

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



October 08, 2026

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: Minutes of the 32nd Annual General Meeting of Balaji Telefilms Limited

Dear Sir/Madam,

Please find attached Minutes of the 32nd Annual General Meeting of Balaji Telefilms Limited ("the Company") held on Tuesday, September 29, 2026. The voting results along with the Scrutinizer's Report was submitted by the Company vide our earlier letter dated on September 30, 2026.

Kindly take the same on record.

Yours truly,

For Balaji Telefilms Limited

**Tannu
Sharma**

Digitally signed by
Tannu Sharma
Date: 2026.10.08
13:50:48 +05'30'

Tannu Sharma

Company Secretary and Compliance Officer

Membership No - ACS30622

Encl: - a/a

MINUTES OF THE THIRTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF BALAJI TELEFILMS LIMITED HELD ON TUESDAY, SEPTEMBER 29, 2026 AT 03:30 PM IST (INDIAN STANDARD TIME) THROUGH VIDEO CONFERENCING/OTHER AUDIO-VISUAL MEANS AT C-13, BALAJI HOUSE, DALIA INDUSTRIAL ESTATE, OPP. LAXMI INDUSTRIAL ESTATE, NEW LINK ROAD, ANDHERI (WEST), MUMBAI - 400053, MAHARASHTRA, DEEMED VENUE FOR THE MEETING

DIRECTORS PRESENT THROUGH VIDEO CONFERENCE:

Mr. Jeetendra Kapoor <i>(participated from Mumbai)</i>	Non-Executive Chairman and as a Member of the Company. Also, as the Chairman of Stakeholders’ Relationship Committee and Corporate Social Responsibility Committee of the Company
Mrs. Shobha Kapoor <i>(participated from Mumbai)</i>	Managing Director and as a Member of the Company Also, as the Chairperson of Risk Management Committee of the Company
Mr. Ashutosh Khanna <i>(participated from Gurugram)</i>	Independent Director of the Company. Also, as the Chairman of the Audit Committee & Nomination and Remuneration Committee of the Company
Mr. Avijit Mukerji <i>(participated from Gurugram)</i>	Independent Director of the Company
Dr. Archana Hingorani <i>(participated from US)</i>	Independent Director of the Company
Mr. Pankaj Chaturvedi <i>(participated from Mumbai)</i>	Independent Director of the Company

KEY MANAGERIAL PERSONNEL PRESENT THROUGH VIDEO CONFERENCING:

Mr. Sanjay Dwivedi	Group Chief Executive Officer & Group Chief Financial Officer (also a Member of the Company)
Ms. Tannu Sharma	Company Secretary and Compliance Officer of the Company

1. Authorized Representatives of Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors of the Company; AVS & Associates, Company Secretaries, Secretarial Auditors of the Company and Mr. Vijay Yadav, Partner of AVS & Associates, Company Secretaries, Scrutinizer joined the meeting through Video Conferencing/ Other Audio-Visual Means (VC/OAVM) by invitation.
2. In aggregate, 62 Members had joined through VC/OAVM. The quorum was present throughout the meeting.
3. Mr. Jeetendra Kapoor presided over the meeting.
4. The following documents and Registers were made available for inspection to the Members electronically:
 - Notice convening the 32nd Annual General Meeting (“AGM”);
 - Board’s Report along with Annexures thereto for the Financial Year ended March 31, 2026;
 - The Audited Standalone and Consolidated Financial Statements and Auditors’ Report thereon for the Financial Year ended March 31, 2026;
 - The Register of Directors and Key Managerial Personnel and their shareholding;
 - The Register of Contracts or Arrangements in which Directors were interested;

