

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



December 17, 2021

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 under Regulation 44(3) of SEBI (LODR) Regulations, 2015 along with Scrutinizer's Report.

Dear Sir/Madam,

With reference to the captioned subject and in continuation to the letter dated November 15, 2021 in respect of Postal Ballot notice seeking approval of members of the Company for payment of remuneration to Mrs. Shobha Kapoor, Managing Director and Ms. Ekta Kapoor, Joint Managing Director of the Company for their remaining period of 2 (Two) years w.e.f. November 10, 2021 of their present tenure.

Details of voting result of the Postal Ballot, conducted through remote e-voting process is enclosed in the format prescribed under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, together with the Scrutinizer's Report on the e-voting. The Members have approved the said resolutions with requisite majority on December 16, 2021 (the last date for e-voting).

Mr. Vijay Yadav, Partner of M/s. AVS & Associates, Company Secretaries, scrutinizer appointed for Postal Ballot, submitted his report on remote e-voting on Postal Ballot today i.e. December 17, 2021 to Mr. Sanjay Dwivedi, Group Chief Financial Officer (undersigned). The undersigned has been duly authorized by the Chairman of the Company to declare the results.

The voting results and the scrutinizer's report are also being uploaded on the website of the Company i.e. www.balajitelefilms.com and on the website of the e-voting agency (Kfin Technologies Private Limited) i.e. www.evoting.kfintech.com

Kindly take the same on record.

Yours faithfully,
For Balaji Telefilms Limited

SANJAY
CHANDRABHUS
HAN DWIVEDI

Digitally signed by Sanjay Dwivedi, DN: cn=Sanjay Dwivedi, o=Balaji Telefilms Limited, email=Sanjay.Dwivedi@balajitelefilms.com, c=IN

Sanjay Dwivedi
Group Chief Financial Officer
Encl: - a/a



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

Date of Declaration of Postal Ballot Results	December 17, 2021
Total number of shareholders on record date	36,409
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)
No. of shareholders attended through video conferencing: Promoters and Promoter Group: Public:	Not Applicable (Resolution passed through Postal Ballot)



**SANJAY
CHANDRABH
USHAN
DWIVEDI**

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DN: cn=Sanjay Chandrabh Ushan Dwivedi, o=BAJAJ TELEFILMS LIMITED, ou=BAJAJ TELEFILMS LIMITED, email=Sanjay.Chandrabh.Ushan.Dwivedi@bjaj.com, c=IN
www.bajajtelefilms.com
BAJAJ TELEFILMS LIMITED
REGISTRATION NO. UG-1000-2019-Sub-T-10
APPROVED BY THE BOARD OF DIRECTORS
ON 17/12/2021 AT 11:05:51 AM

Agenda-wise disclosure

The Mode of voting for the resolutions was remote e-voting.

Resolution required: (Ordinary/Special)	Resolution No. 1 : Approval for payment of Remuneration to Mrs. Shobha Kapoor, Managing Director of the Company for her remaining period of 2 (Two) years w.e.f. November 10, 2021 of her present tenure-<u>Special Resolution</u>
Whether promoter/promoter group are interested in the agenda/resolution?	Yes

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	34732876	34707876	99.93	34707876	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total	34732876	34707876	99.93	34707876	0	100.00	0.00
Public Institutions Holders	E-voting	18630453	0	0.00	0	0	0.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total	18630453	0	0.00	0	0	0.00	0.00
Public - Non Institutions Holders	E-voting	47767114	26765256	56.03	26745982	19274	99.93	0.07
	Ballot		0	0.00	0	0	0.00	0.00
	Total	47767114	26765256	56.03	26745982	19274	99.93	0.07
Grand Total		101130443	61473132	60.79	61453858	19274	99.97	0.03

Whether the resolution is passed or not? (Yes/No): Yes

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



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Resolution required: (Ordinary/Special)	Resolution No. 2 : Approval for payment of Remuneration to Ms. Ekta Kapoor, Joint Managing Director of the Company for a remaining period of 2 (Two) years w.e.f. November 10, 2021 of her present tenure-<u>Special Resolution</u>
Whether promoter/promoter group are interested in the agenda/resolution?	Yes

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	34732876	34707876	99.93	34707876	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total	34732876	34707876	99.93	34707876	0	100.00	0.00
Public Institutions Holders	E-voting	18630453	0	0.00	0	0	0.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total	18630453	0	0.00	0	0	0.00	0.00
Public - Non Institutions Holders	E-voting	47767114	26765256	56.03	26745983	19273	99.93	0.07
	Ballot		0	0.00	0	0	0.00	0.00
	Total	47767114	26765256	56.03	26745983	19273	99.93	0.07
Grand Total		101130443	61473132	60.79	61453859	19273	99.97	0.03

