



May 05, 2023

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: Declaration of Results of Postal Ballot**

Dear Sir/ Madam,

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with rules made thereunder, the Company had conducted the process of Postal Ballot by remote e-voting for seeking the consent of the members by means of passing special resolution as set out in the Postal Ballot Notice dated March 27, 2023.

The Company had appointed Mr. Shirish Shetye, Practicing Company Secretary (FCS: 1926 CP: 825) as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

On the basis of the report submitted by the scrutinizer, the Company hereby declares that the resolution has been passed with requisite majority and such resolution is deemed to have been passed on the last date specified for remote e-voting i.e. May 04, 2023.

Pursuant to the Regulation 44(3) of the SEBI (Listing Obligations and disclosure requirements) Regulations, 2015, please find attached the result of the voting by Postal Ballot through remote e-voting along with the Scrutinizer's Report.

Kindly take the same on your record.

Thanking you,

For **Tips Films Limited**

**Vinit K. Bhanushali**  
Company Secretary

Encl: a/a

**TIPS FILMS LTD.**

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501, Durga Chambers, 5th Floor, Linking Road, Khar (West), Mumbai 400052  
Tel : 022- 6643 1188 Email : info@tipsfilms.in Website : www.tipsfilms.in  
CIN: U74940MH2009PTC193028

## SCRUTINIZER'S REPORT

To,  
Mr. Kumar S. Taurani,  
Chairman,  
Tips Films Limited,  
501, Durga Chambers, 5<sup>th</sup> 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 27<sup>th</sup> March 2023

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 27<sup>th</sup> March 2023, 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 27<sup>th</sup> March 2023 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. 11/2022 dated December 28, 2022 (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 27<sup>th</sup> March 2023 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](http://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](http://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 5<sup>th</sup> April, 2023 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, 31<sup>st</sup> March, 2023, ("cut off date"), were entitled to vote on the resolution stated in the Notice dated 27<sup>th</sup> March 2023.
  - (5) The e-voting was commenced from 5<sup>th</sup> April, 2023 (9.00 a.m.) and ended on 4<sup>th</sup> May, 2023 (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 4<sup>th</sup> May, 2023, 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:** Revision and increase in remuneration of Ms. Jaya Taurani (DIN:08209186), Executive Director of the Company

- (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
49	17,37,277	99.92

- (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
21	1,388	0.08

- (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 27<sup>th</sup> March, 2023 has been passed with requisite majority.

Thanking you,

**For SAV & Associates LLP**  
**Practising Company Secretaries**

SHIRISH  
SURYAKA  
NT SHETYE

Digitally signed  
by SHIRISH  
SURYAKANT  
SHETYE  
Date: 2023.05.05  
14:59:59 +05'30'

**CS Shirish Shetye**  
**Designated Partner**  
**FCS- 1926 CP-825**

Scrutinizer for postal ballot process  
conducted through electronic voting system

**UDIN: F001926E000254827**

**Peer Review Regn. No.: 1528/2021**

Place: Thane

Date: 5<sup>th</sup> May, 2023

Witness:

Countersigned and received the report

1. APARNA  
PRAMOD  
JOSHI

Digitally signed by  
APARNA  
PRAMOD JOSHI  
Date: 2023.05.05  
15:00:47 +05'30'

CS Aparna Joshi

2. VAIBHAV  
SUHAS  
VELANKAR

Digitally signed by  
VAIBHAV SUHAS  
VELANKAR  
Date: 2023.05.05  
15:05:30 +05'30'

CS Vaibhav Velankar

VINIT KISHOR  
BHANUSHALI

Digitally signed by  
VINIT KISHOR  
BHANUSHALI  
Date: 2023.05.05  
15:11:13 +05'30'

Vinit Bhanushali  
Company Secretary

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Voting results	
Record date	31-03-2023
Total number of shareholders on record date	12002
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Revision and increase in remuneration of Ms. Jaya Taurani (DIN:08209186), Executive 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	3241116	1618642	49.9409	1618642	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>3241116</b>	<b>1618642</b>	<b>49.9409</b>	<b>1618642</b>	<b>0</b>	<b>100.0000</b>
Public-Institutions	E-Voting	3454	1528	44.2386	1528	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>3454</b>	<b>1528</b>	<b>44.2386</b>	<b>1528</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	1078316	118495	10.9889	117107	1388	98.8286	1.1714
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		<b>1078316</b>	<b>118495</b>	<b>10.9889</b>	<b>117107</b>	<b>1388</b>	<b>98.8286</b>
<b>Total</b>		<b>4322886</b>	<b>1738665</b>	<b>40.2200</b>	<b>1737277</b>	<b>1388</b>	<b>99.9202</b>	<b>0.0798</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	