of meeting (if any) in the previous quarter	Whether requirement of Quorum met (details)	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meeting (in number of days)	
10.08.2018	Yes - 4/5	13.11.2018	94 days	



Related Party Transactions	
Subject	Compliance Status
Whether prior approval of Audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
V. Affirmations:	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015- Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 Audit Committee- Yes Nomination & Remuneration Committee- Yes Stakeholders Relationship Committee- Yes Risk Management Committee- Not Applicable</p> <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015- Yes</p> <p>4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015-- Yes</p> <p>5. This report and /or report submitted in the previous quarter has been placed before Board of Directors- Yes There were no comments/observations/advice of Board of Directors on the aforesaid report.</p>	
<p> Name & Designation: Simmi Singh Bisht Group Head Secretarial</p> <p>Date: January 11, 2019</p> 