- Secretarial Auditors' Certificate in respect of Balaji Telefilms Employee Stock Option Scheme, 2023 adopted by the Company.
5. The meeting commenced at 03.30 P.M. Ms. Tannu Sharma, Company Secretary and Compliance Officer requested Mr. Jeetendra Kapoor, Chairman of the meeting, to commence the meeting.
 6. The Chairman welcomed the Members to the 32nd AGM. The Members were informed that the AGM was conducted through VC in accordance with relevant guidelines and directions issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange of Board of India ("SEBI"). Further, as the requisite quorum was present, the meeting was called to order by the Chairman.
 7. Ms. Tannu Sharma apprised the Members that the Company had taken all necessary steps to enable & ensure effective participation and voting by the shareholders of the Company, that the meeting is being recorded and the recorded proceedings of the meeting would be hosted on the website of the Company. All attending shareholders were put on mute for smooth & seamless proceedings of the meeting.
 8. The shareholders were also informed that Question and Answer session or the Speaker round will be taken up towards the end of the meeting. Also, some of the Speaker shareholders have conveyed their desire to ask certain questions and have submitted their queries in advance. Ms. Sharma also informed the Members that the Company reserves the right to limit the number of questions and number of speakers, depending upon the availability of time, to ensure the smooth conduct of the meeting.
 9. Ms. Sharma requested the Board Members who joined meeting through VC/OAVM to introduce themselves. All Directors introduced themselves to the Members and confirmed their respective locations. She then informed that Ms. Ekta Ravi Kapoor, Joint Managing Director; Ms. Jyoti Deshpande and Ms. Priyanka Chaudhary, Non- Executive Directors; and Mr. Rohit Jain, Independent Director, had expressed their inability to attend the meeting.
 10. In addition to the Board Members, Mr. Sanjay Dwivedi, Group CEO and Group CFO, attended the meeting from Mumbai.

Further, Authorized Representatives of Statutory Auditors and Secretarial Auditors & Scrutinizer also attended the Meeting through VC. Thereafter, Ms. Sharma apprised the Members that since the meeting is being held through VC/OAVM, there was no requirement to appoint proxies. Further, the Members were informed that the Statutory Registers and Certificate from 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 kept open for inspection during the meeting.

11. Ms. Sharma stated that as per the relevant circulars issued by MCA and SEBI, the AGM Notice and the Annual Report were sent only in electronic mode to Members whose e-mail addresses were registered with the Company, Kfin Technologies Limited or the Depository Participant(s). Further, letters giving link of the complete Annual Report and the Notice of AGM have been dispatched to Members whose email IDs were not registered. She also informed the Members that the Company had provided the facility of e-voting through remote e-voting and e-voting during the AGM using InstaPoll facility.
12. Ms. Tannu Sharma then requested the Chairman to address the shareholders. Mr. Jeetendra Kapoor, Chairman presented an overview of the financial report of the Company for the Financial Year 2025-26 highlighting this has been a year of quiet, deliberate renewal for the Company, as we invested in the stories and platforms that will carry the Company forward for the next several decades.
13. The Chairman then requested Mr. Sanjay Dwivedi to apprise the Members about Company's performance during the Financial Year 2025-26, on his behalf. Mr. Dwivedi briefly spoke about the Company's overall and segment-wise performance.
14. Mr. Dwivedi discussed the rapidly evolving global media and entertainment industry and performance of the company in various segments, namely TV, Movies and Digital. The shareholders were apprised that at Balaji, we have always embraced change, blending our three-decade legacy with innovation to remain at the forefront of Indian storytelling. The shareholders were informed about the several milestones, viz. the long-term creative partnership with Netflix under which two new web series are currently under development. Lock-Upp premiered on the platform and Kohinoor (tentative name) forms part of upcoming slate. The Company also entered into new collaborations

with online platforms through Balaji Studio to create Hindi vertical micro-dramas — a fast-growing, mobile-first format built for a new generation of audience's preferences. Further, the shareholders were informed about the progress and launch of Kuttingg, our short-format OTT platform; Balaji AstroGuide, which crossed 1.8 million downloads; and Hoonur, our new talent management vertical, which already represents over 30 exclusive artists.

Thereafter, Mr. Dwivedi also spoke about the Television and Film Business, Kyunki Saas Bhi Kabhi Bahu Thi 2 and Naagin 7 leading on the TRP charts on TV and our Film business continued to strengthen its pipeline, with Vrusshabha released during the year and Bhooth Bangla emerged as an important post-year-end milestone. These developments reaffirmed our conviction that theatrical storytelling, done right and de-risked through pre-sales, remains a powerful business. Further, Members were apprised with upcoming release planned for FY27, including Vvan (released recently on September 25, 2026 – with a good response from the audience), Hero Ki Horroin and Ragini 3, with a long-term vision of producing four to six films annually. While concluding the Chairman's speech, he thanked the shareholders, employees, partners and audiences on behalf of the promoter family, for their continued faith. He then handed over the AGM proceedings to Ms. Tannu Sharma.

