



Date: July 29, 2024

To,
Listing Department
BSE Limited
P.J Towers, Dalal Street,
Fort, Mumbai – 400 001.

To,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex, Bandra (E),
Mumbai – 400 050.

Scrip Code: **543614**

Symbol: **TIPSFILMS**

Subject: Disclosure of Voting Results of 15th Annual General Meeting of the Company.

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the voting results in respect of the remote e-voting and e-voting at the AGM held on July 29, 2024 on the resolutions item No. 1 to 4 as per the Notice of 15th Annual General Meeting of the Company.

A consolidated report of the Scrutinizer on remote e-voting and e-voting during the AGM attached.

You are requested to kindly take the same on record.

Thanking you,

For **Tips Films Limited**

Dharmesh Navdhare
Company Secretary

TIPS FILMS LTD.

501, Durga Chambers, 5th Floor, Linking Road, Khar (West), Mumbai 400052
Tel : 022- 6643 1188 Email : info@tipsfilms.in Website : www.tipsfilms.in
CIN: U74940MH2009PTC193028

FORM NO. MGT-13

Report of the Scrutiniser

[Pursuant to section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Kumar S. Taurani,
Chairman,
15th Annual General Meeting of the Equity Shareholders of
Tips Films Limited,
Held on Monday, July 29, 2024
through video conferencing ('VC') or
other audio-visual means ('OAVM').

Dear Sir,

Sub: Voting Results and Scrutinizer's Report – 15th Annual General Meeting (AGM)

1. I, CS Shirish Shetye, Practicing Company Secretary, have been appointed as Scrutiniser by the Board of Directors of Tips Films Limited ("the Company") at its meeting held April 30, 2024, for the purpose of scrutinising the remote e-voting and for conducting e-voting at the 15th Annual General Meeting ("15th AGM") and ascertaining the requisite majority on remote e-voting and e-voting at AGM, carried out as per the provisions of section 108 of the Companies Act, 2013 ("the Act") read with rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by Companies (Management & Administration) Amendment Rules, 2015 ("the Rules"), on the resolutions contained in the notice of the 15th AGM of the Equity Shareholders of the Company, held on Monday, July 29, 2024 through video conferencing ('VC') or other audio-visual means ('OAVM').
2. The management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules relating to voting through electronic means and video conferencing ('VC') or other audio-visual means ('OAVM') on the resolutions contained in the Notice of the 15th AGM of the members of the Company. My responsibility as a scrutiniser for the e-voting is restricted to ensure that the voting process, both through the remote e-voting and e-voting at the meeting are conducted in a fair and transparent manner

and to make a consolidated Scrutiniser's Report of the votes cast "in favour" or "against" the resolutions stated in the notice, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited ("CDSL"), the authorised agency to provide e-voting facilities.

3. The 15th AGM of the Company was held on Monday, July 29, 2024 at 11.00 a.m. through Video Conferencing ('VC') or other audio visual means ('OSVM') and the voting for the resolutions was transacted as per the Notice convening the 15th AGM, which was only through remote electronic voting process and electronic voting during the 15th AGM in compliance with the applicable provisions of the Act (including any statutory modification or re-enactment thereof) read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and the General Circular No. 14/2020 dated 8th April, 2020, the General Circular No. 17/2020 dated 13th April, 2020, the General Circular No. 20/2021 dated 8th December, 2021, the General Circular No. 02/2022 dated 5th May, 2022, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19" and General Circular No. 20/2020 dated 5th May, 2020, the General Circular No. 02/2021 dated 13th January, 2021, the General Circular No. 19/2021 dated 8th December, 2021, the General Circular No. 21/2021 dated 14th December, 2021, the General Circular No. 02/2022 dated 5th May, 2022, General Circular No. 10/2022 dated 28.12.2022 and the General Circular No. 09/2023 dated 25.09.2023 MCA in relation to "Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" all issued by the Ministry of Corporate Affairs, Government of India ("the MCA Circulars") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("LODR Regulations") read with Circular dated 12th May, 2020, Circular dated 13th May, 2022 and Circular dated 05th January, 2023, and Circular dated October 7, 2023 in relation to "Limited relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Circular").
4. Pursuant to the MCA and SEBI circulars, the Notice of the 15th AGM and the statement setting out material facts under section 102 of the Act in respect of the respective resolutions proposed at the 15th AGM, along with the Annual Report for financial year 2023-24, was sent in electronic form only to those Members whose email addresses are registered with the Company/Depositories. The Notice calling the 15th AGM had been uploaded on the website of the Company at www.tipfilms.in. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Ltd. and National Stock Exchange of India Ltd. at www.bseindia.com and www.nseindia.com respectively and the notice of the 15th AGM is also available on the website of CDSL (agency for providing the e-voting facility) i.e. www.evotingindia.com.

