

Secretarial Audit Report

1. For the Quarter ended 2. ISIN 3. Face Value 4. Name of the Company 5. Registered Office Address 6. Coresspondance Address 7. Telephone & Fax 8. E-mail Address 9. Names of the Stock Exchange where the Company's Securities are Listed	30.06.2007 INE116DO1028 Rs. 2/- each B.A.G. Films & Media Limited C-4, Shivalik, Near Malviya Nagar Market, New Delhi 110017. FC-23, Sec.16A, Film City, Noida-201301 95120 -3911444 Fax 95120-3911401 rajeev.parashar@bagfilms.com DSE, BSE and NSE
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Particulars	Number of shares	% of Total Issued Capital
10. Issued Capital	93104449	99.67
11. Listed Capital (Exchange-wise)		
BSE**	80026449	85.67
NSE**	80026449	85.67
DSE**	80026449	85.67
12. Held in dematerialised form in CDSL	9130998	9.77
13. Held in dematerialised form in NSDL	48630768	52.06
14. Physical	35342683	37.83
15. Total No. of shares (12+13+14)	93104449	99.67

16. Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)
 ** There is difference of 13078000 shares between (10&11) and (11&15). These shares have been allotted as Preferential Issue and application for listing thereof has been filed with the stock exchanges.

17. Certifying the details of changes in share capital during the quarter under consideration as per Table:

Particulars**	No. of Shares	Applied/Not Applied for Listing	Listed on Exchanges	Whether Intimated to		In-prin. Appr. Pending
				CDSL	NSDL	
Preferential Issue	13078000		Pending	Yes	Yes	Pending from NSE

** Rights/Bonus/Preferential/ESOPs/Amalagamation/Conversion/Buyback/Capital Reduction

18. Register of Members is updated (Yes/No) if not, updated upto which date	Yes
19. Reference to previous quarter with regards to excess dematerialised shares, if any	N.A.
20. Has the company resolved the matter in point no. 19 above in the current quarter?	N.A.

21. Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	Nil	Nil	N.A
Pending for more than 21 days	Nil	Nil	N.A

22. Name, Telephone & Fax No. of the Compliance Officer of the Co.	Rajeev Parashar, Fax-95120-3911401 Tel No. 95-120-3911444
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23. Name of Certifying CA/Cs Regn No Address Telephone & Fax No.	Balika Sharma, Company Secretary FCS. No.4816; C.P.No. 3222 Flat No. 183, Pocket A/3, Sector-7, Rohini, New Delhi-85. Tel No. 011-27931217
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24. Appointment of common agency for share registry work, Name and Address	Alankit Assignments Ltd. Alankit House, 2E/21, Jhandewalan Extension, New Delhi - 110055
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25. Any other detail that the auditor may like to provide (e.g. BIFR Company, delisting from SE, Company changed its name, etc.)
 The Company has changed its Name from B.A.G Films Ltd to B.A.G Films & Media Limited vide fresh Certificate of Incorporation issued by Registrar of Companies, NCT of Delhi & Haryana dated May 01, 2007.