

03rd July 2023

To,

**BSE Limited
Listing Department
Department of Corporate Services
Floor, 25, P.J Towers, Dalal Street
Mumbai- 400001**

Dear Sir/Madam,

Ref: Script Code: 503685

Sub: Annual Secretarial Compliance Report for the Financial year ended March 31, 2023

Pursuant to SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, and pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, Please find enclosed herewith Annual Secretarial Compliance Report for the financial year ended March 31, 2023.

Kindly take on record the same.

Thanking you

Yours Faithfully

For MEDIAONE GLOBAL ENTERTAINMENT LIMITED

MAHENDRA SRINIVAS KUMAR

CFO CUM COMPLAINE OFFICER

**Secretarial compliance report of M/S Mediaone Global Entertainment Limited
for the year ended 31st March, 2023**

We, Lakshmi Subramanian and Associates, have examined all the documents and records made available to us and explanation provided by M/s Mediaone Global entertainment Limited ("the listed entity"),

- (i) the filings/ submissions made by the listed entity to the stock exchanges,
- (ii) website of the listed entity,
- (iii) annual returns filed with the Ministry of Corporate Affairs, which has been relied upon to make this certification,
- (iv) Any other documents, 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:

- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the regulations, circulars, guidelines issued thereunder; and
- b) 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:

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable for the year under review)
- (f) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (not applicable for the year under review)

(g) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;(not applicable for the year under review)

(h)Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable for the year under review)

(i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013(Not applicable for the year under review)

(j)Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021(Not applicable for the year under review)

(k)Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009

(l)Securities and Exchange Board of India (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003

(m) Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018 and circulars/ guidelines issued thereunder;

(n) Securities and Exchange Board of India Vide Circular no: CIR/CFD/CMD1/27/2019 dated February 08, 2019.

Based on the above examination, we hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and Circulars/guidelines issued except mentioned here under,

(b) The listed entity has maintained proper records under the provisions of the above Regulations and Circulars/guidelines issued thereunder insofar as it appears from our examination of those records.

(c) Actions have been taken against the listed entity on few events by Stock Exchange under the aforesaid acts/ Regulations/Circulars/Guidelines issued thereunder Action taken report given hereunder

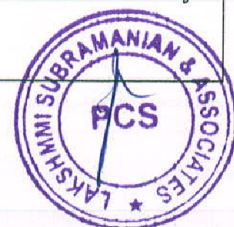
(e) The clauses 6(a) and 6(b) as mentioned in SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 with regard to the Resignation of Statutory Auditors are not applicable for the year.

We hereby report that, during the Review Period the compliance status of the Listed Entity is appended as below:

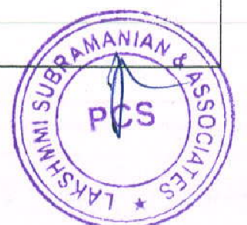
ADDITIONAL AFFIRMATIONS



| Sr. No. | Particulars | Compliance status (Yes/No/NA) | Observations/Remarks by PCS* |
|---------|--|-------------------------------|------------------------------|
| 1. | <p><u>Secretarial Standard:</u></p> <p>The compliances of listed entities are in accordance with the Auditing Standards issued by ICSI, namely CSAS-1 to CSAS-3</p> | Yes | Nil |
| 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 has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI | Yes | Nil |
| 3. | <p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • 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 redirects to the relevant document(s)/ section of the website | Yes | Nil |
| 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 | Nil |
| 5. | <p><u>To examine details related to Subsidiaries of listed entities:</u></p> | NA | No material subsidiary |



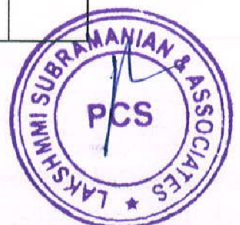
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|-----|---|----------------------------------|------------------------------------|
| | (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries | | |
| 6. | <u>Preservation of Documents:</u> 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 | Yes | Nil |
| 7. | <u>Performance Evaluation:</u> 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 | Yes | Nil |
| 8. | <u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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 | Yes | Nil |
| 9. | <u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder. | Yes | Nil |
| 10. | <u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015 | One Case Reported - Q March 2023 | Company yet to give clarification. |



