

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Balaji Telefilms Limited**
2. Quarter ending - **31-Mar-2023**

**i. Composition Of Board Of Director**

T i t l e  ( M r . / M s )	Name of the Director	DIN	P A N	Cat e g o r y  (Chair p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	Su b C a t e g o r y	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision 17A (1)]	No of memberships 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	Membership in Committees of the Company	Remarks
Mr.	Jeetendra Kapoor	00005345	AAEPK1526B	C,NED		01-Feb-2000				13-Apr-1942	No				Active	Yes	31-Aug-2018	1	0	2	1	AC,SC,RC,NRC	
Ms.	Shobha Kapoor	00005124	AAEPK1531E	ED		10-Nov-1994				01-Feb-1949	No				Active	NA		1	0	1	0	SC,RC	
Ms.	Ekta Kapoor	00005093	ABOPK8722G	ED		10-Nov-1994				07-Jun-1975	No				Active	NA		1	0	1	0	SC	
Mr.	Duraiswamy	00303060	ADJP	ID		19-Jul-2010	01-Apr-		108	10-Jan-	No				Active	Yes	31-Aug-	4	4	7	5	AC,RC,NRC	

	Gunaseela Rajan		R0554N			2019			1941							2018						
Mr.	Pradeep Kumar Sarda	00021405	AAJP S0709H	ID		17-May-2004	01-Apr-2019		108	23-Aug-1955	No				Active	NA		1	1	1	0	AC,NRC
Mr.	Devender Kumar Vasal	06858991	AABP V9185E	ID		15-May-2014	15-May-2019		107	04-Jan-1956	No				Active	NA		1	1	3	0	AC,SC,NRC
Mr.	Arun Kumar Purwar	00026383	ADXP P9783F	ID		20-May-2015	31-Aug-2020		91	14-May-1946	No				Active	Yes	30-Sep-2020	3	3	3	2	
Ms.	Jyoti Deshpande	02303283	ATQP D4524P	NED		23-Mar-2018				16-Dec-1970	No				Active	NA		3	0	0	0	
Mr.	Ramesh Sippy	00652881	AAIPS 0171L	NED		01-Sep-2019				23-Nov-1943	No				Active	Yes	30-Aug-2019	1	0	1	0	
Ms.	Archana Hingorani	00028037	ABLP H8227Q	ID		28-Aug-2020	28-Aug-2020		32	09-Sep-1965	No				Active	NA		5	5	8	2	
Ms.	Priyanka Chaudhary	06520285	AEPFC5725D	NED		20-May-2022				16-Apr-1983	No				Active	NA		1	0	0	0	
Mr.	Jason Kothari	07343314	DZYP K0477F	ID		11-Feb-2021	11-Feb-2021	31-Jan-2023	24	07-Jul-1981	No				Active	NA		0	0	0	0	

Company Remarks	A) Ms. Ekta Kapoor is designated as the Joint Managing Director of the Company. However, in the drop down, there is no option to select Joint MD, hence MD has been selected thereof.B) Mr. Jason Kothari, Non - Executive Independent Director has stepped down from the Board w.e.f January 31, 2023.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

**ii. Composition of Committees**

**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Duraiswamy Gunaseela Rajan	ID	Chairperson	19-Jul-2010	
2	Jeetendra Kapoor	C,NED	Member	17-Jul-2000	
3	Devender Kumar Vasal	ID	Member	15-May-2014	
4	Pradeep Kumar Sarda	ID	Member	17-May-2004	

Company Remarks	
Whether Regular chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Jeetendra Kapoor	C,NED	Chairperson	12-Dec-2000	
2	Shobha Kapoor	ED	Member	12-Dec-2000	
3	Ekta Kapoor	ED	Member	12-Dec-2000	
4	Devender Kumar Vasal	ID	Member	15-May-2014	

Company Remarks	
Whether Regular chairperson appointed	Yes

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Shobha Kapoor	ED	Chairperson	18-Jun-2021	
2	Jeetendra Kapoor	C,NED	Member	18-Jun-2021	
3	Duraiswamy Gunaseela Rajan	ID	Member	18-Jun-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Duraiswamy Gunaseela Rajan	ID	Chairperson	14-Sep-2020	
2	Jeetendra Kapoor	C,NED	Member	30-Jan-2003	

3	Devender Kumar Vasal	ID	Member	15-May-2014	
4	Pradeep Kumar Sarada	ID	Member	27-Jul-2006	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
10-Nov-2022	Yes	12	11	6
14-Feb-2023	Yes	11	9	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	95

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	10-Nov-2022	Yes	4	2	2	0
Audit Committee	14-Feb-2023	Yes	4	3	3	0
Nomination & Remuneration Committee	10-Nov-2022	Yes	4	3	2	0
Nomination & Remuneration Committee	14-Feb-2023	Yes	4	4	3	0
Stakeholders Relationship Committee	10-Nov-2022	Yes	4	4	1	0
Stakeholders Relationship Committee	14-Feb-2023	Yes	4	4	1	0
Risk Management Committee	10-Nov-2022	Yes	3	3	1	0
Risk Management Committee	14-Feb-2023	Yes	3	3	1	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	95

