

30th May, 2023

To,
The BSE Limited
The Deputy General Manager,
Corporate Relationship Department,
Mumbai - 400 001.

Ref: Scrip Code No: 521062
Security ID: OCTAVE

Sub: Annual Secretarial Compliance Report of Perfect Octave Media Projects Limited
(the "Company") for the financial year ended 31st March, 2023

Dear Sir/ Ma'am,

In compliance with the Securities and Exchange Board of India Circular No. CIR/CFD/CMDI/27 /2019 dated 8th February, 2019, please find enclosed copy of the Annual Secretarial Compliance Report of the Company, dated 30th May, 2023, for the financial year ended 31st March, 2023, certified by Mr. Anirudh Kumar Tanvar, Practising Company Secretary. Kindly find the same in order and acknowledge.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For Perfect-Octave Media Projects Limited



K Ganeshkumar
Managing Director
(DIN: 00650784)

Encl: A/a

**SECRETARIAL COMPLIANCE REPORT OF PERFECT-OCTAVE MEDIA PROJECTS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2023.**

To,
Perfect-Octave Media Projects Limited
Industrial Gala No. 11, 02nd Floor,
Kapadia Industrial Premises, 123/24,
Andheri Kurla Road, Andheri (East),
Mumbai- 400 093.

I, Anirudh Kumar Tanvar, Practising Company Secretary have examined:

- all the documents and records made available to us and explanation provided by Lasa Supergenerics Limited,
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2023 (“Review Period”) in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021; **(Not applicable to the Company during the audit period)**

- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

And circulars/guidelines issued thereunder;

I hereby report that, during the Review Period the Compliance status of the listed entity is appended below:

| Sr. No. | Particulars | Compliance status (Yes/ No/ NA) | Observations/ Remarks by PCS* |
|---------|--|---------------------------------|-------------------------------|
| 1 | <p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p> | Yes | None |
| 2 | <p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time as per the regulations /circulars/ guidelines issued by SEBI. | Yes | None |
| 3 | <p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is | | |

| | | | |
|---|--|-----|---|
| | <p>maintaining a functional website.</p> <ul style="list-style-type: none"> • Timely dissemination of the documents/ information under a separate section on the website. • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website. | Yes | None |
| 4 | <p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.</p> | Yes | None |
| 5 | <p><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></p> <ul style="list-style-type: none"> • Identification of material subsidiary companies • Requirements with respect to disclosure of material as well as other subsidiaries. | NA | The Company does not have any subsidiary. |
| 6 | <p><u>Preservation of Documents:</u></p> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p> | Yes | None |
| 7 | <p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p> | Yes | None |
| 8 | <p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee</p> | Yes | None |

| | | | |
|----|--|-----|---|
| | <p>for all Related party transactions.</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee.</p> | NA | Prior approval of Audit Committee was obtained for all the Related Party Transactions. |
| 9 | <p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p> | Yes | None |
| 10 | <p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p> | Yes | None |
| 11 | <p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>The Company has received communication on 4th November, 2022 from BSE for various late/non compliances pursuant to SEBI SOP Circulars relating to year 2014 to 2021 mainly with respect to Late submission/non compliance for non-appointment of Company secretary/compliance officer and late submission of results and shareholding patterns etc.</p> | No | <p>The company had filed application for waiver of fines for certain fines for non-compliances during the tenure of new management and some of them were waived off. Most of the fines were paid as and when they were received by company by the current management.</p> <p>For certain fines imposed, the company is taking the matter separately with SEBI for non-compliances during the earlier management's period and does not acknowledge the</p> |

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No | Compliance Requirement (Regulations/circulars/ guidelines including specific clause) | Regulation/ Circular No. | Deviations | Action Taken by | Type of Action | Details of Violation | Fine Amount | Observations/ Remarks of the Practicing Company Secretary | Management Response | Remark |
|--------|--|--------------------------|------------|-----------------|----------------|----------------------|-------------|---|---------------------|--------|
| - | - | - | - | - | - | - | - | - | - | - |

Thanking You

Anirudh Kumar Tanvar
Company Secretary

ANIRUDH KUMAR TANVAR Digitally signed by ANIRUDH KUMAR TANVAR

M. No. : 23145

COP No.: 19757

PR No.: 1920/2022

UDIN: A023145E000431575

PLACE: MUMBAI

DATE: 30TH MAY, 2023