5. Since the 15th AGM was held pursuant to MCA Circulars pertaining to holding of the meeting through VC or OAVM, physical attendance of the members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI circulars, the facility for the appointment of proxies by the members was also dispensed with.
6. The members attended the meeting through VC or OAVM were counted for the purpose of reckoning the quorum under section 103 of the Act.
7. Further to above, I submit my report as under:
 - (1) The Company has provided the e-voting facility through CDSL on their website www.evotingindia.com. The Company had uploaded all the items of businesses to be transacted on the website of the Company and also its Service Provider to facilitate their shareholders to cast their votes through e-voting.
 - (2) The notices were sent through email and they contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014.
 - (3) As prescribed in the said Rules, the Company has also published the advertisements on 01st July, 2024 and 06th July, 2024 and they carried the required information as specified in the said rules.
 - (4) The Members holding shares or beneficial interest in the shares, as on July 22, 2024, ("cut-off date"), were entitled to vote on the resolutions stated in the Notice of the 15th AGM of the Company.
 - (5) The e-voting was commenced from July 26, 2024 (9.00 a.m.) and ended on July 28, 2024 (5.00 p.m.) and CDSL e-voting platform was blocked in due time. After the closure of the voting at the 15th AGM the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinised.
 - (6) The votes cast under remote e-voting facility were unblocked on July 29, 2024, in the presence of two witnesses, who are not in the employment of the Company.
 - (7) The e-voting data was scrutinised by me for verification of votes cast in favour and against of the respective Resolution.

- (8) Thereafter, the details containing, inter alia, list of Equity Shareholder, who voted “for”, “against” each of the resolutions that were put to vote, were generated from the e-voting website of CDSL i.e. <https://www.evotingindia.com>. The result of the e-voting exercised and the votes casted through electronic voting at the 15th AGM is as under:

Item No. 1 – as an Ordinary Resolution: - To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and Auditors thereon.

- (i) Voted in favour of the Resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of valid votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------------|---------------------------------------|
| Remote E-Voting | 44 | 3402340 | 99.999 |
| E-Voting at the AGM | 2 | 23 | 0.001 |
| Total | 46 | 3402363 | 100.000 |

- (ii) Voted against the resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------|---------------------------------------|
| Remote E-Voting | 1 | 16 | 0.00 |
| E-Voting at the AGM | 0 | 0 | 0.00 |
| Total | 1 | 16 | 0.00 |

- (iii) Invalid votes:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them |
|---------------------|--|------------------------------|
| Remote E-Voting | 0 | 0 |
| E-Voting at the AGM | 0 | 0 |
| Total | 0 | 0 |

Item No. 2 – as an Ordinary Resolution: - To appoint a director in place of Mr. Ramesh S. Taurani (DIN:00010130), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the Resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of valid votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------------|---------------------------------------|
| Remote E-Voting | 44 | 3402340 | 99.999 |
| E-Voting at the AGM | 2 | 23 | 0.001 |
| Total | 46 | 3402363 | 100.000 |

(ii) Voted against the resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of valid votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------------|---------------------------------------|
| Remote E-Voting | 1 | 16 | 0.00 |
| E-Voting at the AGM | 0 | 0 | 0.00 |
| Total | 1 | 16 | 0.00 |

(iii) Invalid Votes:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them |
|---------------------|--|------------------------------|
| Remote E-Voting | 0 | 0 |
| E-Voting at the AGM | 0 | 0 |
| Total | 0 | 0 |

Item No. 3 – as a Special Resolution: - Appointment of Mr. Amitabh Das Mundhra (DIN: 00014227) as an Independent Director.

(i) Voted in favour of the Resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------|---------------------------------------|
| Remote E-Voting | 42 | 3402289 | 99.997 |
| E-Voting at the AGM | 2 | 23 | 0.001 |
| Total | 44 | 3402312 | 99.998 |

(ii) Voted against the resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------|---------------------------------------|
| Remote E-Voting | 3 | 67 | 0.002 |
| E-Voting at the AGM | 0 | 0 | 0.00 |
| Total | 3 | 67 | 0.00 |

(iii) Invalid Votes

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them |
|---------------------|--|------------------------------|
| Remote E-Voting | 0 | 0 |
| E-Voting at the AGM | 0 | 0 |
| Total | 0 | 0 |

Item No. 4 – as an Ordinary Resolution: - Material Related Party Transactions of the Company with Tips Industries Limited, Group Company.

(i) Voted in favour of the Resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------|---------------------------------------|
| Remote E-Voting | 37 | 164463 | 99.617 |
| E-Voting at the AGM | 2 | 23 | 0.014 |
| Total | 39 | 164486 | 99.631 |

(ii) Voted against the resolution:

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|---------------------|--|------------------------------|---------------------------------------|
| Remote E-Voting | 4 | 610 | 0.369 |
| E-Voting at the AGM | 0 | 0 | 0.000 |
| Total | 4 | 610 | 0.369 |

(iii) Invalid Votes

| Mode of Voting | Number of members present and voting (in person or in case of Physical Poll, by proxy) | Number of votes cast by them |
|---------------------|--|------------------------------|
| Remote E-Voting | 0 | 0 |
| E-Voting at the AGM | 0 | 0 |
| Total | 0 | 0 |

You may accordingly declare the result of the voting by remote e-voting and through electronic voting at the meeting.

