



**PROCEEDINGS OF THE 30<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF BALAJI  
TELEFILMS LIMITED**

**1. Date, Time and Venue of the AGM:**

The AGM was held on Tuesday, August 27, 2024 at 03.00 pm IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

**2. Brief details of items deliberated:**

- Ms. Tannu Sharma, Company Secretary & Compliance Officer requested Mr. Jeetendra Kapoor - Chairman to commence the proceedings by addressing the shareholders.
- Mr. Jeetendra Kapoor - Chairman of the Company, chaired the AGM and welcomed the shareholders to the 30<sup>th</sup> Annual General Meeting. The requisite quorum being present, the Chairman called the meeting to order.
- Ms. Tannu Sharma, Company Secretary, explained the general instructions to the Members who had joined the meeting.
- On behalf of the shareholders, Ms. Tannu Sharma welcomed Mr. Ashutosh Khana, Mr. Avijit Mukerji and Mr. Rohit Jain on the Board of the Company.
- At the request of Ms. Sharma, all the Directors present at the meeting (e-AGM) introduced themselves one-by-one.
- The following Directors were present at the e-AGM through Video Conference/ Other Audio-Visual Means from their respective locations:
  1. Mr. Jeetendra Kapoor, Chairman & Non-Executive Director;
  2. Mrs. Shobha Kapoor, Managing Director;
  3. Ms. Ektaa R. Kapoor, Joint Managing Director;
  4. Mr. Arun Kumar Purwar, Independent Director;
  5. Mr. Ashutosh Khanna, Independent Director;
  6. Mr. Avijit Mukerji, Additional Director (Independent).

Ms. Jyoti Deshpande, Ms. Priyanka Chaudhary, Non-Executive Directors and Dr. Archana Hingorani and Mr. Rohit Jain, Independent Directors expressed their inability to attend today's e-AGM.

Mr. Sanjay Dwivedi, Group Chief Operating Officer & Group Chief Financial Officer attended the meeting from Mumbai.

Further, Authorized Representatives of Statutory Auditors & Secretarial Auditors and Scrutinizer were also present at the Meeting through VC.

- The Members were informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- Since Meeting was held through VC/ OAVM there was no possibility of securing physical attendance of the Members; therefore, in line with the applicable guidelines, there was no requirement of appointing proxies.

- Mr. Jeetendra Kapoor addressed the Members by delivering part of the Chairman's speech, and requested Mr. Sanjay Dwivedi to deliver the remaining Speech, on his behalf.
- Ms. Tannu Sharma informed that the Members that requisite documents i.e. Statutory Registers, relevant documents referred to in the Notice of AGM and the Explanatory Statement and Certificate from the Secretarial Auditors of the Company certifying that the ESOP Scheme of the Company is being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 were made available for inspection.
- The Members were informed that for the year ended March 31, 2024, the Statutory Auditors have issued a qualified opinion for the carrying value of investment in ALT Digital Media Entertainment Limited, the necessary details and explanation are given in Note No. 57 of page no 201 of the Annual Report. Thereafter, Auditors' Report on the Standalone and Consolidated Audited Financial Statements of the Company was taken as read.
- Thereafter, the Notice convening the 30<sup>th</sup> AGM as well as the the Secretarial Audit Report for the year ended March 31, 2024 was taken as read, since there was no qualification in the said report.
- Ms. Sharma informed the Members about remote e-voting process at the AGM. Further, Members were informed that Mr. Vijay Yadav, Partner of AVS & Associates, Company Secretaries was appointed as scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The shareholders were further informed that the results of the voting would be disseminated to the Stock Exchanges, namely BSE Limited and National Stock Exchange of India Ltd, and Kfin Technologies Limited, Registrar & Share Transfer Agent. The results would also be uploaded on the website of the Company at [www.balajitelefilms.com](http://www.balajitelefilms.com).
- The following items of business as set out in the Notice convening the AGM were put for shareholders consideration and approval:

*Ordinary Business*

**Item No. 1:** Consideration and adoption of (a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 and the report of Auditors thereon;

**Item No. 2:** Appointment of a Director in place of Mr. Jeetendra Kapoor (DIN: 00005345), who retires by rotation and being eligible, seeks re-appointment;

*Special Business*

**Item No. 3:** Appointment of Mr. Rohit Jain (DIN: 01684970) as Non-Executive Independent Director of the Company for a period of 5 (five) years;

**Item No. 4:** Appointment of Mr. Avijit Mukerji (DIN: 03534116) as Non-Executive Independent Director of the Company for a period of 5 (five) years;

**Item No. 5:** Approval for continuation of directorship of Ms. Jyoti Deshpande (DIN: 02303283), Non-Executive Non Independent Director of the Company.

