

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



September 30, 2026

BSE Limited

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 32nd Annual General Meeting for the Financial Year 2025-26 held on September 29, 2026

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), please find enclosed herewith the proceedings of the 32nd Annual General Meeting (AGM) of the Company, held on **Tuesday, September 29, 2026** through Video Conferencing/Other Audio-Visual Means. The Meeting commenced at 03:30 P.M. (IST) and concluded at 04:50 P.M. (IST) (including the Insta-poll).

The detailed result of the matters that were put to vote, as required under Regulation 44(3) of the Listing Regulations are being submitted separately.

The above information is also be made available on the Company's website, www.balajitelefilms.com.

Kindly take the same on record.

Thanking You.

Yours truly,

For Balaji Telefilms Limited

Tannu Sharma
Company Secretary & Compliance Officer
Membership No.: ACS 30622

**PROCEEDINGS OF THE 32nd ANNUAL GENERAL MEETING (AGM) OF BALAJI
TELEFILMS LIMITED**

1. Date, Time and Venue of the AGM:

The AGM was held on Tuesday, September 30, 2026 at 03:30 pm IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM).

2. Brief details of items deliberated:

- Ms. Tannu Sharma, Company Secretary & Compliance Officer requested Mr. Jeetendra Kapoor – Chairman and Non Executive Director, to commence the proceedings by addressing the shareholders.
- Mr. Jeetendra Kapoor welcomed the shareholders to the 32nd Annual General Meeting. The requisite quorum being present, the Chairperson called the meeting to order.
- Ms. Tannu Sharma, Company Secretary, explained the general instructions to the Members who had joined the meeting.
- At the request of Ms. Sharma, all the Directors present at the meeting (e-AGM) introduced themselves one-by-one.
- The following Directors were present at the e-AGM through Video Conference/ Other Audio-Visual Means from their respective locations:
 1. Mr. Jeetendra Kapoor, Chairman;
 2. Mrs. Shobha Kapoor, Managing Director;
 3. Mr. Ashutosh Khanna, Independent Director;
 4. Dr. Archana Hingorani, Independent Director;
 5. Mr. Avijit Mukerji, Independent Director;
 6. Mr. Pankaj Chaturvedi, Independent Director

Ms. Ekta Ravi Kapoor, Joint Managing Director, Ms. Jyoti Deshpande, Ms. Priyanka Chaudhary, Non-Executive Directors and Mr. Rohit Jain, Independent Director expressed their inability to attend today's e-AGM.

Mr. Sanjay Dwivedi, Group Chief Executive Officer & Group Chief Financial Officer attended the meeting from Mumbai.

Further, Authorized Representatives of Statutory Auditors & Secretarial Auditors and Scrutinizer were also present at the Meeting through VC.

- The Members were informed that the Meeting was held through VC/ OAVM in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and Securities and Exchange Board of India.
- Since Meeting was held through VC/ OAVM there was no possibility of securing physical attendance of the Members; therefore, in line with the applicable guidelines, there was no requirement of appointing proxies.

- M. Jeetendra Kapoor addressed the Members by delivering part of the Chairman's speech, and requested Mr. Sanjay Dwivedi to deliver the remaining Speech, on her behalf.
- Ms. Tannu Sharma informed the Members that requisite documents i.e. Statutory Registers, relevant documents referred to in the Notice of AGM and the Explanatory Statement and Certificate from the 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 made available for inspection.
- The Members were informed that the Notice of AGM and Annual Report have been sent in electronic mode to those Members whose e-mail IDs 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.
- The Auditors' Report given by Statutory Auditors on the Standalone and Consolidated Audited Financial Statements of the Company was taken as read, since there was no qualification in the said report.
- Thereafter, the Notice convening the 32nd AGM as well as the the Secretarial Audit Report for the financial year ended March 31, 2026 was taken as read, since there was no qualification except that:
 - the Board composition was not in compliance with Regulation 17(1)(b) of Listing Regulations from August 31, 2025 till December 29, 2025;
 - 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.
 - 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.

Ms. Sharma informed the shareholders that the composition of the Board was disturbed on account of retirement of Independent Director from the Board upon completion of second tenure. The default was made good by the Company effective December 30, 2025, post appointment of Mr. Pankaj Chaturvedi as an Independent Director.

With respect to the other qualifications, 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. 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 defaults have already been made good by the Company.

- Ms. Sharma informed the Members about remote e-voting process at the AGM. Further, Members were informed that Mr. Vijay Yadav, Partner of AVS & Associates, Company Secretaries was appointed as scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The shareholders were further informed that the results of the voting would be disseminated to the Stock Exchanges, namely BSE Limited and National Stock Exchange of India Limited, and Kfin Technologies Limited, Registrar & Share Transfer Agent. The results would also be uploaded on the website of the Company at www.balajitelefilms.com.
- The following items of business as set out in the Notice convening the AGM were put for shareholders consideration and approval:

Ordinary Business

Item No. 1: Consideration and 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 (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the report of Auditors thereon;

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;

Special Business

Item No. 3: To approve the continuation of directorship of Ms. Priyanka Chaudhary (DIN: 06520285), Non-Executive, Non-Independent Director of the Company.

Item No. 4: To approve remuneration payable to Mrs. Shobha Ravi Kapoor as Managing Director of the Company for her remaining tenure of 2 years w.e.f. November 10, 2026

Item No. 5: To approve remuneration payable to Ms. Ekta Ravi Kapoor as Joint Managing Director of the Company for the remaining tenure of 2 years w.e.f. November 10, 2026

Thereafter, the Speaker session was taken up. The shareholders asked certain queries which were duly addressed by Mr. Sanjay Dwivedi.

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, 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 which was kept open from Friday, September 25, 2026 (09:00 a.m.) till Monday, September 28, 2026 (05:00 p.m.) and Instapoll voting 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 voting facility will be available for 30 minutes after the closure of the meeting.

4. **Result of the Meeting:**

The detailed voting results along with the Scrutinizer Report shall be submitted separately with the Stock Exchanges.

Note: This document does not constitute minutes of the proceedings of the AGM held on September 29, 2026.