BAG Network 24 B.A.G. Films and Media Limited "CIN: L74899DL1993PLC051841"

FC-23, Sector 16A, Film City, Noida 201 301 Tel.: 0120 3911444 | Fax: 0120 3911401 Mail: info@bagnetwork.in www.bagfilms.com

BAG/stx/letters/2018-19/AM/827 May 28, 2018

To,
The Listing Compliance Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G
Block, Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051
Fax: 91-22-26598237/38

To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001
Fax: 91-22-2272 3121

NSE-SYMBOL: BAGFILMS BSE-Scrip Code: 532507

Sub: Outcome of the Board Meeting held on May 28, 2018 and Audited Financial Results for the Quarter and Financial Year Ended March 31, 2018

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company at its meeting held today, May 28, 2018, has, inter alia:

- 1. Approved the Standalone and Consolidated Audited Financial Results of the Company for the quarter and financial year ended March 31, 2018. Copy of duly signed Annual Audited Financial Results (Standalone and Consolidated) for the quarter and financial year ended March 31, 2018 along with Auditor's Report thereon and declaration in respect of Audit Report with unmodified opinion under Regulation 33 of the Listing Regulations is enclosed herewith.
- 2. Taken note of the resignation of M/s Choudhary Sah & Co., Chartered Accountants (Firm Registration Number: 025623N) as Internal Auditor of the Company and approved the appointment of M/s Joy Mukherjee & Associates, Chartered Accountant (ICAI Firm Registration Number: 006792C) as the Internal Auditor of the Company on 28.05.2018.
- 3. Approved issue of Reminder Letters to shareholders holding Partly Paid Shares for payment of pending allotment money.

The Board of Directors of the Company has not recommended any dividend for the financial year ended March 31, 2018.

The meeting commenced at 4.00 p.m. and concluded at 8.00 p.m.

This is for your information and record please.

Thanking You

Yours sincerely

For B.A.G. Films and Media Limited

(Rajeev Parashar)
Company Secretary &
Compliance Officer

Encl: a/a

B.A.G. Films and Media Limited
CIN: 1.74899DL1993PLC051841
Regd Off: 352, Aggarwal Plaza, Plot No. 8, Kondii, New Delhi-110096
Corp Off: FC-23, Sector-16A, Film City, Noida-201301 (UP)
Website: www.bagfilms.com, e-mail: info@bagnetworkin
Statement of Audited Financial Results for the Quarter and Year ended March 31, 2018

₹ in Lacs

1											
1			S	STANDALONE					CONSOLIDATED		
CNO	Destriction		Quarter Ended		Year Ended	nded		Quarter Ended		Year Ended	nded
No.	o, rat ucuiars	31.03.2018 (Audited)	31.12.2017 (Unaudited)	31.03.2017 (Audited)	31.03.2018 (Audited)	31.03.2017 (Audited)	31.03.2018 (Audited)	31.12.2017	31.03.2017	31.03.2018	31.03.2017
-=	Revenue from Operations Other Income	921.84	404.02	947.65	2,474.57	2,440.46	3,606.15	3,394.26	3,900.94	13,231.68	13,668.40
Ξ	Total Income	933.39	411.48	959.17	2 505 99	2 474 70	3 647 86	241776	18.10	84.46	48.76
2	Expenses Changes in inventories of finished goods, work-in-progress and stock-in-						002100	2,11,12,10	3,919.10	13,316,14	13,781.24
	trade Employee benefit expenses	02.42		222.92	4.57	226.18	(192.55)	(75.56)	236.39	(263.54)	239.64
	Finance Costs	148.00	19151	50.26	239.59	196.95	790.73	667.01	513.40	2,568.62	2,057.44
	Depreciation and amortisation expenses	305.47	307.10	195.29	1,227.63	785.71	445.69	408.16	325.16	1,384.67	1,634.95
	Other Expenses (Any item exceeding 10% of the total expenses relating	20,000									
	Total Expenses	921.96	666.69	845.67	2.942.29	2.761.67	3.763.58	3 329 40	2,172.40	8,169.46	8,146.36
>	Profit/(Loss) before exceptional Items and tax (III-IV)	11.43	(255.21)	113.50	(436.30)	(286.97)	(120.72)	82.86	28473	13,336.67	13,577.34
7							-			(55.023)	203.70
5	_	11.43	(255.21)	113.50	(436.30)	(286.97)	(120.72)	82.86	284.73	(240.53)	383,70
	(1) Cirrent Tav										
	(1) Carriette rax				*						10
2		(46.10)	(40.03)	15.89	(167.17)	(35.71)	(54.55)	(27.75)	18.46	(147.42)	(6.42)
*		57.53	(215.18)	97.61	(269.13)	(251.26)	(66.17)	110.61	266.27	(93.11)	390.12
< 2						200					
2	+						*				
XII	100										
IIIX		57.53	(215.18)	97.61	(269.13)	(251.26)	(66.17)	11061	266.27	(02 11)	20012
VIX	_						(17:00)	10:011	77007	(11:02)	370.12
	(i) Items that will not be classified to profit and loss	(19.88)		(10.99)	(19.88)	(10.99)	(54.34)		(31.58)	(54.34)	(31.58)
	(ii) Income tax relating to items that will not be reclassified to profit or loss										
XV		37.65	(215.18)	86.62	(289.01)	(262.25)	(120.51)	110.61	234.69	(147.45)	259 54
XVI										(Green)	10000
	-Profit or loss, attributable to owner of parent						(66.09)	6.51	181.80	(216.30)	107.25
VIVIA	Other commendation I loss, attributable to non-controlling interest	,					(5.18)	104.10	84.47	123.19	282.87
	-Comprehensive Income,, attributable to non-controlling interest		1			1	(41.88)		(22.96)	(41.88)	(22.97)
							(17.40)		(8.62)	(12.46)	(8.61)
XVIII											
	-Total Comprehensive Income, attributable to owner of parent						(102.87)	6.51	158.84	(258.18)	84.78
	-TotalComprehensive Income, , attributable to non-controlling interest		,				(17.64)	104.10	75.85	110.73	274.26
ALA	Daid in Equips Change Control Chan Value										
VIV	_	3,760.66	3,760.66	3,760.66	3,760.66	3,760.66	3,760.66	3,760.66	3,760.66	3,760.66	3,760.66
XX	Reserves excluding Revaluation reserves (As per Balance sheet) of previous										
X	_		1								. 1
	_	000	(0.11)	100	121.03	2000	5005				
	(2) Diluted	20.0	(0.11)	0.05	(0.15)	(0.14)	(0.06)	90.0	0.12	(0.08)	0.24
		20.02	(0.11)	0.05	(0.15)	(0.14)	(0.06)	0.05	0.11	(0.08)	0.20