15. Ms. Sharma informed the Members that the AGM Notice, the Statutory Auditors' Report was taken as read, since it did not contain any qualification, observation, comments or other remarks, which had material adverse effect on the functioning of the Company.
16. Further, Members' attention is drawn to Secretarial Auditors' remarks in the Audit Report, stating that:
 - a. *The composition of the Board was not in conformity with the requirements of Regulation 17(1)(b) of the Listing Regulations, 2015 for a certain period i.e. from August 31, 2025, to December 29, 2025.*
 - b. *The gap between two consecutive Board Meetings and two consecutive Audit Committee Meetings exceeded the prescribed limit of 120 days, resulting in non-compliance with the applicable laws.*
 - c. *The Company adopted and approved the audited standalone and consolidated financial results for the year ended March 31, 2025 beyond the stipulated timeline of sixty days from the end of the financial year, as prescribed under Regulation 33 of the SEBI Listing Regulations.*

With respect to Point No. 1, the shareholders were requested to note that the composition of the Board was disturbed on account of retirement of Independent Director upon completion of tenure, and the default was made good by the Company effective December 30, 2025, post appointment of Mr. Pankaj Chaturvedi as Independent Director on the Board of the Company.

With respect to Point No 2 and 3, the shareholders were apprised that the delay in submission of the Audited Results for the Financial Year ended March 31, 2025, was due to the pendency of approval of the Composite Scheme of Arrangement before the Hon'ble NCLT. The Company considered it appropriate to await the sanction of the Scheme so as to give effect to the same in the financial statements from the appointed date being April 1, 2024, and ensure accurate presentation of the financial position of the Company. It may be noted that the Company received the certified copy of the Order passed by Hon'ble NCLT sanctioning the Composite Scheme on June 10, 2025 and thereafter a Board Meeting was convened on July 03, 2025, to inter-alia consider and approve the Audited Financial Results for the Financial Year ended March 31, 2025. The pendency of NCLT Order also resulted in gap of more than 120 days between the 2 consecutive Meetings of Board of Directors/Audit Committee. The shareholders noted that the defaults have been made good by the Company.

The Secretarial Audit Report for the Financial Year ended March 31, 2026 was thereafter taken as read.

17. Ms. Sharma also informed that Mr. Vijay Yadav, Partner of AVS & Associates, Company Secretaries was appointed as Scrutinizer for scrutinizing the voting process in a fair and transparent manner and that the results would be declared after the AGM of the Company and shall be communicated to Stock Exchanges and shall also be displayed on the Company's website and on Register and Transfer Agent's website. Further, the shareholders were informed that the transcript of the meeting shall be made available as soon as possible on the website of the Company.

18. Ms. Sharma briefed the Members that as per provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting to the Members to enable to cast their vote electronically. The remote e-voting commenced from Friday, September 25, 2026 [9:00 a.m.] to Monday, September 28, 2026 [5:00 p.m.]. She further informed the Members that voting rights of shareholders was in proportion to their shares of the paid-up Equity Share Capital of the Company as on the cut-off date, i.e. Tuesday, September 22, 2026. Members who have not voted till date were requested to cast their votes after the AGM using InstaPoll facility provided by KFin Technologies Limited.
19. The Members were informed that the resolution(s) set were deemed to be passed, subject to receipt of sufficient votes and that since the AGM is being held through VC/OAVM, the resolutions mentioned in the Notice of AGM have already been put to vote through e-voting, therefore, there will be no proposing and seconding with respect to the proposed resolutions set at this meeting.
20. She then took up the formal agenda of the meeting as set out in the AGM Notice as follows:

Item No. 1

ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON - ORDINARY RESOLUTION:

Ms. Tannu Sharma took up the first item of the agenda that is the Ordinary Resolution for Item No. 1 of the Notice pertaining to adoption of the Audited Standalone and Consolidated Financial Statements and the Reports of the Board of Directors and the Auditor's Report for the Financial Year ended March 31, 2026. The Resolution set at Item no. 1 of the Notice read as follows:

- (a) ***“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the report of the Board of Directors and the Auditors' Report thereon, as circulated to the Members, be and are hereby considered and adopted.”***
- (b) ***“RESOLVED THAT the Audited Consolidated Financial Statements for the Financial Year ended March 31, 2026, and the Auditors' Report thereon, as circulated to the Members, be and are hereby considered and adopted.”***

Item No. 2

APPOINTMENT OF A DIRECTOR IN PLACE OF MRS. SHOBHA RAVI KAPOOR (DIN: 00005124), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT - ORDINARY RESOLUTION:

Ms. Sharma read the second item of the Notice that was an Ordinary Resolution for re-appointment of Mrs. Shobha Ravi Kapoor who retires by rotation, and being eligible, sought re-appointment at this AGM. The resolution set at Item No. 2 of the Notice read as follows:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 and rules made thereunder, and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), Mrs. Shobha Ravi Kapoor (DIN: 00005124), who retires by rotation at this Meeting and being eligible, seeks re-appointment, be and is hereby re-appointed.”

Item No. 3

CONTINUATION OF DIRECTORSHIP OF MS. PRIYANKA CHAUDHARY (DIN: 06520285) NON-EXECUTIVE, NON-INDEPENDENT DIRECTOR OF THE COMPANY - ORDINARY RESOLUTION:

Ms. Sharma read the third item of the Notice that was an Ordinary Resolution pertaining to continuation of directorship of Ms. Priyanka Chaudhary (Din: 06520285) Non-Executive, Non-Independent Director of the Company. The resolution set at Item No. 3 of the Notice read as follows:

“RESOLVED THAT in accordance with the applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable Rules framed thereunder (including any statutory modification(s), amendment(s) thereto or re-enactment (s) thereof for the time being in force), Regulation 17(1D) and other applicable regulations of Securities and Exchange Board of

India (Listing Obligations And Disclosure Requirements) Regulations, 2015 (as amended from time-to-time), and basis the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the Members of the Company be and is hereby accorded for continuation of directorship of Ms. Priyanka Chaudhary (DIN: 06520285) as Non-Executive, Non-Independent Director of the Company for a period of (5) five years with effect from May 26, 2026 till May 25, 2031 and that she shall not be liable to retire by rotation.

RESOLVED FURTHER THAT Mrs. Shobha Kapoor, Managing Director, Mr. Sanjay Dwivedi, Group CEO & Group CFO and Ms. Tannu Sharma, Company Secretary and Compliance Officer be and are hereby severally authorized to do all such acts, deeds and things, as they may in their absolute discretion deem necessary, and to settle all such questions or difficulties whatsoever which may arise and take all such steps as may be necessary in order to give effect to the aforementioned resolution.”

Item No. 4

APPROVAL OF REMUNERATION PAYABLE TO MRS. SHOBHA RAVI KAPOOR (DIN:00005124) AS MANAGING DIRECTOR OF THE COMPANY FOR HER REMAINING TENURE OF 2 YEARS W.E.F. NOVEMBER 10, 2026- SPECIAL RESOLUTION

Ms. Sharma then read the fourth item of the agenda that was a Special Resolution pertaining to approval of remuneration payable to Mrs. Shobha Ravi Kapoor (DIN:00005124) as Managing Director of the Company for her remaining tenure of 2 years w.e.f. November 10, 2026. The resolution set at Item No. 4 of the notice read as follows:

*“**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable, and as per the Articles of Association of the Company, based on the recommendations of Nomination and Remuneration Committee and approval of the Board, the consent of the Members of the Company be and is hereby accorded for payment of remuneration to Mrs. Shobha Ravi Kapoor (DIN: 00005124), as Managing Director of the Company, for a further period of 2 (two) years of her remaining tenure of appointment, w.e.f. November 10, 2026 till November 9, 2028, as per the following terms and conditions:*