9. The Register, all other electronic data and relevant records relating to electronic voting have been handed over to the Company Secretary of the Company for safe keeping.

10. The above-mentioned resolutions are deemed to be passed as on the date of the 15th AGM.

Thanking you,

For SAV & Associates LLP
Practising Company Secretaries

SHIRISH
SURYAKANT
SHETYE

Digitally signed by
SHIRISH SURYAKANT
SHETYE
Date: 2024.07.29
17:31:32 +05'30'

CS Shirish Shetye
Designated Partner
FCS- 1926 CP-825
Peer Review Regn. No.:4867/2023

Scrutiniser for remote e-voting and
electronic voting at AGM
UDIN: F001926F000847980

Place: Thane
Date: 29th July 2024

Witness:

Countersigned and received the report

APARNA
PRAMOD
JOSHI

Digitally signed by
APARNA PRAMOD
JOSHI
Date: 2024.07.29
17:28:05 +05'30'

1. CS Aparna Joshi

Dharmesh Navdhare
Company Secretary

Swati Pankaj
Kulkarni

Digitally signed by
Swati Pankaj Kulkarni
Date: 2024.07.29
17:25:26 +05'30'

2. Swati Kulkarni

| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To receive, consider and adopt the Audited Financial Statements (Standalone) of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and | | | | |
| 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 | 3241116 | 3237283 | 99.8817 | 3237283 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3241116 | 3237283 | 99.8817 | 3237283 | 0 | 100.0000 |
| Public-Institutions | E-Voting | 3477 | 593 | 17.0549 | 593 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3477 | 593 | 17.0549 | 593 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 1078293 | 164480 | 15.2537 | 164464 | 16 | 99.9903 | 0.0097 |
| | Poll | | 23 | 0.0021 | 23 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1078293 | 164503 | 15.2559 | 164487 | 16 | 99.9903 |
| Total | | 4322886 | 3402379 | 78.7062 | 3402363 | 16 | 99.9995 | 0.0005 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | <input type="button" value="Add Notes"/> | |

| Resolution (2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To appoint a director in place of Mr. Ramesh S. Taurani (DIN: 00010130), who retires by rotation and being eligible, offers himself for 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 | 3241116 | 3237283 | 99.8817 | 3237283 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3241116 | 3237283 | 99.8817 | 3237283 | 0 | 100.0000 |
| Public-Institutions | E-Voting | 3477 | 593 | 17.0549 | 593 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3477 | 593 | 17.0549 | 593 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 1078293 | 164480 | 15.2537 | 164464 | 16 | 99.9903 | 0.0097 |
| | Poll | | 23 | 0.0021 | 23 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1078293 | 164503 | 15.2559 | 164487 | 16 | 99.9903 |
| Total | | 4322886 | 3402379 | 78.7062 | 3402363 | 16 | 99.9995 | 0.0005 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | <input type="button" value="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. Amitabh Das Mundhra (DIN: 00014227) as an Independent Director | | | | |
| 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 | 3241116 | 3237283 | 99.8817 | 3237283 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3241116 | 3237283 | 99.8817 | 3237283 | 0 | 100.0000 |
| Public-Institutions | E-Voting | 3477 | 593 | 17.0549 | 593 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3477 | 593 | 17.0549 | 593 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 1078293 | 164480 | 15.2537 | 164413 | 67 | 99.9593 | 0.0407 |
| | Poll | | 23 | 0.0021 | 23 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1078293 | 164503 | 15.2559 | 164436 | 67 | 99.9593 |
| Total | | 4322886 | 3402379 | 78.7062 | 3402312 | 67 | 99.9980 | 0.0020 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | <input type="button" value="Add Notes"/> | |

| Resolution (4) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | Material Related Party Transactions of the Company with Tips Industries Limited, Group 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 | 3241116 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3241116 | 0 | 0.0000 | 0 | 0 | 0.0000 |
| Public-Institutions | E-Voting | 3477 | 593 | 17.0549 | 0 | 593 | 0.0000 | 100.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 3477 | 593 | 17.0549 | 0 | 593 | 0.0000 |
| Public- Non Institutions | E-Voting | 1078293 | 164480 | 15.2537 | 164463 | 17 | 99.9897 | 0.0103 |
| | Poll | | 23 | 0.0021 | 23 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 1078293 | 164503 | 15.2559 | 164486 | 17 | 99.9897 |
| Total | | 4322886 | 165096 | 3.8191 | 164486 | 610 | 99.6305 | 0.3695 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | <input type="button" value="Add Notes"/> | |