

**Annual Secretarial compliance Report  
BGIL FILMS & TECHNOLOGIES LIMITED for the year ended 31<sup>st</sup> March 2020**

I have examined:

- A) all the documents and records made available to us and explanation provided by BGIL FILMS & TECHNOLOGIES LIMITED ("the listed entity")
- B) the filings/ submissions made by the listed entity to the stock exchanges
- C) website of the listed entity,
- D) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31-03-2020 ("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, includes: -

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *I have relied upon the explanations and/or clarifications provided by the company and accordingly it is to state that the company has not issued any shares and/or other Securities during the period under review.***
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *I have relied upon the explanations and/or clarifications provided by the company and accordingly it is to state that there are no cases of acquisition of shares and takeover during the period under review.***
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *I have relied upon the explanations and/or clarifications provided by the company and accordingly it is to state that there are no cases of buyback of securities during the period under review.***
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *I have relied upon the explanations and/or clarifications provided by the company and accordingly it is to state that there is no scheme for direct or indirect benefit of employees involving dealing in or subscribing to or purchasing securities of the company, directly or indirectly share-based employee benefits during the period under review.***
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *I have relied upon the explanations and/or clarifications provided by the company and accordingly it is to state that there are no cases of Issue and Listing of Debt Securities during the period under review.***



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- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; ***I have relied upon the explanations and/or clarifications provided by the company and accordingly it is to state that there are no cases of Issue and Listing of Non-Convertible and Redeemable Preference Shares during the period under review.***
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) other regulations as applicable and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except to the extent, in the manner and subject to reporting made hereunder: -

Sr. No	Compliance Requirement	Deviations	Observations/Remarks of the Practicing Company Secretary, if any
1	NA	NA	NA

- 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 my/our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No	Action Taken By	Details of Action Taken e.g. Fines, Warning Letter, Debarment, Etc.	Observations/Remarks of the Practicing Company Secretary, if any
1	NA	NA	NA
2	NA	NA	NA
3	NA	NA	NA

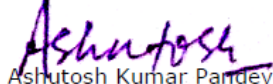
*Ashutosh*



d) The listed entity has taken the following actions to comply with the observations made in previous reports: *There is no previous Reports Available*

Sr. No	Observations of the Practicing Company Secretary in the previous Report	Observation made in the Secretarial Compliance Report for the year 2019	Action Taken by the Listed Entity, if any	Comments of the Practicing Company Secretary on the Action Taken by the Listed Entity
1	NA	NA	NA	NA
2	NA	NA	NA	NA
3	NA	NA	NA	NA

For AKP & Associates  
Company Secretaries

  
Ashutosh Kumar Pandey  
FCS-6847: CP-7385  
UDIN-F006847B000542351  
Proprietor  
Place: Noida  
Date: 31.07.2020



*Note-The COVID-19 outbreak was declared as a global pandemic by the World Health Organization. On March 24, 2020, the Indian government announced a strict lockdown of 21 days which was further extended by 19 days across the country to contain the spread of the virus. Furthermore, the free movement is still restricted and hence due to COVID19 pandemic impact, the compliance documents were obtained through electronic mode and was verified with requirements. Also, we have observed that we have got limited means to comment on so many major compliances.*