

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

"CIN: L74899DL1993PLC051841"

FC-23, Sector 16A, Film City,

Noida 201 301

Tel.: 0120 4602424 | Fax : 0120 3911401

Mail : info@bagnetwork.in

www.bagnetwork24.in

BAG/stx/letters/2019-20/AM/983
February 17, 2020

To,
The Listing Compliance 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

NSE-SYMBOL: BAGFILMS**Sub: Appointment of Secretarial Auditor of the Company for the Financial Year 2019-20****Ref: Reply to Clarification Sought**

Dear Sir/Madam,

With reference to your mail on the above mentioned subject, please find attached herewith brief profile of M/s Balika Sharma & Associates, Practicing Company Secretary (CP No. 3222), appointed as the Secretarial Auditor of the Company for the Financial Year 2019-20 in Annexure-1.

This is for your information and record please.

Thanking You

Yours sincerely

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


(Rajeev Parashar)
Company Secretary &
Compliance Officer



Encl: a/a





Balika Sharma And Associates Company Secretaries

Annexure -1

Address : Flat No. 211 pocket A / 3,
Sector-7, Rohini, New Delhi,
Pin Code -110085
Mobile : 9811387946
E-mail Id: balikasharma@gmail.com

OVERVIEW

Balika Sharma & Associates (Unique Code Number S2007DE097200 and Peer Review certificate No 658/2020) is a professionally managed Company Secretary Sole proprietorship firm established in year 20.10.1999 with an aim to be a leading firm in promoting good Corporate Governance it is established with an objective to provide wide spectrum of quality professional services in the field of Compliance and Secretarial with an aim to facilitate value addition to its clients. We are passionate about our quality of services as we care our Clients profoundly. Apart from Corporate Clients, we also provide our services to individuals and firms. We believe in rendering personalized services to cater to individual requirements without compromising on quality of service. Our conviction is to carry out the assignments with highest perfection bearing in mind the Clients' needs. We are committed to uphold the highest standard of integrity, honesty and secrecy in all our dealings and lay emphasis on transparency, accountability and professionalism, with a single and paramount mission of Clients' satisfaction by timely providing quality professional services. For achieving the desired results, we are committed to strive for professional excellence by continuous up-gradation of our knowledge through education and training.

SERVICES OFFERED

A. Set up of New Establishment / Venture

- i. Formation of Private Limited Company; Public Limited Company; One Person Company (OPC); Charitable Institutions under Section 8 of the Companies Act, 2013 and Formation of Charitable Trust, drafting of all the documents and taking all the necessary approvals pertaining thereto;
- ii. Formation of Limited Liability Partnership (LLPs);
- iii. Conversion of a Company into LLP;
- iv. Drafting of Memorandum of Association & Articles of Association as per new Companies Act, 2013
- v. Incorporation of Subsidiary Cos. of Foreign Body Corporate

B. Restructuring of Organization

- i. Conversion of Private/ Public Company into LLP

C. Secretarial Audit and Other Audits

- i. Secretarial Audit as per Section 204 of Companies Act, 2013 and Rules there under;

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B.A.G. Films and Media Limited
[Signature]
Company Secretary



GST No. : 07AMAPS 9564 KIZE

Membership No. 4816, C. P. No. 3222



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- ii. Audit of Secretarial and related records maintained by Companies;
- iii. Due Diligence for change of management
- iv. Securities Audit as per (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)

D. Corporate Secretarial Services

- i. Alteration in MOA and AOA
- ii. Change of Name, office, Capital and Object of the Company
- iii. Allotment of Shares and other Securities Buy Back, Take Over, Rights Issue, preferential allotment, allotment of shares with deferential voting rights.
- iv. Compliance for Acceptance of Deposits by Companies
- v. Change of Auditors
- vi. Preparation for Documents, Notices, Agenda for holding Board Meetings, General Meetings and other Committee Meetings in Compliance of Companies Act, 2013 and secretarial standards
- vii. Arrangement of Physical Board Meetings and General Meetings and other related work
- viii. Declaration of Dividend
- ix. Appointment and Remuneration of Directors and Key Managerial Persons
- x. Drafting and filing of Resolutions, Minutes of the Board and Shareholders Meetings and maintaining statutory Registers.
- xi. Disclosure of Interest by Directors before the Board Meeting
- xii. Digital Signature and DIN applications
- xiii. Preparation and Certification of all forms to be filed with MCA