**Item No. 6:** Approval for payment of profit related commission to Mr. Jeetendra Kapoor (DIN: 00005345), Chairman and Non-Executive Director of the Company.

- Thereafter, Mr. Sanjay Dwivedi addressed the queries received from the Members by the Company.

**3. Manner of Voting:**

Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and in accordance with circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India, the Company had provided remote e-voting facility and Instapoll evoting facility during the AGM to its shareholders to cast votes electronically on the resolutions which were set out in the AGM notice. The Members were informed that the evoting facility will be available for 15 minutes after the closure of the meeting.

**4. Result of the Meeting:**

After scrutiny of votes, the Scrutinizer submitted his Report. As per the report submitted by the Scrutinizer, considering the consolidated results of the remote e-voting and e-voting during the AGM, all resolutions embodied in the Notice of Annual General Meeting dated May 30, 2024, were passed with requisite majority.

The detailed voting results along with the Scrutinizer Report shall be submitted separately with the Stock Exchanges.

**Note:** This document does not constitute minutes of the proceedings of the AGM held on August 27, 2024.

# 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 • Email- investor@balajitelefilms.com

CIN No.: L99999MH1994PLC082802



August 27, 2024

## **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 30<sup>th</sup> Annual General Meeting of the Company**

Dear Sir/Madam,

This is in furtherance of our letter dated August 27, 2024 regarding the Proceedings of the Annual General Meeting (AGM) 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 30<sup>th</sup> AGM for the financial year 2023-24 held on August 27, 2024, in the prescribed format as **Annexure A**.

We also enclose herewith a copy of the Scrutinizer's Report issued by Mr. Vijay Yadav, Partner of AVS & Associates, Company Secretaries (Membership No. FCS 11990 and CP No. 16893), who was appointed as the Scrutinizer for the purpose of scrutinizing remote e-voting conducted from August 23, 2024 (09:00 a.m.) to August 26, 2024 (05:00 p.m.), and the voting conducted through Instapoll at the time of the AGM 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**

Digitally signed  
by Tannu Sharma  
Date: 2024.08.27  
22:40:34 +05'30'

**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**

<b>Date of Annual General Meeting of the shareholders</b>	August 27, 2024
<b>Total number of shareholders on record date</b>	38118
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	Not Applicable
<b>No. of shareholders attended through video conferencing:</b> Promoters and Promoter Group: Public:	4 78