1. **Basic Salary:** an amount not exceeding ₹ 20,00,000/- per month (i.e. ₹ 2,40,00,000/- per annum) as basic salary and

2. **Perquisites, Allowances & Benefits:**

PART “A”

a) Housing:

Managing Director shall be entitled to House Rent Allowance subject to the ceiling of 50% of the basic salary.

b) Leave Travel Concession / Allowance:

Earned Leave and Leave Travel Concession / Allowance for self and family not exceeding 10% of the basic salary.

c) Personal Medical and Accident Insurance:

Personal Medical and Accident Insurance and any other coverage in accordance with the Rules & Regulations of the Company.

d) Club Fees:

Fees of maximum 2 (two) Clubs (inclusive of Admission and Life Membership fees) to be paid to the Managing Director.

e) Medical & Other Allowances:

Medical and other allowances / related perquisites or reimbursements not exceeding 30% of the basic salary.

PART “B”

a) Company’s contribution to Provident and other Funds:

Company’s contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent that these either singly or put together are not taxable under the Income Tax Act, 1961.

b) Leave Encashment:

Encashment of leave at the end of tenure will be permitted in accordance with the rules of the Company.

The above perquisites shall not be included in the computation of the ceiling on remuneration.

PART “C”

a) Car:

The Company shall provide such chauffer driven Car to the Managing Director as may be desired by her for business of the Company.

b) Telephone:

Personal mobile phone and telephone facilities at the residence of the Managing Director for use of Company’s business.

c) Entertainment Expenses:

The reimbursement of actual and properly incurred entertainment expenses by the Managing Director for legitimate business of the Company.

Any other perquisites, benefits, facilities, allowances and expenses as may be decided by the Board from time-to-time as per the Rules/ Schemes of the Company.

Perquisites shall be valued as per Income Tax Rules, wherever applicable, and in the absence of any such Rules, perquisites shall be valued at actual cost.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the term of the Managing Director as referred above, Mrs. Shobha Kapoor will be paid the remuneration by way of Salary & Perquisites, Allowances & Benefits as specified above as ‘Minimum Remuneration’ subject to terms of Section II of Part II of Schedule V to the Companies Act, 2013.

RESOLVED FURTHER THAT the Directors be and are hereby authorized to alter, vary, revise, modify the scope of remuneration of Mrs. Shobha Kapoor, Managing Director and the monetary value of perquisites, to the extent recommended by the Nomination and Remuneration Committee from time-to-time as may be considered appropriate, subject to the overall limits specified by this resolution and applicable laws.

RESOLVED FURTHER THAT the Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

Item No. 5

APPROVAL OF REMUNERATION PAYABLE TO MS. EKTA RAVI KAPOOR (DIN:00005093) AS JOINT MANAGING DIRECTOR OF THE COMPANY FOR HER REMAINING TENURE OF 2 YEARS W.E.F. NOVEMBER 10, 2026- SPECIAL RESOLUTION

Ms. Sharma then read the fifth item of the agenda that was a Special Resolution pertaining to approval of remuneration payable to Ms. Ekta Ravi Kapoor (DIN:00005093) as Joint Managing Director of the Company for her remaining tenure of 2 years w.e.f. November 10, 2026. The resolution set at Item No. 5 of the notice read as follows:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015, and such other rules, laws, regulations, guidelines or notifications as may be applicable, and as per the Articles of Association of the Company, based on the recommendations of Nomination and Remuneration Committee and approval of the Board, the consent of the Members of the Company accorded for payment of remuneration to Ms. Ekta Ravi Kapoor (DIN: 00005093), as Joint Managing Director of the Company, for a further period of 2 (two) years of her remaining tenure of appointment w.e.f. November 10, 2026 till November 9, 2028, as per the following terms and conditions:

1. **Basic Salary:** an amount not exceeding ₹ 20,00,000/- per month (i.e. ₹ 2,40,00,000/- per annum) as basic salary and
2. **Perquisites, Allowances & Benefits:**

PART “A”

a) Housing:

Joint Managing Director shall be entitled to House Rent Allowance subject to the ceiling of 50% of the basic salary.

b) Leave Travel Concession / Allowance:

Earned Leave and Leave Travel Concession / Allowance for self and family not exceeding 10% of the basic salary.

c) Personal Medical and Accident Insurance:

Personal Medical and Accident Insurance and any other coverage in accordance with the Rules & Regulations of the Company.

d) Club Fees:

Fees of maximum 2 (two) Clubs (inclusive of Admission and Life Membership fees) to be paid to the Joint Managing Director.

e) Medical & Other Allowances:

Medical and other allowances / related perquisites or reimbursements not exceeding 30% of the basic salary.

