

# 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



January 11, 2025

## **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 1<sup>st</sup> Extra Ordinary General Meeting for FY 2024-25 of the Company**

Dear Sir/Madam,

This is in furtherance of our letter dated January 11, 2025 regarding the Proceedings of the Extra Ordinary General Meeting (EGM) 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 1<sup>st</sup> EGM for the Financial Year 2024-25 held on January 11, 2025, 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 January 07, 2025 (09:00 a.m.) to January 10, 2025 (05:00 p.m.), and the voting conducted through Instapoll at the time of the EGM 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**

**Company Secretary and Compliance Officer**

**Membership No.: ACS 30622**

**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>	January 11, 2025
<b>Total number of shareholders on record date</b>	37,908
<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:	3 62

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issue of Equity Shares on a Preferential Basis to Ms. Ekta Ravi Kapoor, Promoter and Joint Managing 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	34732876	100.0000	34732876	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>34732876</b>	<b>34732876</b>	<b>100.0000</b>	<b>34732876</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	18947483	116	0.0006	116	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>18947483</b>	<b>116</b>	<b>0.0006</b>	<b>116</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	48048609	25754885	53.6017	25753385	1500	99.9942	0.0058
	Poll		157	0.0003	157	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>48048609</b>	<b>25755042</b>	<b>53.6021</b>	<b>25753542</b>	<b>1500</b>	<b>99.9942</b>
<b>Total</b>		<b>101728968</b>	<b>60488034</b>	<b>59.4600</b>	<b>60486534</b>	<b>1500</b>	<b>99.9975</b>	<b>0.0025</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of Equity Shares on a Preferential Basis to Entities belonging to Non-Promoter Category.				
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	34732876	100.0000	34732876	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>34732876</b>	<b>34732876</b>	<b>100.0000</b>	<b>34732876</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	18947483	116	0.0006	116	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>18947483</b>	<b>116</b>	<b>0.0006</b>	<b>116</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	48048609	25754895	53.6017	25754605	290	99.9989	0.0011
	Poll		157	0.0003	157	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>48048609</b>	<b>25755052</b>	<b>53.6021</b>	<b>25754762</b>	<b>290</b>	<b>99.9989</b>
<b>Total</b>		<b>101728968</b>	<b>60488044</b>	<b>59.4600</b>	<b>60487754</b>	<b>290</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of Equity Shares on a Preferential Basis to Individual belonging to Non-Promoter Category.				
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	34732876	100.0000	34732876	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>34732876</b>	<b>34732876</b>	<b>100.0000</b>	<b>34732876</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	18947483	116	0.0006	116	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>18947483</b>	<b>116</b>	<b>0.0006</b>	<b>116</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	48048609	25754895	53.6017	25753605	1290	99.9950	0.0050
	Poll		157	0.0003	157	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>48048609</b>	<b>25755052</b>	<b>53.6021</b>	<b>25753762</b>	<b>1290</b>	<b>99.9950</b>
<b>Total</b>		<b>101728968</b>	<b>60488044</b>	<b>59.4600</b>	<b>60486754</b>	<b>1290</b>	<b>99.9979</b>	<b>0.0021</b>
<b>Whether resolution is Pass or Not.</b>							Yes	

# **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 1<sup>st</sup> Extra-Ordinary General Meeting for the Financial  
Year 2024-25

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

The 1<sup>st</sup> Extra-Ordinary General Meeting (“EGM”) of the shareholders of **Balaji Telefilms Limited** (hereinafter referred to as “**the Company**”) held on **Saturday, January 11, 2025**, at 04:30 P.M. through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) 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, General Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and Circular No. 09/2024 dated September 19, 2024 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, Circular SEBI/ HO/ CFD/ PoD-2/ P/ CIR/ 2023/ 4 dated January 05, 2023, Circular No. SEBI/ HO/ CFD/ CFD-PoD-2/ P/ CIR/ 2023/ 167 dated October 07, 2023 issued and Circular No. SEBI/ HO/ CFD/ CFD-PoD-2 / P/ CIR/ 2024/ 133 dated October 03, 2024 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 1<sup>st</sup> EGM of the shareholders of the Company held on Saturday, January 11, 2025 at 04:30 p.m. through VC/ OAVM 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, December 19, 2024 to conduct the following:
- (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

Vijay Mahendra  
Yadav

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Vijay Mahendra Yadav  
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- (ii) **Electronic Voting at the 1<sup>st</sup> EGM** held on Saturday, January 11, 2025 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 1<sup>st</sup> EGM on the proposed resolutions mentioned in the Notice dated December 19, 2024 and the presence of quorum at the 1<sup>st</sup> EGM 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 the electronic voting system provided by KFin Technologies Limited (**'KFin'**) and votes casted by the shareholders at the 1<sup>st</sup> EGM.
- 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 1<sup>st</sup> EGM 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 1<sup>st</sup> EGM through VC and conducting the electronic voting by the shareholders at the 1<sup>st</sup> EGM. After the time fixed for closing of electronic voting at 1<sup>st</sup> EGM by the Company, voting was closed, and votes cast were blocked.
- E. The shareholders of the Company holding equity shares as on the "Cut Off" date on Saturday, January 04, 2025 were entitled to vote on the resolutions forming part of Notice of the 1<sup>st</sup> EGM.
- 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 Tuesday, January 07, 2025 (09.00 a.m. IST) and ended on Friday, January 10, 2025 (05.00 p.m. IST)** and the **Kfin** remote e-voting portal was unblocked in the presence of Ms. Damini Salunke and Mr. Chinmay Mhatre 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 EGM in respect of the resolutions proposed therein.