B.A.C. Films and Media Limited
CIN: L74899DL1993PLC051841
Regd Off: 352, Aggarval Plaza, Plot No. 8, Kondii, New Delhi-110096
Corp Off: FC-23, Sector-16A, Film City, Noida-201301 (UP)
Website: www.bagfilms.com, e-mail: info@baznetwork.in

			STANDALONE							
		Quarter Ended		Year Ended	popul			CONSOLIDATED		
and and an artist of the second	31.03.2018	31.12.2017	31.03.2017	21 02 2010	24 00 20 cm		Quarter Ended		Year Ended	ded
rancuars 1. Segment Revenue:	(Audited)	(Unaudited)	(Audited)	(Audited)	(Audited)	31.03.2018 (Audited)	31.12.2017 (Unaudited)	31.03.2017 (Audited)	31.03.2018 (Audited)	31.03.2017 (Audited)
a) Audio-Visual Production.	707 74	*** 00*	1							
b) Leasing	23.4 60	100.37	802.57	1,629.05	1,859.68	695,35	173.94	558.52	1 593 40	1 375 30
c) F.M. Radio	707-1-04	215.65	145.08	845.52	580.78		29.01	6.16	53.67	1,373.36
d) Television Broadcasting			ř.	42		285.14	260.90	256.13	20.00	23.04
			63	*8		2,625.66	2.930.41	3 080 13	1,033,28	1,007.49
Total		1000						CT MANAGE	10,327,36	11,250.49
Less: Inter Segment Revenue	921.84	404.02	947.65	2,474.57	2,440.46	3,606.15	3,394.26	3,900.94	13 231 68	13 669 40
	1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	455	¥6	181						13,000.40
Net Sales/Income from Operations	921.84	404 02	04765							
		20101	747,03	2,474.57	2,440.46	3,606.15	3,394.26	3,900.94	13,231.68	13,668.40
2. Segment Results:										
a) Audio-Visual Production										
b) Loasing	281.50	(5.24)	417.89	650.75	1.005.83	274 17	(10.66)	200000		
C) FW Badio	86.28	83.80	62.02	327.70	236.02	(103.41)	(102.04)	173.80	919.66	521.56
d) Television Broadcasting						84.10	70.07	(76.90)	(464.20)	(319.71)
Superior production in the superior in the sup						204.10	70.87	78.09	352.36	339.27
1.44						135.52	1,357.77	581.56	3,581.92	3,153.38
	367.78	78.56	479.91	978.45	1.241.85	900 18	1 300 00			
SSPT							En'one's	190.01	4,089.74	3,694.50
J) Interest	60.000									
 Other Un-allocable Expenditure Net off 	208 35	191.51	232.25	757.58	1,068.91	344,98	376.39	387.02	1.384.67	1 634 95
III) Un-allocable Income	77000	07.741	134.16	657.17	459.91	675.92	846.84	84.86	2,945.60	1,675.85
					,					
Total Profit/(loss) before Tax	11,43	(255 21)	113 50							
3. Segment Assets		(various)	06.644	(436.30)	(286.97)	(120.72)	82.86	284.73	(240.53)	383.70
a) Audio-Visual Production	4,445.33	5 419 56	£ 027 04							
b) Leasing	1.621.11	174374	2135.64	4,443.33	6,937.84	4,445.33	5,419.56	6,937.84	4,445.33	6,937.84
c) F.M. Radio			49,653,04	1,621.11	2,135.64	1,621.11	1,743.24	2,135.64	1,621.11	2,135.64
d) Television Broadcasting	•					2,408.16	2,484.60	2,317.45	2,408.16	2.317.45
				,		7,738,30	10,485.66	10,439.58	7,738.30	10,439.58
Total Segment Assets	6.066.44	7 167 80	0 022 40							
Unallocable Corporate Asstes	25.288.70	26.600.62	7,073,48	6,066.44	9,073.48	16,212.90	20,133.06	21,830.51	16,212.90	21,830,51
TotalAssets	31 355 14	22 052 43	27,537,10	25,288.70	27,557.10	40,117.04	37,591.85	38,620.41	40,117.04	37.986.14