PART “B”

a) Company’s contribution to Provident and other Funds:

Company’s contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent that these either singly or put together are not taxable under the Income Tax Act, 1961.

b) Leave Encashment:

Encashment of leave at the end of tenure will be permitted in accordance with the rules of the Company.

The above perquisites shall not be included in the computation of the ceiling on remuneration.

PART “C”

a) Car:

The Company shall provide such chauffeur driven Car to the Joint Managing Director as may be desired by her for business of the Company.

b) Telephone:

Personal mobile phone and telephone facilities at the residence of the Joint Managing Director for use of Company’s business.

c) Entertainment Expenses:

The reimbursement of actual and properly incurred entertainment expenses by the Joint Managing Director for legitimate business of the Company.

Any other perquisites, benefits, facilities, allowances and expenses as may be decided by the Board from time-to-time as per the Rules/ Schemes of the Company.

Perquisites shall be valued as per Income Tax Rules, wherever applicable, and in the absence of any such Rules, perquisites shall be valued at actual cost.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profits in any financial year during the term of the Joint Managing Director as referred above, Ms. Ekta Ravi Kapoor will be paid the remuneration by way of Salary & Perquisites, Allowances & Benefits as specified above as 'Minimum Remuneration' subject to terms of Section II of Part II of Schedule V to the Companies Act, 2013

RESOLVED FURTHER THAT the Directors be and are hereby authorized to alter, vary, revise, modify the scope of remuneration of Ms. Ekta Ravi Kapoor, Joint Managing Director and the monetary value of perquisites, to the extent recommended by the Nomination and Remuneration Committee from time-to-time as may be considered appropriate, subject to the overall limits specified by this resolution and applicable laws.

RESOLVED FURTHER THAT the Directors and Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution.”

21. Ms. Sharma then requested Mr. Sanjay Dwivedi to address the questions raised by Members. Thereafter, the questions/suggestions asked by the Members i.e. Mr. Tushar Sodha, Ms. Smita Shah, Mr. Praveen, Ms. Lekha Shah, Mr. Hiranand Kotwani, Mr. Yusuf Rangwala, Mr. Ashish, Mr. Yogesh Vesvikar and Mr. Rajendra Prashad Joshi were addressed by Mr. Sanjay Dwivedi, Group CEO & CFO.
22. Some of the queries received from the Members, which were duly answered at the AGM were as follows:
 - a) What is the company's present debt structure, applicable rate of interest and what efforts are being taken to minimize the same?
 - b) What are your top line and bottom-line growth projections?
 - c) How many movies are there in pipeline in this financial year?
 - d) What are your expectations and plans for digital business?
 - e) What percentage of revenue comes from TV content vs. digital vs. films
 - f) What is the total number of employees in the Company, and how many of them are women employees?
 - g) Impact of the rationalization of the GST rates on the Company
 - h) How are the funds raised being deployed? Any plans for further fund raise?
 - i) Why no dividend is declared
 - j) Impact and use of Artificial Intelligence
 - k) How much of this pipeline will be commercialized in FY27, and what are the projected margins for these digital-first shows?
23. Mr. Sanjay Dwivedi thereafter addressed the shareholders by delivering the CEO and CFO speech. He apprised the Members that in view of the recent shift in consumer preferences, we have built the foundation for our next phase of growth, in which we chose to invest deliberately in capabilities, partnerships and platforms that will define Balaji's next chapter, even as the broader industry navigated real headwinds. He also added that this was also the year when Digital continued to emerge as one of the largest and fastest-evolving segments within India's media and entertainment industry. He added that at Balaji, we believe that Digital is where our future is being built. We deepened our long-term creative partnership with Netflix, with two new web series in development, including a large-scale period drama, while Lock Upp premiered on the platform and Kohinoor (tentative name) is part of our upcoming slate. Our B2B order book now exceeds ₹350 crores, providing healthy revenue visibility. We also entered a new collaborations with online platforms through Balaji Studio to create Hindi vertical micro-dramas — a fast-growing, mobile-first format built for a new generation of audience's preferences. Alongside this, we launched Kuttingg, our short-format OTT platform; Balaji AstroGuide, which crossed 1.8 million downloads; and Hoonur, our new talent management vertical, which already represents over 30 exclusive artists.