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, and Reports of the Board of Directors and Auditors thereon.				
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	100.0000	34732876	0	100.0000	0.0000
	Poll	34732876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34732876	34732876	100.0000	34732876	0	100.0000	0.0000
Public-Institutions	E-Voting		116	0.0006	0	116	0.0000	100.0000
	Poll	18796591	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	18796591	116	0.0006	0	116	0.0000	100.0000
Public- Non Institutions	E-Voting		25665847	53.4711	25663063	2784	99.9892	0.0108
	Poll	47999501	112335	0.2340	102612	9723	91.3446	8.6554
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	47999501	25778182	53.7051	25765675	12507	99.9515	0.0485
<b>Total</b>		101528968	60511174	59.5999	60498551	12623	99.9791	0.0209
Whether resolution is Pass or Not.							Add Notes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Director in place of Mr. Jeetendra Kapoor (DIN: 00005345), who retires by rotation and being eligible, seeks re-appointment				
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	100.0000	34732876	0	100.0000	0.0000
	Poll	34732876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34732876	34732876	100.0000	34732876	0	100.0000	0.0000
Public-Institutions	E-Voting		116	0.0006	0	116	0.0000	100.0000
	Poll	18796591	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	18796591	116	0.0006	0	116	0.0000	100.0000
Public- Non Institutions	E-Voting		25665847	53.4711	25661973	3874	99.9849	0.0151
	Poll	47999501	112335	0.2340	102612	9723	91.3446	8.6554
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	47999501	25778182	53.7051	25764585	13597	99.9473	0.0527
<b>Total</b>		101528968	60511174	59.5999	60497461	13713	99.9773	0.0227
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are Interested In the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Rohit Jain (DIN: 01684970) as Non-Executive Independent Director of the Company for period of 5 (Five) years				
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	100.0000	34732876	0	100.0000	0.0000
	Poll	34732876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34732876	34732876	100.0000	34732876	0	100.0000	0.0000
Public-Institutions	E-Voting		116	0.0006	116	0	100.0000	0.0000
	Poll	18796591	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	18796591	116	0.0006	116	0	100.0000	0.0000
Public- Non Institutions	E-Voting		25665847	53.4711	25663023	2824	99.9890	0.0110
	Poll	47999501	112335	0.2340	102612	9723	91.3446	8.6554
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	47999501	25778182	53.7051	25765635	12547	99.9513	0.0487
<b>Total</b>		101528968	60511174	59.5999	60498627	12547	99.9793	0.0207
Whether resolution Is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are Interested In the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Avijit Mukerji (DIN: 03534116) as Non-Executive Independent Director of the Company for period of 5 (Five) years				
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	100.0000	34732876	0	100.0000	0.0000
	Poll	34732876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34732876	34732876	100.0000	34732876	0	100.0000	0.0000
Public-Institutions	E-Voting		116	0.0006	116	0	100.0000	0.0000
	Poll	18796591	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	18796591	116	0.0006	116	0	100.0000	0.0000
Public- Non Institutions	E-Voting		25665847	53.4711	25663023	2824	99.9890	0.0110
	Poll	47999501	112335	0.2340	102612	9723	91.3446	8.6554
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	47999501	25778182	53.7051	25765635	12547	99.9513	0.0487
<b>Total</b>		101528968	60511174	59.5999	60498627	12547	99.9793	0.0207
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		



Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of the continuation of directorship of Ms. Iyaji Dhashpande (DIN: 02303283) Non-Executive Non-Independent Director of the Company				
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	100.0000	34732876	0	100.0000	0.0000
	Poll	34732876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34732876	34732876	100.0000	34732876	0	100.0000	0.0000
Public-Institutions	E-Voting		116	0.0006	116	0	100.0000	0.0000
	Poll	18796591	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	18796591	116	0.0006	116	0	100.0000	0.0000
Public- Non Institutions	E-Voting		25665847	53.4711	25662950	2897	99.9887	0.0113
	Poll	47999501	112335	0.2340	102612	9723	91.3446	8.6554
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	47999501	25778182	53.7051	25765562	12620	99.9510	0.0490
<b>Total</b>		101528968	60511174	59.5999	60498554	12620	99.9791	0.0209
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Payment of Profit-related Commission to Mr. Jeetendra Kapoor (DIN: 00005345) Chairman and Non-Executive Director of the Company				
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	100.0000	34732876	0	100.0000	0.0000
	Poll	34732876	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	34732876	34732876	100.0000	34732876	0	100.0000	0.0000
Public-Institutions	E-Voting		116	0.0006	0	116	0.0000	100.0000
	Poll	18796591	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	18796591	116	0.0006	0	116	0.0000	100.0000
Public- Non Institutions	E-Voting		25665847	53.4711	25660010	5837	99.9773	0.0227
	Poll	47999501	112335	0.2340	102612	9723	91.3446	8.6554
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	47999501	25778182	53.7051	25762622	15560	99.9396	0.0604
<b>Total</b>		101528968	60511174	59.5999	60495498	15676	99.9741	0.0259
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

# **AVS & ASSOCIATES**

## **Company Secretaries**

(Peer Reviewed Firm)

**Regd. Office:** 305, 3<sup>rd</sup> Floor, Building No. 2, Sector - 1, Millennium Business Park, Mahape,  
Ghansoli, Navi Mumbai -400710, Maharashtra, India

