

# 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



July 14, 2017

To,

**BSE Ltd.**

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: Submission of Quarterly Compliance Report on Corporate Governance for the quarter ended June 30, 2017

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Clause 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed Quarterly Corporate Governance Report of Balaji Telefilms Limited, for the quarter ended June 30, 2017.

Kindly take the same on record.

Yours truly,

**For Balaji Telefilms Limited**

  
**Simmi Singh Bisht**

**Group Head Secretarial**

Encl: - a/a



**CORPORATE GOVERNANCE REPORT**

1. Name of Listed Entity - Balaji Telefilms Limited
2. Quarter ending - June 30, 2017

**I. Composition of Board of Directors**

Title (Mr./Ms.)	Name of the Director	DIN and PAN	Category (Chairman/ Executive/ Independent)	Date Appointment	Tenure*	No 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	Chairman	01/02/2000	N.A.	1	3	1
Mrs.	Shobha Kapoor	00005124 AAEPK1531E	Executive Director	10/11/2015	N.A.	1	1	NIL
Ms	Ekta Kapoor	00005093 ABOPK8722G	Executive Director	10/11/2015	N.A.	1	1	NIL
Mr.	Tusshar Kapoor	00005088 AJNPK7579E	Non-Executive Director	27/08/2010	N.A.	1	1	NIL
Mr.	Duraiswamy Gunaseela Rajan	00303060 ADJPR0554N	Independent Director	01/04/2014	3 year 2 months	2	5	4
Mr.	Pradeep Kumar Sarda	00021405 AAJPS0709H	Independent Director	01/04/2014	3 year 2 months	2	3	NIL
Mr.	Ashutosh Khanna	03153990 AENPK8162Q	Independent Director	01/04/2014	3 year 2 months	1	NIL	NIL
Mr.	Devender Kumar Vasal	06858991 AABPV9185E	Independent Director	15/05/2014	3 year 1 month	1	4	NIL
Mr.	Virendra Babubhai Dalal	00247971 AAGPD5056R	Independent Director	31/08/2015	1 year 10 months	3	4	NIL
Mr.	Arun Kumar Purwar	00026383 ADXPP9783F	Independent Director	31/08/2015	1 year 10 months	6	5	3



II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non Executive /Independent/Nominee)
1. Audit Committee	Mr. Duraiswamy Gunaseela Rajan	Chairman-Non-Executive-Independent
	Mr. Jeetendra Kapoor	Non-Executive-Non Independent
	Mr. Devender Kumar Vasal	Non-Executive-Independent
	Mr. Virendra Babubhai Dalal	Non-Executive-Independent
	Mr. Pradeep Kumar Sarda	Non-Executive-Independent
2. Nomination and Remuneration Committee	Mr. Ashutosh Khanna	Chairman-Non-Executive-Independent
	Mr. Jeetendra Kapoor	Non-Executive-Non Independent
	Mr. Pradeep Kumar Sarda	Non-Executive-Independent
	Mr. Devender Kumar Vasal	Non-Executive-Independent
3. Stakeholders Relationship Committee	Mr. Jeetendra Kapoor	Chairman-Non-Executive-Non Independent
	Mrs. Shobha Kapoor	Executive- Non Independent
	Ms. Ekta Kapoor	Executive- Non Independent
	Mr. Devender Kumar Vasal	Non-Executive-Independent
4. Risk management Committee	Not Applicable	
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)
13.02.2017	23.05.2017	98 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)



13.02.2017

Yes- 4/5

22.05.2017

97 days

**Related Party Transactions**

**Subject**

Whether prior approval of Audit committee obtained

Whether shareholder approval obtained for material RPT

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee

**Compliance Status**

**Yes**

**Not Applicable**

**Not Applicable**

**V. Affirmations:**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015- **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015- **Yes**  
Audit Committee- **Yes**

Nomination & Remuneration Committee- **Yes**

Stakeholders Relationship Committee- **Yes**

Risk management committee- **Not Applicable**

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**

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**

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.



*Simmi Singh Bisht*

Name & Designation: Simmi-Singh Bisht

Group Head Secretarial

Date : July 14, 2017