Speaking of the digital ecosystem, he apprised that it continues to scale, with our YouTube network now reaching over 11 million subscribers, while we continue to explore opportunities across owned IP, FAST

channels and emerging digital formats. We are also increasingly leveraging AI, automation and our intellectual property to improve the scalability and efficiency of our digital businesses. Balaji Studio itself is emerging as our agile creative hub, incubating content across premium OTT and emerging digital formats.

As a part of our strategy, we are increasingly focusing on building intellectual property which can be monetized. With a legacy of over 30 years, we are well positioned to cater to the evolving needs and choices of viewers across various platforms. In line with this, we are already catering to and have a strong presence in long and short formats, fiction and non-fiction, reality and drama content.

In Television, he apprised the shareholders that our long-standing strength in creating differentiated and enduring content continued to remain an important part of the Balaji story, with *Kyunki Saas Bhi Kabhi Bahu Thi 2* and *Naagin 7* leading the TRP charts. While the segment's economics continue to evolve, we remain focused on creating content that resonates with audiences and delivers value to our broadcaster partners.

Regarding Films business, he added that we shall continue to strengthen the pipeline, reaffirming our conviction that theatrical storytelling, done right and de-risked through pre-sales, remains a powerful business. Looking ahead, we have releases planned for FY27, including *Vvan* (released recently on September 25, 2026 – with a good response from the audience), *Hero Ki Horroin* and *Ragini 3*, with a long-term vision of producing four to six films annually. We remain focused on building scalable franchises and intellectual property with long-term monetisation potential.

Speaking of the numbers, he apprised the shareholders that our consolidated revenue from operations for the year stood at ₹210.8 crores. We enter FY27 with a healthy balance sheet, over ₹200 crores in liquid cash and mutual funds, and the confidence that comes from having done the hard work of rebuilding our pipeline properly. The structural change which was made last year – the amalgamation of ALT Digital Media Entertainment and Marinating Films Private Limited into Balaji Telefilms Limited, simplified our operations and unlocked a GST input credit of over ₹100 crores — a direct, tangible benefit that also positions us as a near-zero taxpaying company for the next few years.

Looking ahead, our focus for FY27 is disciplined execution, that is, converting the investments and pipeline we have built into monetisation, while remaining focused on capital efficiency, operational excellence and turnaround time across films, digital and television alike.

He concluded his speech by thanking the shareholders for their continued trust and support, and our employees and creative partners for the work that went into building this foundation.

24. Mr. Dwivedi then responded to all the questions received from shareholders and then requested Ms. Sharma to proceed with the rest of the proceedings.
25. Ms. Sharma informed that 52 shareholders had requested for physical copy of the Annual Report. Out of the total requests, 48 copies had already been dispatched and the pending requests were in the process of dispatching. Further, she informed the Members that anyone desirous of inspecting the AGM minutes may visit the office of the Company during business hours for such inspection. She informed the Members that in case of any additional queries, Members may reach out to the Company by dropping a mail at the designated mail ID i.e. investor@balajitelefilms.com.
26. The Members were informed that 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 30 minutes after the closure of the meeting.
27. She then thanked all the Directors, Group CEO & Group CFO and the valued shareholders for attending the Meeting through VC/OVAM.
28. The e-voting facility remained open on Kfin Technologies Limited website for next 30 minutes after the conclusion of the Meeting for those Members who had not casted their vote via remote e-voting.
29. The meeting was concluded at 04.50 p.m.
30. The voting results were declared on September 30, 2026, based on the consolidated report of the Scrutinizer dated September 30, 2026, which was prepared basis the results of remote e-voting together with the results of electronic voting facilitated at the AGM.

