

BAG/stex/letters/2015-16/NKM/002

April 24, 2015

Mr. Rakesh Parakh
Special Assistant
Listing Compliance
BSE Limited, P J Towers
Dalal Street
Mumbai- 400001

Sub : Shareholding Pattern as on 31.03.2015 - B.A.G. Films and Media Limited (532507) – (Clause 35 C & Clause 35)

Dear Sir

This is with reference to your trailing e-mail dated April 22, 2015 on the captioned subject. Kindly note that the Stakeholders Relationship Committee of the Company, on 31st March, 2015, has allotted 85,00,000 equity shares of Rs. 2/- each fully paid up pursuant to conversion of warrants to the allottees.

Pursuant to clause 35 of the listing agreement, please find enclosed herewith a copy of the shareholding pattern of our Company for the quarter ended 31st March, 2015 in the required format after including 85,00,000 equity shares allotted as mentioned above as Notes to the Shareholding Pattern. The Beneficiary Ownership position (BENPOS) of received from Share Transfer Agent viz. Alankit Assignment Limited, does not include respectively 42,50,000 equity shares issued to Skyline Tele Media Services Limited and 42,50,000 equity shares issued to B.A.G. Live Entertainment Limited because the said shares have not yet been credited in their account. Listing of aforesaid shares on Stock Exchanges and crediting of beneficiaries demat account is under process.

This may also be treated as a shareholding pattern under clause 35 (c). However, as advised, once the formalities for listing of aforesaid shares allotted pursuant to conversion of warrants is completed and shares are listed, we will once again submit the shareholding pattern under clause 35 (c) which please note.

Thanking you

Yours sincerely

For B.A.G. Films and Media Limited


Company Secretary

Encl: as above



(l) (a) Statement showing Shareholding Pattern of B.A.G. Films and Media Limited as on 31.03.2015 (Post Allotment)

Name of the Company: B.A.G. Films and Media Limited

Scrip Code: 532507 Name of the Scrip: BAGFILMS Class of Security: B

Quarter Ended: As on: 31.03.2015 (Post Allotment)

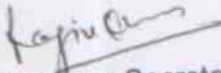
Partly paid-up shares:-	No. of partly paid-up Shares	As a % of total no. of partly-paid-up	As a % of total no. of shares of the Company
Held by Promoter/Promoter Group	N.A.	N.A.	N.A.
Held by Public	170341	100	0.10
Total	170341	100	0.10
Outstanding Convertible Securities	No. of Outstanding Securities	As a % of total no. Outstanding Convertible Securities	As a % of total no. of shares of the Company, assuming full Conversion of the Convertible Securities
Held by Promoter/Promoter Group	-	-	-
Held by Public	-	-	-
Total	-	-	-
Warrants	No. of Warrants	As a % of Total no. of Warrants	As a % of total no. of shares of the Company, assuming full Conversion of Warrants
Held by Promoter/Promoter Group	39500000	55.24	15.79
Held by Public	32000000	44.76	12.79
Total	71500000	100	28.58
Total Paid-up Capital of the Company, assuming full Conversion of warrants and Convertible Securities *			250,218,090

Notes:-

a) * 85,00,000 equity shares of the face value of Rs. 2/- each, allotted on 31st March, 2015 pursuant to exercise of right of conversion for equal number of warrants allotted to promoters /promoter group /persons acting in concert on preferential basis.

b) The Stakeholders Relationship Committee of the Company on 31st March, 2015 has allotted 85,00,000 equity shares of Rs. 2/- each fully paid up pursuant to conversion of warrants to the allottees. The Beneficiary Ownership position (BENPOS) of dated 31st March, 2015 received from Share Transfer Agent viz Alankit Assignment Limited, does not include 42,50,000 equity shares issued to Skyline Tele Media Services Limited and 42,50,000 equity shares issued to B.A.G. Live Entertainment Limited because the said shares have not yet been credited in their account. Listing of aforesaid shares on Stock Exchanges and crediting of beneficiaries demat account is under process.

B.A.G. Films and Media Ltd.