Whether the resolution is passed or not? (Yes/No): Yes

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



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AVS & ASSOCIATES

Company Secretaries (Peer Reviewed Firm)

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

REPORT OF SCRUTINIZER

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies
(Management and Administration) Rules, 2014]

To,
Mr. Sanjay Dwivedi
Group Chief Financial Officer
Balaji Telefilms Limited

- A. The Board of Directors of **M/s. Balaji Telefilms Limited** (hereinafter referred to as "**the Company**") has appointed Mr. Vijay Yadav (Membership No. ACS-39251), Partner of M/s. AVS & Associates, Company Secretaries as the Scrutinizer by way of resolution passed at the Board Meeting the Company held on Tuesday, November 9, 2021 for the purpose of Scrutinizing Postal Ballot conducted pursuant to the provisions of Section 110 of the Companies Act, 2013 read with rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013 (**the "Act"**) read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020 and General Circular No. 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ("**MCA Circulars**") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") only through the E-voting process in a fair and transparent manner for following Special Resolutions as mentioned in the Notice of Postal Ballot dated November 9, 2021.
- a) To consider and approve payment of remuneration to Mrs. Shobha Kapoor, Managing Director of the Company for her remaining period of 2 (Two) years w.e.f. November 10, 2021 of her present tenure; and
- b) To consider and approve payment of remuneration to Ms. Ekta Kapoor, Joint Managing Director of the Company for her remaining period of 2 (Two) years w.e.f. November 10, 2021 of her present tenure.

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- B. The Compliance with the relevant provisions of the Act and rules made thereunder read with MCA Circulars in relation to e-voting on the proposed resolutions mentioned in the Notice dated November 9, 2021 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 KFin Technologies Private Limited;
- C. The Company had appointed KFin Technologies Private Limited ('KFin') to provide e-voting facility to the shareholders for casting their votes on the proposed resolutions. After the time fixed for closing of E-voting, voting was closed and votes cast were unblocked;
- D. The members of the Company holding shares as on the "Cut Off" date on Friday, November 12, 2021 were entitled to vote the resolutions forming part of notice;
- E. The Company had availed the e-voting facility provided by KFin for conducting voting on Postal Ballot by the shareholders of the Company. The Voting period commenced from Wednesday, November 17, 2021 at 09:00 hours (IST) and ended on Thursday, December 16, 2021 at 17:00 hours (IST) and the KFin e-voting portal was unblocked in the presence of Mr. Sameer Shinde and Mr. Anand Mukherjee who are not in employment of the Company;
- F. The results of remote e-voting on Postal Ballot is as under:

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SPECIAL BUSINESS:**Item No. 1 - Special Resolution**

Approval for payment of remuneration to Mrs. Shobha Kapoor, Managing Director of the Company for her remaining period of 2 (Two) years w.e.f. November 10, 2021 of her present tenure.

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	34732876	34707876	99.93	34707876	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total		34707876	99.93	34707876	0	100.00	0.00
Public Institutions Holders	E-voting	18630453	0	0.00	0	0	0.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total		18630453	0	0.00	0	0	0.00
Public - Non Institutions Holders	E-voting	47767114	26765256	56.03	26745982	19274	99.93	0.07
	Ballot		0	0.00	0	0	0.00	0.00
	Total		47767114	26765256	56.03	26745982	19274	99.93
Grand Total		101130443	61473132	60.79	61453858	19274	99.97	0.03

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

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Item No. 2- Special Resolution

Approval for payment of remuneration to Ms. Ekta Kapoor, Joint Managing Director of the Company for her remaining period of 2 (Two) years w.e.f. November 10, 2021 of her present tenure.

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	34732876	34707876	99.93	34707876	0	100.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total		34732876	34707876	99.93	34707876	0	100.00
Public Institutions Holders	E-voting	18630453	0	0.00	0	0	0.00	0.00
	Ballot		0	0.00	0	0	0.00	0.00
	Total		18630453	0	0.00	0	0	0.00
Public - Non Institutions Holders	E-voting	47767114	26765256	56.03	26745983	19273	99.93	0.07
	Ballot		0	0.00	0	0	0.00	0.00
	Total		47767114	26765256	56.03	26745983	19273	99.93
Grand Total		101130443	61473132	60.79	61453859	19273	99.97	0.03

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

- G. Register/List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

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H. All relevant records were sealed and handed over to Group Chief Financial Officer of the Company duly authorized by the Chairman for safe keeping.

Thanking you,
Yours faithfully,

**For AVS & Associates
Company Secretaries**

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**Vijay Yadav
Partner**

Mem. No: A39251

CP No: 16806

UDIN: A039251C001804333

Place: Navi Mumbai

Date: 17/12/2021

For Balaji Telefilms Limited

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**Mr. Sanjay Dwivedi
(Group Chief Financial Officer)**

