

Bag/stex/letters/AM/512
June 27, 2014

To

The Listing Department
National Stock Exchange of India
Ltd.
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (E),
Mumbai-400 051
Fax: 91-22-26598237/38

The Listing Department
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.
Fax: 91-22-2272 3121

The Listing Department
Delhi Stock Exchange Limited,
DSE House, 3/1 Asaf Ali Road
New Delhi-110 002.
Fax: 011-46470053/54

Re: Details under Clause No: 35A of the Listing Agreement - Voting Results

Dear Sir/Madam,

In accordance with the Clause No.35A of the Listing Agreement, we write to inform you that the Members of the Company at the 21st Annual General Meeting held on June 25,2014 transacted the following business:

Sl. No.	Description	Particulars		
A	Date of the AGM	June 25,2014		
B	Total No. of Shareholders on record date	47011		
C	No. of Shareholders present in the meeting either in person or through proxy			
	Shareholders	In person	Proxy	Total
	Promoters and Group	3	1	4
	Public	4561	2	4563
	Total	4564	3	4567
D	No. of Shareholders attended the meeting through Video Conferencing			
	Shareholders	In person	Proxy	Total
	Promoters and Group	-	-	-
	Public	-	-	-
	Total	-	-	-

Outcome of the Annual General Meeting of the Members of the Company

The 21st Annual General Meeting of the Members of the Company was held on Wednesday, June 25, 2014 at 4.00 P.M. at FICCI Auditorium, Tansen Marg, Mandi House, New Delhi-110001. The mode of voting was by way of Poll/E-voting. The Shareholders transacted the business as provided in **Annexure**.

Requested you to kindly take the same on record.

Thanking You

Yours Sincerely,

For **B.A.G. Films and Media Limited**

Rajeev Parashar

Company Secretary

Encl: a/a

Annexure

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
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Resolution No. 1 - Adoption of Financial Statement for the year ended March 31, 2014.**Resolution required: (Ordinary)**

Promoter and Promoter Group	59702658	59702658	100.00	59702658	0	100.00	0.00
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2052296	2052296	100.00	2052296	0	100.00	0.00
Total (A)	61754954	61754954	100.00	61754954	0	100.00	0.00

Resolution No. 2 - Re-appointment of Mr. Sudhir Shukla (DIN 01567595), Director who Retires by rotation.**Resolution required: (Ordinary)**

Promoter and Promoter Group	59702658	21479190	35.98	21479190	0	100.00	0.00
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2052104	2052104	100.00	2052104	0	100.00	0.00
Total (A)	61754762	23531294	38.10	23531294	0	100.00	0.00

Resolution No. 3 - Re-appointment of M/s Joy Mukherjee & Associates, Chartered Accountants, the retiring Auditors, as Auditors of the Company and fixing their remuneration.**Resolution required: (Ordinary)**

Promoter and Promoter Group	59702658	59702658	100.00	59702658	0	100.00	0.00
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2052094	2052094	100.00	2052094	0	100.00	0.00
Total (A)	61754752	61754752	100.00	61754752	0	100.00	0.00

Resolution No. 4 - Appointment of Ms. Urmila Gupta (DIN 00637110) as an Independent Director of the Company.**Resolution required: (Ordinary)**

Promoter and Promoter Group	59702658	59702658	100.00	59702658	0	100.00	0.00
Public - Institutional holders	0	0	0	0	0	0	0
Public-Others	2052104	2052104	100.00	2052104	0	100.00	0.00
Total (A)	61754762	61754762	100.00	61754762	0	100.00	0.00



For B.A.G. FILMS & MEDIA LTD.
 Company Secretary
Kapil C.

Resolution No.: 5 - Increase in the Authorized Share Capital of the Company. Resolution required: (Special)									
Promoter and Promoter Group	59702658	59702658	100.00	59702658	0	100.00	0.00		
Public - Institutional holders	0	0	0	0	0	0	0		
Public-Others	2052094	2052094	100.00	2052094	0	100.00	0.00		
Total (A)	61754752	61754752	100.00	61754752	0	100.00	0.00		
Resolution No.: 6 - Issue of warrants with an option to convert into equity shares on preferential basis. Resolution required: (Special)									
Promoter and Promoter Group	59702658	0	0.00	0	0	0	0		
Public - Institutional holders	0	0	0	0	0	0	0		
Public-Others	2052094	1932026	94.15	1932021	5	99.99974	0.000259		
Total (A)	61754752	1932026	3.13	1932021	5	99.99974	0.000259		