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September 28, 2012

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National Stock Exchange of
India Ltd.
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Bandra (E),
Mumbai-400 051
Fax: 91-22-26598237/38
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The Listing Department
Bombay Stock Exchange
Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.
Fax: 91-22-22722082/3132

The Listing Department
Delhi Stock Exchange
Limited,
DSE House, 3/1 Asaf Ali
Road
New Delhi-110 002.
Fax: 011-46470053/54

Sub: Proceeding of Annual General Meeting of the Company.

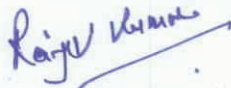
Dear Sir/Madam,

Pursuant to Clause 31 of the Listing Agreement, please find enclosed herewith proceedings for 19th Annual General Meeting of the B.A.G Films & Media Limited as held on Friday, the 28th day of September 2012 at 4.30 p.m. at MPCU, Shah Auditorium, Shree Delhi Gujarati Samaj Marg, New Delhi-110054.

This is for your information and record please.

Thanking You

Yours Sincerely
For **B.A.G. Films & Media Limited**



Company Secretary
Encl: a/a

PROCEEDINGS OF THE 19TH ANNUAL GENERAL MEETING OF B.A.G. FILMS AND MEDIA LIMITED HELD ON FRIDAY, SEPTEMBER 28, 2012 AT 4.30 P.M. AT MPCU SHAH AUDITORIUM, SHREE DELHI GUJARATI SAMAJ MARG, DELHI-110054.

The Chairperson, Directors, Auditor and Company Secretary took their seats. The Chairperson, Ms. Anuradha Prasad took the chair and welcomed the shareholders to the 19th Annual General Meeting of the Company.

She discussed the performance of the Company during the Financial Year 2011-12 and briefed the shareholders about all the business segments of BAG Network. Then she requested the Company Secretary to read the Auditor's Report and proceed with the business of the Meeting.

The following business items as per the agenda were put for the shareholders approval:

ORDINARY BUSINESS

ITEM NO.1 Adoption of Balance Sheet and Profit and Loss Account

The Company Secretary read the first agenda item for adoption of Balance Sheet as at March 31, 2012 and Profit & Loss account for the Financial Year ended on the same date. The item was passed unanimously by show of hands.

ITEM NO.2: Appointment of Director Retiring by rotation

The Company Secretary read the second agenda item regarding re-appointment of Dr. Anuradha Mishra as director who retired by rotation and had offered herself for re-appointment. The item was passed unanimously by show of hands.

ITEM NO.3: Appointment of Statutory Auditors

The Company Secretary read the third agenda item regarding appointment of M/s Joy Mukherjee & Associates as the Statutory Auditor of the Company. The item was passed unanimously by show of hands.

For B.A.G. FILMS & MEDIA LTD.
Rajiv Kumar
Company Secretary

SPECIAL BUSINESS

ITEM NO.4: Appointment of Ms. Ragini Kumar as Director

The Company Secretary read the fourth agenda item regarding appointment of Ms. Ragini Kumar as Director under section 257 of the Companies Act, 1956 as per the draft resolution contained in the notice of the Annual General Meeting. The item was passed unanimously by show of hands.

The Chairperson thanked the shareholders for their continued support and trust.

The Company Secretary proposed a vote of thanks to the Chair and the meeting ended.

For B.A.G. FILMS & MEDIA LTD.
Ragini Kumar
Company Secretary