Company Secretary

Category	Category Shareholder	No. of Shareholders	Total No. of Shares	Number of shares held in Dematerialised Form	Total Shareholding as a percentage of total no. of shares		Shares pledged or otherwise encumbered	
					As a Percentage of (A+B)	As a Percentage of (A+B+C)	Number of shares	As a Percentage
(A)	Shareholding of Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals/ Hindu Undivided Family	3	21,507,790	21,507,790	12.03	12.03	-	-
(b)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(c)	Bodies Corporate	3	46,694,868	46,694,868	26.13	26.13	-	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(e)	Any other (specify)	-	-	-	-	-	-	-
	Sub - Total (A) (1)	6	68,202,658	68,202,658	38.16	38.16	-	-
(2)	Foreign							
(a)	Individuals (Non-Resident/ Individuals/Foreign Individuals)	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-
(e)	Any other (specify)	-	-	-	-	-	-	-
	Sub - Total (A) (2)	-	-	-	-	-	-	-
	Total shareholding of Promoter and Promoter Group (A) = (A) (1) + (A) (2)	6	68,202,658	68,202,658	38.16	38.16	N.A.	N.A.
(B)	Public shareholding							
(1)	Institutions							
(a)	Mutual Funds/ UTI	-	-	-	-	-	-	-
(b)	Financial Institutions/ Banks	-	-	-	-	-	-	-
(c)	Central Government/ State Government(s)	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	-	-	-	-	-	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-
(i)	Any other (specify):	-	-	-	-	-	-	-
	Sub - Total (B) (1)	-	-	-	-	-	-	-
(2)	Non-Institutions							
(a)	Bodies Corporate	611	27,795,685	27,795,683	15.55	15.55	-	-
(b)	Individuals - Individuals holding nominal share capital upto Rs. One Lac Individuals holding nominal share capital in excess of Rs. One Lac	47,831	43,725,069	43,519,235	24.47	24.47	-	-
(c)	Qualified Foreign Investor	116	37,726,333	37,656,083	21.11	21.11	-	-
(d)	Any other (specify)	-	-	-	-	-	-	-
	NRIs							
	OCBs	139	1,169,645	1,169,645	0.65	0.65	-	-
	Trust	2	98,600	49,300	0.06	0.06	-	-
	Sub - Total (B) (2)	1	100	100	0.00	0.00	-	-
	Total Public Shareholding (B) = (B) (1) + (B) (2)	48,700	110,515,432	110,190,046	61.84	61.84	-	-
	TOTAL (A) + (B)	48,706	178,718,090	178,392,704	100.00	100.00	61.84	61.84
(C)	Shares held by Custodians and against which Depository Receipts have been issued	-	-	-	-	-	-	-
1	Promoter & Promoter Group	-	-	-	-	-	-	-
2	Public shareholding	-	-	-	-	-	-	-
	GRAND TOTAL (A) + (B) + (C)	48,706	178,718,090	178,392,704	100.00	100.00	-	-

Ravi Kumar

1 (b) Statement Showing Holding of Securities (including shares, warrants, convertible securities) of Persons belonging to the category "Promoters and Promoter Group" as on 31.03.2015 (Post Allotment)													
SN	Name of the Shareholder (II)	Details of Shares Held			Encumbered Shares			Details of Warrants			Details of Convertible Securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted Share Capital (XII)
		No. of Shares Held (III)	As a % of Grand Total (A)+(B)+(C)+(IV)	No. of Grand (IV)	As a % of Grand Total (A)+(B)+(C) of sub-clause (I) (a) (VII)	Percentage (VI)=(V)/(III)*100	No. of Warrants Held (VIII)	As a % total number of warrants of the same class (IX)	Number of Convertible Securities Held (X)	As a % Total Number of Convertible Securities of the Same Class (XI)			
(A) 1 (a)	Individuals/Hindu Undivided Family (II)												
1	Anuradha Shukla	21479190	12.02	-	-	-	-	-	-	-	-	-	8.58
2	Jyoti Shukla	1900	0.00	-	-	-	-	-	-	-	-	-	0.00
3	Sudhir Shukla	26700	0.01	-	-	-	-	-	-	-	-	-	0.01
(A) 1 (c)	Bodies Corporate												
1	ARVR Communications Private Limited	38194868	21.37	-	-	-	-	-	-	-	-	-	15.26
2	Skyline Teie Media Services Limited	4250000	2.38	-	-	-	-	19750000	27.62	-	-	-	9.59
3	B.A.G. Live Entertainment Limited	4250000	2.38	-	-	-	-	19750000	27.62	-	-	-	9.59
	TOTAL	68202653	38.16	-	-	-	-	39500000	55.24	-	-	-	43.04

B.A.G. Films and Media Ltd.

