

Balika Sharma & Associates

(Company Secretary In Practice)

Flat No. 211, Pocket A/3,
Sector-7, Rohini, New Delhi

Pin Code- 110085

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Email: balikasharma@gmail.com**Secretarial Audit Report**

1. For the Quarter ended	31.12.2007					
2. ISIN	INE116D01028					
3. Face Value	Rs. 2/- each					
4. Name of the Company	B.A.G. Films & Media Limited					
5. Registered Office Address	C-4, Shivalik, Near Malviya Nagar Market, New Delhi 110017.					
6. Coresspondance Address	FC-23,Sec.16A, Film City, Noida-201301					
7. Telephone & Fax	95120 -3911444 Fax 95120-3911401					
8. E-mail Address	rajeev.parashar@bagfilms.com					
9. Stock Exchange where the Company's Securities are Listed	DSE, BSE and NSE					
Particulars		Number of shares	% of Total Issued Capital			
10. Issued Capital		93202099	99.77			
11. Listed Capital (Exchange-wise)						
BSE**		93181999	99.75			
NSE**		93181999	99.75			
DSE**		93181999	99.75			
12. Held in dematerialised form in NSDL		67377129	72.13			
13. Held in dematerialised form in CDSL		10708570	11.46			
14. Physical		15116400	16.18			
15. Total No. of shares (12+13+14)		93202099	99.77			
16. Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15) There is a difference of 20100 shares between (10 & 11) and (11 & 15) which were converted from partly to fully duly executing the corporate action. However the listing of the same at the Stock Exchanges is pending.						
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	
N.A.						
** 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		
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. 211, Pocket A/3, Sector-7, Rohini, New Delhi-85. Tel No. 011-27931217		
24. Appointment of common agency for share registry work, Name and Address				Alankit Assignments Ltd. Alankit House, 2E/21, Jhandewalan Extension, New Delhi-110055		
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.						