E. Corporate Advisory Services

- i. Carrying out Due Diligence;
- ii. Advisory for redemption of Preference Share.
- iii. Shifting of Registered Office from One State to another.
- iv. Application for striking off the name of the Company
- v. To handle Inspection, Inquiry and Investigation under Companies Act
- vi. Advising on retainer basis to small and medium scale companies for whom appointment of Company Secretary in whole time employment is not mandatory;
- vii. Advising Large Scale Companies and Listed Companies for ensuring legal compliance;
- viii. Liaoning Services with regulatory authorities' viz. Registrar of Companies, Regional Director, Ministry of Corporate affairs, etc. to obtain required approvals under the Companies Act, 2013;
- ix. Certification of Annual Return under Section 92 of Companies Act, 2013;

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B.A.G. Films and Media Limited

Company Secretary

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- x. Postal Ballot and Scrutinizer Appointments;
- xi. XBRL (Extensible Business Reporting Language) Filings

F. Listing Compliances

- i. Reconciliation of Share Capital Audit: Quarterly;
- ii. Compliance Certificate (47c): Half year ended;
- iii. Postal Ballot;
- iv. E-voting;
- v. Filing as per (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR)
- vi. Corporate Governance Certificate yearly
- vii. Compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) and policy drafting as per LODR
- viii. Compliance of SEBI (Prohibition Of Insider Trading) Regulations, 2015.
- ix. Compliance of SEBI (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011
- x. Compliance of SEBI (Share Based Employee Benefits) Regulations, 2014
- xi. Compliance of SEBI (Alternative Investment Funds) Regulations, 2012

G. Charge Management

- i. Search Report;
- ii. Creation, modification and satisfaction of charge;
- iii. Legal Due Diligence

H. Intellectual Property Rights

Registration of Trade Marks

I. Annual Filing

- i. Preparation of Notice, Directors Report, Minutes of Annual General Meeting
- ii. Preparation and filing of form AOC-4, MGT-7, ADT-1, MGT-15 & MGT 14
- iii. Certificate in form no. MGT-8

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B.A.G. Films and Media Limited
[Signature]
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J. Retainer Services

- i. Preparation of Notice and agenda for Board Meetings/ Committee Meetings
- ii. Preparation of Minutes of Board Meetings/ Committee Meetings
- iii. Preparation of Annual Disclosers of Board of Directors
- iv. Filing of event base forms with MCA
- v. Drafting of resolutions
- vi. Auditors appointment and Correspondence
- vii. Preparation and maintenance of Statutory Registers
- viii. Preparation of Notice, Directors Report , MDA, CG Report, Minutes of Annual General Meeting
- ix. Preparation and filing of form AOC-4 , MGT-7, ADT-1, MGT-15 & MGT 14
- x. Certificate in form no. MGT-8

TEAM:

Mrs. Balika Sharma (CS, B.Com) Fellow member of the Institute of Company Secretaries of India and proprietor of Balika Sharma & Associates having 20 years of wide experience in corporate secretarial filed and specialized in handling the Corporate Law Matters, Conducting Due Diligence.

Ms. Pushpa Joshi (CS, M.Com, B.Com) associate member of the Institute of Company Secretaries of India having 5 years of experience in corporate secretarial field.

Ms. Nikita Gupta (CS, B.Com, Diploma in Banking and Finance) associate member of the Institute of Company Secretaries of India having 4 years of experience in corporate secretarial field.

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[Signature]
Company Secretary



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