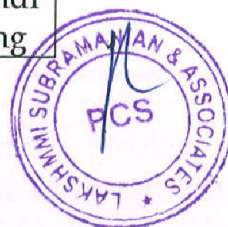
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|------------|---|-------------------------------|--|
| 11 | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/ its promoters/directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder | Reported separately hereunder | Action has been taken against the entity during the period under review is reported and resolved by paying the fine levied |
| 12. | <u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc. | NA | NIL |

The listed entity has complied with the provisions of the above Regulations and circulars / guidelines issued thereunder, except in respect of matters specified below:

| S 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 Practicing Company Secretaries | Management Response | Remarks |
|------|---|----------------------------------|--------------------------------|-----------------|----------------|---|-------------|--|---|---------|
| 1 | Circular NO.SEBI/HO/CFD/CMD/CIR /P/2020/ 12 dated Jan 22,2020 | Regulation 13(3)Sebi (LODR),2015 | Non compliance for Q June 2022 | Yes by BSE | Fine levied. | Reg 13 (3) of LODR for q June 2022 not complied | Rs 31860 | Company paid the fine amount | Though the company complied on time ,it | NIL |



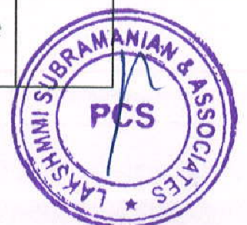
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|---|--|--|--|----------------------------------|---|---|----------------------|--|--|---|
| | | | | | | | | | paid the fine amo unt . | |
| 2 | Circular NO.SEBI/HO/ CFD/CMD/CIR /P/2020/ dated 12 Jan 22,2020 | Regulat ion 6(1) Sebi (LODR ,2015 | Non com plian ce of appo intm ent of CS for the Dec. 2022 Q | Ye s by BS E | Fin e levi ed.a nd pro mot ers sha res froz en | Pursu ant to the refer red regula tion,t here is a voilati on of non compl iance of Regul ation 6(1) for Q dec 2022 | Rs 10 85 60 | Com pany had appo inted Cs duri ng 2023 ,w.e. f 1.1.2 3 How ever filed waiv er appli catio n after the repo rt date | Com pany had 6 mon ths time as per secti on 203 of CA 2013 to fill CS appo intm ent How ever it filed waiv er appli catio n duri ng Apri l 2023 | Fin e wa ive d dur in g 25 ^t h Ap ril 202 3 |
| 3 | Regulation 9(1) and 9(2) of SEBI(PIT) Regulations 2015 | Para 4 of Schedul e B | Duri ng Trad ing Win dow | Sh ow Ca us e not | NA | NA | N A | Matt er is beyo nd revie w | Taki ng suita ble Acti on | Ma tter is pe ndi ng |



| | | | | | | | | | | | |
|--|--|--|--|----------------|---|--|--|--|--------------------------|--|--|
| | | | | Closure Period | ice received only after the review period | | | | period. Hence no Comment | | |
|--|--|--|--|----------------|---|--|--|--|--------------------------|--|--|

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

| S 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 Practicing Company Secretaries | Management Response | Remarks |
|------|---|--|-------------------------------------|-----------------|----------------|----------------------|-------------|--|-------------------------------------|---------|
| 1 | SEBI (LODR) 2015 | Regulation 13 (3),14,23(9),30 of SEBI LODR | Regulation 13(3), 14,30 filed delay | NA | NA | Not complied as per | NA | All compliances are updated for | All observations made in the previo | Nil |



| | | | | | | | | | | |
|--|--|--|--|--|--|----------------|--|--|--|--|
| | | | and 23(9) not filed for Q Marc h 2021 | | | regul ation | | the year under review except 13(3) of Sebi (Iodr) 2015 | us report rectifie d and not contin uing except 13(3) of Sebi (Iodr) 2015 for which fine amoun t paid. | |
|--|--|--|--|--|--|----------------|--|--|--|--|

Place: Chennai
Date: 05-05-2023

For LAKSHMMI SUBRAMANIAN & ASSOCIATES



P. S. Srinivasan
P.S. Srinivasan
Partner

ACS No. 1090

C.P. No. 3122

Peer Review Certificate No: 1670/2022

UDIN: A001090E000255047