



VR FILMS & STUDIOS LIMITED

Regd. Office:19, Chhadva Apartments, Sion-Trombay Road, Chembur, Mumbai, Maharashtra,
400071;

CIN: L92100MH2007PLC177175; Phone: 022-25273841; Fax: 022-25228467; Website:
www.vrfilms.in; Email: smeipo@vrfilms.in

Date: 25.05.2020

To,
The Listing Compliance
BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

Scrip Code: 542654

Subject: Declaration with respect to Non-applicability of Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2018.

Ref.: SEBI Circular dated February 08, 2019 having reference No. CIR/CFD/CMDI/27/2019

Dear Sir/Madam,

The Securities and Exchange Board of India has amended Listing Obligations and Disclosure Requirements Regulation, 2015 and included 24A Regulation as under;

"24A: Secretarial Audit

Every Listed Company and its material unlisted subsidiaries incorporated in India shall undertake secretarial audit and shall annex with its annual report, a secretarial audit report, given by a Company Secretary in practice, in such form as may be prescribed with effect from the year ended March 31, 2019."

Further as per SEBI's Circular the annual Secretarial Compliance Report shall be submitted by the listed entity to the Stock Exchanges within 60 days of the end of the Financial Year.

With reference to the above captioned subject, we would like to inform you that we are listed on BSE (SME) platform and as per the Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015, the compliance with the provision as specified in regulations 17,17A,18,19,20,21,22,23,24,24A,25,26,27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C,D and E of schedule V of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 shall not apply on the listed entity which has listed its specified securities on the SME Exchange.

Hence being an entity listed on SME Exchange (BSE SME), compliances under Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 are not applicable to the company.

We request you to kindly take the same on your record.

Thanking You.

Yours Truly,

For **V R Films & Studios Ltd**

Sd/-

Mr. Manish Dutt
Managing Director

DIN: 01674671

Note: - Due to the outbreak of COVID-19, the company has adopted "Work from Home" as per the directives issued by Central and State Government. Hence, we are submitting Sd/- copy of this declaration.