

Balaji Telefilms Ltd.

C-13, Balaji House, Dalia Industrial Estate, Opp. Laxmi Industries
New Link Road, Andheri (West), Mumbai - 400 053.
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Website : www.balajitelefilms.com
CIN No. : L99999MH1994PLC082802



August 16, 2017

To,

BSE Ltd.

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 1st Extra Ordinary General Meeting of the Equity Shareholders of the Company for the financial year 2017-18 held on August 16, 2017

Dear Sir/Madam,

In terms of Regulation 30(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find below proceedings of the 1st Extra-Ordinary General Meeting (EGM) for the financial year 2017-18 of the Company, held today i.e. August 16, 2017:

1. Date, Time and Venue of the Extra Ordinary General Meeting:

The EGM was held on August 16, 2017 at 10.00 a.m. at The Club, 197, D. N. Nagar, Andheri (West), Mumbai- 400 053, Maharashtra.

2. Brief details of items deliberated:

- **Mr. Jeetendra Kapoor -Chairman** of the Company, chaired the EGM.
- The requisite quorum being present, the Chairman called the EGM to order.
- The Chairman then delivered his speech.
- The Chairman informed the members that remote e-voting commenced on Saturday, August 12, 2017 (11.30 a.m. IST) and ended on Tuesday, August, 15, 2017 (5.00 p.m. IST). Such remote e-voting facility was in addition to the voting that took place by poll at the EGM.

- The following business set out in the notice convening the EGM was put for shareholders approval:
 - Increase in Authorized Share Capital from Rs. 26,00,00,000 (Rupees Twenty Six Crores) divided into 10,00,00,000 (Ten Crores) Equity Shares of Rs. 2 (Rupees Two) each and 3,00,00,000 (Three Crores) Preference Shares of Rs. 2 (Rupees Two) each to Rs. 36,00,00,000 (Rupees Thirty Six Crores) divided into 15,00,00,000 (Fifteen Crores) Equity Shares of Rs. 2 (Rupees Two) each and Rs. 6,00,00,000 (Rupees Six Crores) divided into 3,00,00,000 (Three Crores) Preference Shares of Rs. 2 (Rupees Two) each.
 - Issue of 2,52,00,000 (Two Crores Fifty Two Lakhs) Equity Shares of the Company of the face value of Rs. 2 (Rupees Two) each (“Equity Shares”) at a price of Rs. 164 (Rupees One Hundred and Sixty Four) (including a premium of Rs. 162 (One Hundred and Sixty Two) per Equity Share, for a total consideration of Rs. 413,28,00,000 (Four Hundred and Thirteen Crores and Twenty Eight Lakhs only to Reliance Industries Limited (“Investor”) on a preferential basis through a private placement.
 - Approve and adopt the restated Articles of Association of the Company (in substitution of the existing Articles of Association of the Company) incorporating certain provisions contained in the Share Subscription Agreement dated July 21, 2017 executed between the Investor and Balaji Telefilms Limited, in the form approved by the Company and the Investor.
- The Chairman informed the shareholders that Mr. Bhavesh Desai, Practicing Company Secretary, was appointed as scrutinizer to scrutinize the the e-voting process and the voting facility at the venue of the Meeting in a fair and transparent manner.
- The Chairman informed the shareholders that the results of the voting alongwith the scrutinizor’s report would be disseminated to the stock exchanges, namely BSE Ltd. and National Stock Exchange of India Ltd., and would also be uploaded on the website of the Company and Karvy Computershare Private Limited, the agency providing e-voting facility within the stipulated time under applicable law.

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, the Company had provided remote e-voting

facility to its shareholders to cast votes electronically on the resolutions which were set out in the EGM notice dated July 21, 2017.

- Further, the facility for voting through polling papers was made available to the shareholders who were present at the EGM and had not casted their votes by remote e-voting.

4. Result of the Meeting:

The resolutions are duly approved and passed at the EGM of the Company. A detailed scrutinizer's report shall be submitted within 48 hours of the conclusion of the Meeting.

Note: This is not the minutes of the proceedings of the EGM held on August 16, 2017.

Kindly take the same on record and upload it on your respective websites.

Thanking You.

Yours truly,

For Balaji Telefilms Limited



Simmi Singh Bisht
Group Head Secretarial