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Company Secretary

(c) (i) Statement Showing Holding of Securities (including shares, warrants, convertible securities) of Persons belonging to the category "Public" holding more than 1% of Total no. of shares as on 31.03.2015 (Post Allotment)								
SN	Name of the Shareholder	No. of Shares Held	Shares as a % of Total Number of Shares (i.e. Grand Total (A)+(B)+ (C) Indicated in Statement at para (i)(a) above)	Details of Warrants		Details of Convertible Securities		Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted Share Capital
				Number of Warrants Held	As a % total Number of Warrants of the Same Class	Number of Convertible Securities Held	As a % Total Number of Convertible Securities of the Same Class	
B 1 (f)	Foreign Institutional Investors	-	-	-	-	-	-	-
(B) 2 (a)	Bodies Corporate							
1	High Growth Distributors Pvt Ltd	13,078,000	7.32	-	-	-	-	5.23
2	Oscar Software Private Limited	-	-	11000000	15.38	-	-	4.40
3	Canon Media Private Limited	-	-	10000000	13.99	-	-	4.00
4	Red Star Infolech Private Limited	-	-	110000000	15.38	-	-	4.40
(B) 2 (b)	Individuals							
1	Sameer Gehlaut	20,250,900	11.33	-	-	-	-	8.09
	TOTAL	33,328,900	18.65	32000000	44.76	-	-	26.11

B.A.G. Films and Media Ltd.

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Company Secretary

I(c) (ii) Statement Showing Holding of Securities (including shares, warrants, convertible securities) of Persons (together with PAC) belonging to the category "Public" holding more than 5% of Total Number of Shares of the Company as on 31.12.2014 (Post Allotment)								
SN	Name(s) of the Shareholder(s) and the Person Acting in Concert (PAC) with them	No. of Shares Held	Shares as a % of Total Number of Shares (i.e. Grand Total (A)+(B)+(C) Indicated in Statement at para (l)(a) above)	Details of Warrants		Details of Convertible Securities		Total Shares (including underlying shares of warrants and convertible securities) as a % of diluted Share Capital
				Number of Warrants Held	As a % total Number of Warrants of the Same Class	Number of Convertible Securities Held	As a % Total Number of Convertible Securities of the Same Class	
(B) 2 (a)	Bodies Corporate							
1	High Growth Distributors Pvt Ltd	13,078,000	7.32	-	-	-	-	5.23
(B) 2 (b)	Individuals							
1	Sameer Gehlaut	20,250,900	11.33	-	-	-	-	8.09
	TOTAL	33,328,900	18.65					13.32


B.A.G. Films and Media Ltd.

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Company Secretary

(d) Statement Showing details of Locked-in Shares as on 31.03.2015 (Post Allotment)

SN	Name of the Shareholder	Category of Shareholders (Promoters/ Public)	Number of Shares	Shares as a Percentage of Total Number of Shares (i.e. (A)+ (B)+ (C) indicated in Statement as Para (I) (a) above)
1	ARVR Communications Private Limited	Promoter A 1 (c)	5000000	2.798
2	Skyline Tele Media Services Limited	Promoter A 1 (c)	4250000	2.378
3	B.A.G. Live Entertainment Limited	Promoter A 1 (c)	4250000	2.378
TOTAL			13500000	7.554

B.A.G. Films and Media Ltd.



Company Secretary

(II)(a)

Statement Showing details of Depository Receipts (DRs)				
Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares Underlying Outstanding DRs as a Percentage of Total Number of Shares (i.e. (A)+ (B)+ (C) indicated in Statement as Para (I) (a) above)
	N.A.	N.A.	N.A.	N.A.

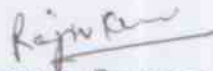
(II)(b)

Statement showing Holding of Depository Receipts (DRs), where underlying Shares Held by Promoter/Promoter Group are in Excess of 1% of the Total Number of Shares				
Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares Underlying Outstanding DRs as a Percentage of Total Number of Shares (i.e. (A)+ (B)+ (C) indicated in Statement as Para (I) (a) above)
	N.A.	N.A.	N.A.	N.A.

(III)(a)

Note : Since the Company has only one class of securities, i.e. fully paid equity shares of face value of Rs. 2/- each hence the details have not been furnished as required by para (III) (a)

B.A.G. Films and Media Ltd.


Company Secretary