**Email:** [info@avsassociates.co.in](mailto:info@avsassociates.co.in)

**Tel:** + 91 22 4801 2494

### **REPORT OF SCRUTINIZER**

On Remote E- Voting and Electronic Voting at the 30<sup>th</sup> Annual General Meeting

To,  
Ms. Tannu Sharma  
Company Secretary and Compliance Officer  
Balaji Telefilms Limited

The 30<sup>th</sup> Annual General Meeting ("30<sup>th</sup> AGM or AGM") of the shareholders of Balaji Telefilms Limited (hereinafter referred to as "the Company") held on Tuesday, August 27, 2024 at 03:00 P.M through Video Conferencing ("VC")/ Other Audio-Visual Means ("OVAM") pursuant to General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, and Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 respectively, issued by the Ministry of Corporate Affairs ("MCA") ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/ P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR /P/2021/11 dated January 15, 2021, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, and Circular SEBI/HO/ CFD/PoD-2/ P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India ("SEBI Circulars") and in compliance with the provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

**Subject: Consolidated Scrutinizer's Report on voting through remote e-voting and electronic voting at the 30<sup>th</sup> AGM of the shareholders of the Company held on Tuesday, August 27, 2024 at 3:00 p.m. through Video Conferencing ("VC") /Other Audio-Visual Means ("OVAM") in terms of provisions of the Act read with the rules made thereunder and the applicable regulations of the Listing Regulations**

- A. I, Vijay Yadav (Membership No. FCS 11990), Partner of M/s. AVS & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on Thursday May 30, 2024 to conduct the following:

Vijay  
Mahendra  
Yadav

Digitally signed  
by Vijay  
Mahendra Yadav  
Date: 2024.08.27  
21:40:54 +05'30'

- (i) **Remote e-voting** done by the shareholders of the Company pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
- (ii) **Electronic Voting at the 30<sup>th</sup> AGM** held on Tuesday, August 27, 2024 under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 further read with MCA Circulars and SEBI Circulars.
- B. The compliance with the relevant provisions of the Act and rules made thereunder and applicable regulations of the Listing Regulations read with MCA Circulars and SEBI Circulars in relation to voting through remote e-voting, electronic voting at the 30<sup>th</sup> AGM on the proposed resolutions mentioned in the Notice dated May 30, 2024 and the presence of quorum at the 30<sup>th</sup> AGM 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 Limited ('KFin') and votes casted by the shareholders at the 30<sup>th</sup> AGM.
- C. Pursuant to sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company has confirmed that, the electronic copy of Notice of 30<sup>th</sup> AGM along with the Annual Report for the financial year 2023-24 was sent to the shareholders whose e-mail addresses are registered with the Company/ Depository Participant/Depository in compliance with MCA Circulars and SEBI Circulars..
- D. The Company had appointed Kfin for providing facility to the shareholders for participation in the 30<sup>th</sup> AGM through VC and conducting the electronic voting by the shareholders at the 30<sup>th</sup> AGM. After the time fixed for closing of electronic voting at 30<sup>th</sup> AGM by the Chairperson, voting was closed, and votes cast were blocked.
- E. The shareholders of the Company holding equity shares as on the "Cut Off" date on Tuesday, August 20, 2024 were entitled to vote on the resolutions forming part of Notice of the 30<sup>th</sup> AGM.
- F. The Company had availed the remote e-voting facility provided by Kfin for conducting the remote e-voting by the shareholders of the Company. The remote e-voting commenced on Friday, August 23, 2024 (09.00 a.m. IST) and ended on Monday, August 26, 2024 (05.00 p.m. IST) and the Kfin remote e-voting portal was unblocked in the presence of Ms. Meet Karia and Ms. Disha Kantaria who are not in employment of the Company.
- G. I submit a consolidated report on the basis of the votes exercised by the shareholders of the Company through remote e-voting and e-voting during the AGM in respect of the resolutions proposed therein.

