

# Balaji Telefilms Ltd.

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CIN No.: L99999MH1994PLC082802



August 27, 2024

**BSE Limited**  
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: Proceedings of the 30<sup>th</sup> Annual General Meeting for the financial year 2023-24 held on August 27, 2024**

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed herewith the proceedings of the 30<sup>th</sup> Annual General Meeting (AGM) of the Company, held today i.e. **Tuesday, August 27, 2024** through Video Conferencing/Other Audio-Visual Means. The Meeting commenced at 03:00 P.M. (IST) and concluded at 03:59 P.M. (IST) (including the Insta-poll).

The detailed result of the matters that were put to vote, as required under Regulation 44(3) of the Listing Regulations are being submitted separately.

The above information is also be made available on the Company's website, [www.balajitelefilms.com](http://www.balajitelefilms.com).

Kindly take the same on record.

Thanking You.

Yours truly,

**For Balaji Telefilms Limited**

**Tannu  
Sharma**

Digitally signed by Tannu Sharma  
DN: cn=Tannu Sharma, o=Balaji Telefilms Ltd., email=tannu.sharma@balajitelefilms.com, c=IN  
Date: 2024.08.27 22:22:58 +05'30'

**Tannu Sharma**  
**Company Secretary & Compliance Officer**  
**Membership No.: ACS 30622**

**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.