



September 30, 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**

Sub: Voting Results of Postal Ballot along with Scrutinizer's Report

Dear Sir/ Madam,

Pursuant to regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details Voting Results and Scrutinizer's Report on the Postal Ballot conducted by the Company.

The remote e-voting period for casting the votes for the Postal Ballot had commenced on September 01, 2024 at 9.00 a.m. and ended on September 30, 2024 at 5.00 p.m. and thereafter scrutinizer submitted his report on the voting results.

The Resolutions have been passed by the Members with requisite majority and are deemed to have been passed on Monday, September 30, 2024, being the last date specified by the Company for the Remote E-voting process.

Kindly take the above information on your record.

Thanking You,

For **Tips Films Limited**

Dharmesh Navdhare
Company Secretary

TIPS FILMS LIMITED

501, Durga Chambers, 5th Floor, Linking Road, Khar (West), Mumbai - 400 052.
Tel.: +91-22-6643 1188, Email : info@tipsfilms.in, Website : www.tipsfilms.in
CIN : L74940MH2009PLC193028



Details of Voting Results of the Remote e-voting pursuant to Regulation 44(3) of SEBI (LODR) Regulations, 2015.

Date of the Postal Ballot Notice	August 30, 2024
Total No. of Shareholder on Record Date	9187
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable

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SCRUTINIZER'S REPORT

To,
Mr. Kumar S. Taurani,
Chairman,
Tips Films Limited,
501, Durga Chambers, 5th Floor, 278/E,
Linking Road, Khar (West), Mumbai – 400052

Subject: Scrutinizer's Report on Postal Ballot through remote e-voting in respect of passing of resolution set-out in the notice dated 30th August, 2024

Dear Sir,

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 30th August, 2024, pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinising the Postal Ballot through e-voting in respect of the below stated resolution as proposed in the Postal Ballot notice dated 30th August, 2024 and I submit my report as under:
2. The management of the Company is responsible to ensure the compliance under the provisions of Section 110 and other applicable provisions of the Companies Act, 2013, as amended ("the Act"), read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, read along with the General Circular No. 09/2023 dated 25th September, 2023 (in continuation to the circulars issued earlier in this regard) issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), as amended, and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in respect of Postal Ballot through remote e-voting.
3. My responsibility as a scrutiniser for the e-voting is restricted to ensure that the voting process through the remote e-voting is conducted in a fair and transparent manner and to make a Scrutiniser's Report of the votes cast "in favour" or "against" the resolution 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.
4. Pursuant to the MCA and SEBI circulars, the Notice dated 30th August, 2024 and the explanatory statement setting out material facts under section 102 of the Act in respect of the resolution proposed, was sent in electronic form only to those Members whose email addresses are registered with the Company/Depositories.
5. 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 at www.tipsfilms.in 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 September, 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 Friday, August 23, 2024, ("cut off date"), were entitled to vote on the resolution stated in the Notice dated 30th August, 2024.
- (5) The e-voting was commenced from 01st September, 2024 (9.00 a.m.) and ended on 30th September, 2024 (5.00 p.m.) and CDSL e-voting platform was blocked in due time. After the closure of the voting period, the report on voting done through electronic voting system was generated in my presence and the voting was diligently scrutinised.
- (6) The votes cast under remote e-voting facility were unblocked on 30th September, 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) The result of the e-voting exercised is as under:

Item No. 1 – as a Special Resolution: Approval for increasing the borrowing powers of the Company under section 180 (1) (c) of the Companies Act, 2013

(i) Voted in favour of the Resolution:

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
108	33,65,145	99.98%

(ii) Voted against the resolution:

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
8	785	0.02%

(iii) Invalid votes

Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
0	0



Item No. 2 – as a Special Resolution: Approval for creation of charges on the movable and immovable properties of the Company under section 180(1)(a) of the Companies Act, 2013

(i) Voted in favour of the Resolution:

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
109	33,65,178	99.98%

(ii) Voted against the resolution:

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
8	754	0.02%

(iii) Invalid votes

Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
0	0

Item No. 3 – as an Ordinary Resolution: To approve material related party transactions with directors cum promoters and promoter group.

(i) Voted in favour of the Resolution:

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
104	1,27,720	99.28%

(ii) Voted against the resolution:

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
9	929	0.72%

(iii) Invalid votes

Number of members present and voting (in person or in case of Physical Poll, by proxy)	Number of votes cast by them
0	0





6. You may accordingly declare the results of the postal ballot process conducted through electronic voting system.
7. Based on the aforesaid result, we report that, the Special Resolution as contained in the Notice of Postal Ballot dated 30th August, 2024 has been passed with requisite majority.

Thanking you,

For SAV & Associates LLP
Practising Company Secretaries


CS Shirish Shetye
Designated Partner
FCS- 1926 CP-825



Scrutinizer for postal ballot process
conducted through electronic voting system
UDIN: F001926F001387695
Peer Review Regn. No.: 4867/2023

Place: Thane
Date: 30th September 2024

Witness:

Countersigned and received the report

1.


CS Aparna Joshi

Dharmesh Navdhare
Company Secretary

2.


Swati Kulkarni

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR INCREASING THE BORROWING POWERS OF THE COMPANY UNDER SECTION 180 (1) (C) OF THE COMPANIES ACT, 2013				
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	2815	593	21.0657	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		2815	593	21.0657	0	593	0.0000
Public- Non Institutions	E-Voting	1078955	128054	11.8683	127862	192	99.8501	0.1499
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1078955	128054	11.8683	127862	192	99.8501
Total		4322886	3365930	77.8630	3365145	785	99.9767	0.0233
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				CREATION OF CHARGES ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY, BOTH PRESENT AND FUTURE IN RESPECT OF BORROWINGS UNDER SECTION 180 (1) (A) OF THE				
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	2815	593	21.0657	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		2815	593	21.0657	0	593	0.0000
Public- Non Institutions	E-Voting	1078955	128056	11.8685	127895	161	99.8743	0.1257
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1078955	128056	11.8685	127895	161	99.8743
Total		4322886	3365932	77.8631	3365178	754	99.9776	0.0224
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH DIRECTORS CUM PROMOTERS AND PROMOTER GROUP				
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	2815	593	21.0657	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		2815	593	21.0657	0	593	0.0000
Public- Non Institutions	E-Voting	1078955	128056	11.8685	127720	336	99.7376	0.2624
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1078955	128056	11.8685	127720	336	99.7376
Total		4322886	128649	2.9760	127720	929	99.2779	0.7221
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	