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**VI. 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
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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**Name** : **Tannu Sharma**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE II**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		<a href="https://www.balajitelefilms.com/about-us.php">https://www.balajitelefilms.com/about-us.php</a>
Terms and conditions of appointment of independent	Yes		<a href="https://www.balajitelefilms.com/pdf/Independent%20Director_Letter%20of%20App">https://www.balajitelefilms.com/pdf/Independent%20Director_Letter%20of%20App</a>
Composition of various committees of board of directors	Yes		<a href="https://www.balajitelefilms.com/pdf/otherdocuments/List%20of%20Committees-">https://www.balajitelefilms.com/pdf/otherdocuments/List%20of%20Committees-</a>
Code of conduct of board of directors and senior	Yes		<a href="https://www.balajitelefilms.com/code-of-conduct.php">https://www.balajitelefilms.com/code-of-conduct.php</a>
Details of establishment of vigil mechanism/ Whistle Blower	Yes		<a href="https://www.balajitelefilms.com/pdf/Whistle_Blower_Policy_V3.pdf">https://www.balajitelefilms.com/pdf/Whistle_Blower_Policy_V3.pdf</a>
Criteria of making payments to non-executive directors	Yes		<a href="https://www.balajitelefilms.com/pdf/NRC%20Policy%20last%20amended%20Feb%20">https://www.balajitelefilms.com/pdf/NRC%20Policy%20last%20amended%20Feb%20</a>
Policy on dealing with related party transactions	Yes		<a href="https://www.balajitelefilms.com/pdf/RPT%20Policy%20last%20amended%20Feb%20">https://www.balajitelefilms.com/pdf/RPT%20Policy%20last%20amended%20Feb%20</a>
Policy for determining 'material' subsidiaries	Yes		<a href="https://www.balajitelefilms.com/pdf/Policy%20for%20determining%20Material%20">https://www.balajitelefilms.com/pdf/Policy%20for%20determining%20Material%20</a>
Details of familiarization programs imparted to independent	Yes		<a href="https://www.balajitelefilms.com/pdf/Familiarization%20Programme_ID_28042022_">https://www.balajitelefilms.com/pdf/Familiarization%20Programme_ID_28042022_</a>
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling	Yes		<a href="https://www.balajitelefilms.com/investor-info.php">https://www.balajitelefilms.com/investor-info.php</a>
Contact information of the designated officials of the listed	Yes		<a href="https://www.balajitelefilms.com/contact-info.php">https://www.balajitelefilms.com/contact-info.php</a>
Financial results	Yes		<a href="https://www.balajitelefilms.com/outcome-board-meetings-agm-egm.php">https://www.balajitelefilms.com/outcome-board-meetings-agm-egm.php</a>
Shareholding pattern	Yes		<a href="https://www.balajitelefilms.com/shareholding-pattern.php">https://www.balajitelefilms.com/shareholding-pattern.php</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or	Yes		<a href="https://www.balajitelefilms.com/investor_analyst_meeting_disclosure.php">balajitelefilms.com/investor_analyst_meeting_disclosure.php</a>
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		<a href="https://www.balajitelefilms.com/notice-board-meetings-agm-egm.php">https://www.balajitelefilms.com/notice-board-meetings-agm-egm.php</a>
Credit rating or revision in credit rating obtained by the	Not Applicable		
Separate audited financial statements of each subsidiary of	Yes		<a href="https://www.balajitelefilms.com/annual-report.php">https://www.balajitelefilms.com/annual-report.php</a>
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://www.balajitelefilms.com/lodr.php">https://www.balajitelefilms.com/lodr.php</a>
Materiality Policy as per Regulation 30	Yes		<a href="https://www.balajitelefilms.com/policy_on_determination_of_materiality_of_events">https://www.balajitelefilms.com/policy_on_determination_of_materiality_of_events</a>
Dividend Distribution policy as per Regulation 43A (as	Yes		<a href="https://www.balajitelefilms.com/pdf/Dividend%20Distribution%20Policy.pdf">https://www.balajitelefilms.com/pdf/Dividend%20Distribution%20Policy.pdf</a>
It is certified that these contents on the website of the listed	Yes		<a href="https://www.balajitelefilms.com/lodr.php">https://www.balajitelefilms.com/lodr.php</a>
<b>II Annual Affirmations</b>			

<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes	
<i>Vigil Mechanism</i>	22	Yes	

<i>Policy for related party Transaction</i>	<i>23(1),(1A),(5),(6),(7)</i>	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	<i>23(2), (3)</i>	Yes	
<i>Approval for material related party transactions</i>	<i>23(4)</i>	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	<i>23(9)</i>	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	<i>24(1)</i>	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	<i>24(2),(3),(4),(5) &amp; (6)</i>	Yes	
<i>Annual Secretarial Compliance Report</i>	<i>24(A)</i>	Yes	
<i>Alternate Director to Independent Director</i>	<i>25(1)</i>	Yes	
<i>Maximum Tenure</i>	<i>25(2)</i>	Yes	
<i>Meeting of independent directors</i>	<i>25(3) &amp; (4)</i>	Yes	
<i>Familiarization of independent directors</i>	<i>25(7)</i>	Yes	
<i>Declaration from Independent Director</i>	<i>25(8) &amp; (9)</i>	Yes	
<i>D &amp; O Insurance for Independent Directors</i>	<i>25(10)</i>	Yes	
<i>Memberships in Committees</i>	<i>26(1)</i>	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	<i>26(3)</i>	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	<i>26(4)</i>	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	<i>26(2) &amp; 26(5)</i>	Yes	



<b>Other Information</b>	
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**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

<b>Other Information</b>	
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**Name** : **Tannu Sharma**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**Affirmations**

*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Company Remarks in case of non-compliant status**

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**Name:**  
**Designation:** anx4Designation  
**Place:**  
**Date:**

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