Date: October 08, 2026
Place: Mumbai

Jeetendra Kapoor
Chairman
(DIN: 00005345)

SUMMARY OF SCRUTINIZER REPORT

Result of voting through remote e-voting and electronic voting at the 32nd AGM of the shareholders of Company held on Tuesday, September 29, 2026 at 03:30 p.m. through video conferencing (“VC”)/other audio-visual means (“OAVM”) in terms of provisions of the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

On the basis of consolidated Scrutinizer’s Report dated September 30, 2026 for remote e-voting and electronic voting at the 32nd AGM of the Company, Resolution No. 1, 2, 3, 4 and 5 were passed with requisite majority.

The summary of Voting Results under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as under:

Date of Annual General Meeting of the shareholders	September 29, 2026
Total number of shareholders on record date	29110
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of shareholders attended through video conferencing: Promoters and Promoter Group: Public:	5 27

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of (a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, and the reports of the Board of Directors and Auditors thereon; 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	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
Public- Institutions	E-Voting	30061176	73426	0.2443	73426	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	30061176	73426	0.2443	73426	0	100.0000	0.0000
Public- Non Institutions	E-Voting	53691539	26850445	50.0087	26850421	24	99.9999	0.0001
	Poll		135	0.0003	135	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	53691539	26850580	50.0090	26850556	24	99.9999	0.0001
Total		121902291	65073582	53.3818	65073558	24	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Director in place of Mrs. Shobha Ravi Kapoor (DIN: 00005124), who retires by rotation and being eligible, seeks 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	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
Public- Institutions	E-Voting	30061176	73426	0.2443	73426	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	30061176	73426	0.2443	73426	0	100.0000	0.0000
Public- Non Institutions	E-Voting	53691539	26850445	50.0087	26845321	5124	99.9809	0.0191
	Poll		135	0.0003	135	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	53691539	26850580	50.0090	26845456	5124	99.9809	0.0191
Total		121902291	65073582	53.3818	65068458	5124	99.9921	0.0079
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Continuation of Directorship of Ms. Priyanka Chaudhary (DIN: 06520285), Non-Executive, Non-Independent 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	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
Public- Institutions	E-Voting	30061176	73426	0.2443	73426	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	30061176	73426	0.2443	73426	0	100.0000	0.0000
Public- Non Institutions	E-Voting	53691539	26850445	50.0087	26845321	5124	99.9809	0.0191
	Poll		135	0.0003	135	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	53691539	26850580	50.0090	26845456	5124	99.9809	0.0191
Total		121902291	65073582	53.3818	65068458	5124	99.9921	0.0079
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Remuneration Payable to Mrs. Shobha Havi Kapoor (UIN:00005124) as Managing Director Notice of the Annual General Meeting of the Company for her Remaining Tenure of 2 years w.e.f. November 10, 2026				
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	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
Public- Institutions	E-Voting	30061176	73426	0.2443	65177	8249	88.7656	11.2344
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	30061176	73426	0.2443	65177	8249	88.7656	11.2344
Public- Non Institutions	E-Voting	53691539	26850445	50.0087	26845321	5124	99.9809	0.0191
	Poll		135	0.0003	135	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	53691539	26850580	50.0090	26845456	5124	99.9809	0.0191
Total		121902291	65073582	53.3818	65060209	13373	99.9794	0.0206
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve remuneration payable to Mrs. Ekta Havi Kapoor (UIN:00005093) as Joint Managing Director of the Company for the remaining tenure of 2 years w.e.f. November 10, 2026				
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	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	38149576	38149576	100.0000	38149576	0	100.0000	0.0000
Public- Institutions	E-Voting	30061176	73426	0.2443	65177	8249	88.7656	11.2344
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	30061176	73426	0.2443	65177	8249	88.7656	11.2344
Public- Non Institutions	E-Voting	53691539	26850445	50.0087	26845321	5124	99.9809	0.0191
	Poll		135	0.0003	135	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	53691539	26850580	50.0090	26845456	5124	99.9809	0.0191
Total		121902291	65073582	53.3818	65060209	13373	99.9794	0.0206
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	