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Mahendra  
Yadav

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

**Issue of Equity Shares on a Preferential Basis to Ms. Ekta Ravi Kapoor, Promoter and Joint Managing 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
<b>Promoter and Promoter Group</b>	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0	100.00	0.00
	E-voting at EGM		0	0.00	0	0	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>
<b>Public Institutions Holders</b>	Remote E-voting	1,89,47,483	116	0.00	116	0	100.00	0.00
	E-voting at EGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1,89,47,483</b>	<b>116</b>	<b>0.00</b>	<b>116</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Non Institutions Holders</b>	Remote E-voting	4,80,48,609	2,57,54,885	53.60	2,57,53,385	1,500	99.99	0.01
	E-voting at EGM		157	0.00	157	0	100.00	0.00
	<b>Total</b>	<b>4,80,48,609</b>	<b>2,57,55,042</b>	<b>53.60</b>	<b>2,57,53,542</b>	<b>1,500</b>	<b>99.99</b>	<b>0.01</b>
<b>Grand Total</b>		<b>10,17,28,968</b>	<b>6,04,88,034</b>	<b>59.46</b>	<b>6,04,86,534</b>	<b>1,500</b>	<b>99.99</b>	<b>0.01</b>

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

Invalid votes	0.00
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**SPECIAL BUSINESS:**

**Item No. 2 - Special Resolution**

**Issue of Equity Shares on a Preferential Basis to Entities belonging to Non-Promoter Category.**

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
<b>Promoter and Promoter Group</b>	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0	100.00	0.00
	E-voting at EGM		0	0.00	0	0	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</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions Holders</b>	Remote E-voting	1,89,47,483	116	0.00	116	0	100.00	0.00
	E-voting at EGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1,89,47,483</b>	<b>116</b>	<b>0.00</b>	<b>116</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Non Institutions Holders</b>	Remote E-voting	4,80,48,609	2,57,54,895	53.60	2,57,54,605	290	100.00	0.00
	E-voting at EGM		157	0.00	157	0	100.00	0.00
	<b>Total</b>	<b>4,80,48,609</b>	<b>2,57,55,052</b>	<b>53.60</b>	<b>2,57,54,762</b>	<b>290</b>	<b>100.00</b>	<b>0.00</b>
<b>Grand Total</b>		<b>10,17,28,968</b>	<b>6,04,88,044</b>	<b>59.46</b>	<b>6,04,87,754</b>	<b>290</b>	<b>100.00</b>	<b>0.00</b>

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

Invalid votes	0.00
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**SPECIAL BUSINESS:**

**Item No. 3 - Special Resolution**

**Issue of Equity Shares on a Preferential Basis to Individual belonging to Non-Promoter Category.**

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
<b>Promoter and Promoter Group</b>	Remote E-voting	3,47,32,876	3,47,32,876	100.00	3,47,32,876	0	100.00	0.00
	E-voting at EGM		0	0.00	0	0	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</b>	<b>100.00</b>	<b>0.00</b>
<b>Public Institutions Holders</b>	Remote E-voting	1,89,47,483	116	0.00	116	0	100.00	0.00
	E-voting at EGM		0	0.00	0	0	0.00	0.00
	<b>Total</b>	<b>1,89,47,483</b>	<b>116</b>	<b>0.00</b>	<b>116</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
<b>Public - Non Institutions Holders</b>	Remote E-voting	4,80,48,609	2,57,54,895	53.60	2,57,53,605	1,290	99.99	0.01
	E-voting at EGM		157	0.00	157	0	100.00	0.00
	<b>Total</b>	<b>4,80,48,609</b>	<b>2,57,55,052</b>	<b>53.60</b>	<b>2,57,53,762</b>	<b>1,290</b>	<b>99.99</b>	<b>0.01</b>
<b>Grand Total</b>		<b>10,17,28,968</b>	<b>6,04,88,044</b>	<b>59.46</b>	<b>6,04,86,754</b>	<b>1,290</b>	<b>99.99</b>	<b>0.01</b>

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

Invalid votes	0.00
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Mahendra  
Yadav

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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 1<sup>st</sup> EGM.
- I. Register/List of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid and all relevant records are handed over to the Company Secretary of the Company.

Thanking you,  
Yours faithfully,

**For AVS & Associates  
Company Secretaries**

Vijay  
Mahendra  
Yadav

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**Vijay Yadav  
Partner**

**Mem. No: F11990**

**COP No: 16806**

**Peer Review No: 1451/2021**

**UDIN: F011990F003662087**

**Place: Navi Mumbai**

**Date: January 11, 2025**

**For Balaji Telefilms Limited**

**Tannu Sharma  
Company Secretary and Compliance Officer**