Vijay Mahendra  
Yadav

Digitally signed by  
Vijay Mahendra Yadav  
Date: 2024.08.27  
21:41:23 +05'30'

**ORDINARY BUSINESS:**

**Item No. 1 - Ordinary Resolution**

Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, and Reports of the Board of Directors and Auditors thereon.

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	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>3,47,32,876</b>	<b>3,47,32,876</b>	<b>100.00</b>	<b>3,47,32,876</b>	<b>0.00</b>	<b>100.00</b>
Public Institutions Holders	Remote E-voting	1,87,96,591	116	0.00	0.00	116	0.00	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	
	<b>Total</b>		<b>1,87,96,591</b>	<b>116</b>	<b>0.00</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,99,501	2,56,65,847	53.47	2,56,63,063	2,784	99.99	0.01
	E-voting at AGM		1,12,335	0.23	1,02,612	9,723	91.34	8.66
	<b>Total</b>		<b>4,79,99,501</b>	<b>2,57,78,182</b>	<b>53.70</b>	<b>2,57,65,675</b>	<b>12,507</b>	<b>99.95</b>
<b>Grand Total</b>		<b>10,15,28,968</b>	<b>6,05,11,174</b>	<b>59.60</b>	<b>6,04,98,551</b>	<b>12,623</b>	<b>99.98</b>	<b>0.02</b>

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

Invalid votes	0.00
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**Item No. 2 - Special Resolution**

**Appointment of Director in place of Mr. Jeetendra Kapoor (DIN: 00005345), who retires by rotation and being eligible, seeks re-appointment.**

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	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>	<b>3,47,32,876</b>	<b>3,47,32,876</b>	<b>100.00</b>	<b>3,47,32,876</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions Holders	Remote E-voting	1,87,96,591	116	0.00	0.00	116	0.00	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	
	<b>Total</b>	<b>1,87,96,591</b>	<b>116</b>	<b>0.00</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,99,501	2,56,65,847	53.47	2,56,61,973	3,874	99.98	0.02
	E-voting at AGM		1,12,335	0.23	1,02,612	9,723	91.34	8.66
	<b>Total</b>	<b>4,79,99,501</b>	<b>2,57,78,182</b>	<b>53.71</b>	<b>2,57,64,585</b>	<b>13,597</b>	<b>99.95</b>	<b>0.05</b>
<b>Grand Total</b>		<b>10,15,28,968</b>	<b>6,05,11,174</b>	<b>59.60</b>	<b>6,04,97,461</b>	<b>13,713</b>	<b>99.98</b>	<b>0.02</b>

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

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**SPECIAL BUSINESS:**

**Item No. 3 - Special Resolution**

**Appointment of Mr. Rohit Jain (DIN: 01684970) as Non-Executive Independent Director of the Company for period of 5 (Five) years.**

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	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total		3,47,32,876	3,47,32,876	100.00	3,47,32,876	0.00	100.00
Public Institutions Holders	Remote E-voting	1,87,96,591	116	0.00	116	0	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	Total		1,87,96,591	116	0.00	116	0.00	100.00
Public - Non Institutions Holders	Remote E-voting	4,79,99,501	2,56,65,847	53.47	2,56,63,023	2,824	99.99	0.01
	E-voting at AGM		1,12,335	0.23	1,02,612	9,723	91.34	8.66
	Total		4,79,99,501	2,57,78,182	53.71	2,57,65,635	12,547	99.95
<b>Grand Total</b>		<b>10,15,28,968</b>	<b>6,05,11,174</b>	<b>59.60</b>	<b>6,04,98,627</b>	<b>12,547</b>	<b>99.98</b>	<b>0.02</b>

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

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**Item No. 4 – Special Resolution**

**Appointment of Mr. Avijit Mukerji (DIN: 03534116) as Non-Executive Independent Director of the Company for period of 5 (Five) years.**

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	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>3,47,32,876</b>	<b>3,47,32,876</b>	<b>100.00</b>	<b>3,47,32,876</b>	<b>0.00</b>	<b>100.00</b>
Public Institutions Holders	Remote E-voting	1,87,96,591	116	0.00	116	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>1,87,96,591</b>	<b>116</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,99,501	2,56,65,847	53.47	2,56,63,023	2,824	99.99	0.01
	E-voting at AGM		1,12,335	0.23	1,02,612	9,723	91.34	8.66
	<b>Total</b>		<b>4,79,99,501</b>	<b>2,57,78,182</b>	<b>53.71</b>	<b>2,57,65,635</b>	<b>12,547</b>	<b>99.95</b>
<b>Grand Total</b>		<b>10,15,28,968</b>	<b>6,05,11,174</b>	<b>59.60</b>	<b>6,04,98,627</b>	<b>12,547</b>	<b>99.98</b>	<b>0.02</b>

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

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**Item No. 5 - Ordinary Resolution**

Approval for the continuation of directorship of Ms. Jyoti Deshpande (DIN: 02303283) Non-Executive Non-Independent Director of the Company.

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	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>3,47,32,876</b>	<b>3,47,32,876</b>	<b>100.00</b>	<b>3,47,32,876</b>	<b>0.00</b>	<b>100.00</b>
Public Institutions Holders	Remote E-voting	1,87,96,591	116	0.00	116	0	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	0.00
	<b>Total</b>		<b>1,87,96,591</b>	<b>116</b>	<b>0.00</b>	<b>116</b>	<b>0</b>	<b>100.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,99,501	2,56,65,847	53.47	2,56,62,950	2,897	99.99	0.01
	E-voting at AGM		1,12,335	0.23	1,02,612	9,723	91.34	8.66
	<b>Total</b>		<b>4,79,99,501</b>	<b>2,57,78,182</b>	<b>53.71</b>	<b>2,57,65,562</b>	<b>12,620</b>	<b>99.95</b>
<b>Grand Total</b>		<b>10,15,28,968</b>	<b>6,05,11,174</b>	<b>59.60</b>	<b>6,04,98,554</b>	<b>12,620</b>	<b>99.98</b>	<b>0.02</b>

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

Invalid votes	0.00
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**Item No. 6 - Special Resolution**

**Payment of Profit-related Commission to Mr. Jeetendra Kapoor (DIN: 00005345) Chairman and Non-Executive Director of the Company**

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	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0.00	100.00	0.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	
	<b>Total</b>	<b>3,47,32,876</b>	<b>3,47,32,876</b>	<b>100.00</b>	<b>3,47,32,876</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions Holders	Remote E-voting	1,87,96,591	116	0.00	0.00	116	0.00	100.00
	E-voting at AGM		0.00	0.00	0.00	0.00	0.00	
	<b>Total</b>	<b>1,87,96,591</b>	<b>116</b>	<b>0.00</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>
Public - Non Institutions Holders	Remote E-voting	4,79,99,501	2,56,65,847	53.47	2,56,60,010	5837	99.98	0.02
	E-voting at AGM		1,12,335	0.23	1,02,612	9,723	91.34	8.66
	<b>Total</b>	<b>4,79,99,501</b>	<b>2,57,78,182</b>	<b>53.71</b>	<b>2,57,62,622</b>	<b>15,560</b>	<b>99.94</b>	<b>0.06</b>
<b>Grand Total</b>		<b>10,15,28,968</b>	<b>6,05,11,174</b>	<b>59.60</b>	<b>6,04,95,498</b>	<b>15,676</b>	<b>99.97</b>	<b>0.03</b>

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

Invalid votes	0.00
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- H. As requested by the Management, I am submitting this report on the results of remote e-voting together with the results of electronic voting facilitated at the 30<sup>th</sup> AGM.
- I. Register/List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid and all relevant records handed over to the Company Secretary of the Company.

Thanking you,  
Yours faithfully,

**For AVS & Associates  
Company Secretaries**

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**Vijay Yadav  
Partner  
Mem. No: F11990  
COP No: 16806  
Peer Review No: 1451/2021  
UDIN: F011990F001057925**

**Place: Navi Mumbai  
Date: August 27, 2024**

**For Balaji Telefilms Limited**

**Tannu  
Sharma**

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pseudoym=CA78C68F4A9168C18F229E4  
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serialNumber=9F90B218E858736F9197EF69  
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9DA268, cn=Tannu Sharma  
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**Tannu Sharma  
Company Secretary and Compliance Officer**