4. Segment Liabilities		22,003,43	30,030,38	31,355.14	36,630.58	56,329,94	57,724.91	60,450.92	56,329,94	59816.65
a) Audio-Visual Production	29 20 2	634 44								
b) Leasing	Parent	324.14	76.449.7	595.65	2,246.97	292.65	524.14	2,246.97	592.65	2 246 97
c) F.M. Radio	,			0					*	
d) Television Broadcasting	3.4					120.41	459,36	366.32	120.41	366.32
					*	8,184.31	8,556.53	6,603.28	8,184.31	6,603.28
Total Segment Liabilities	592.65	524.14	2.246.97	29 202	2346.02					
Unallocable Corporate Liabilities	4,967.97	6.996.20	5 375 01	4 05 2 02	16.0497	8,900.37	9,540.03	9,216.57	8,900.37	9,216.57
Total Liabilties	5.563.62	7 520 24	2000000	4,707.37	5,375.81	4,761.81	12,606.58	4,808.61	4,761.81	4,808.61
			1 07.550/1	3,563.62	7 677 78	12 662 10	23 446 64			

Notes:

1) The above Audied financial results of BAG Films and Media Limited ('the Company') have been prepared in accordance with Indian Accounting Standards (Ind-As)-34 Interim Financial Reporting" as prescribed under Section 133 of the Companies (Indian Accounting Standards) Rule, 2015 and the Companies (Indian Accounting Standards) Rule, 2015 and the Companies (Indian Accounting Standards) Rule, 2015 and the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) under Section 133 of the Companies, 2013, the Company has first time adopted the Ind AS begining 1st April, 2017 with transition date 1st April, 2016. Consequently, standalone and consolidated financial result for the quarter and year ended 31st March 2017 have been restated to comply with IND AS to make them comparable.

Faltitulars	Standalone	one	-	
		ALL THE PERSON NAMED IN COLUMN TWO IS NOT THE PERSON NAMED IN COLUMN TWO IS	Consolidated	dated
	Corresponding 3 months ended (31/03/2017) in the previous year	Previous year ended (31/03/2017)	Corresponding 3 months ended (31/03/2017) in the previous year	Previous year ended
Net profit /(loss) for the period/year as ner provious Indian CAAD				(110-)-1-1
Effect of acturial gain/[loss] on defined benefit plans	10.99	(262.25)	2	33
Net profit/(loss) after tax as ner IND AS		10:01	31,36	31.58
	197.61	(251.26)	266.27	390 12
Ourer (omprenensive income/(loss) net of tax	(10.99)	(10.991)	(3158)	(21 50)
Total comprehensive income/(loss) as per IND AS	62.20	(2000)	(96.30)	(51.38)

2) The format of the above financial results is as specified in SEBI's circular CIR/CFD/CMD/15/2015 dated 30 November, 2015 read with SEBI's Circular CIR/CFD/FAC/62/2016 dated 05 July, 2016 Issued in connection with first time transition to Ind AS.

3) the above financial results have been reviewed by Audit Committee and approved by the Board of Directors at their meeting held on May 28, 2018.

4) Figures for previous periods have been reclassified wherever necessary to confirm to the current period's classification as per IND AS.

In Lacs

5) Statement of Assets & Liabilities.

Particulars	Standalone	lone	Concolidated	latad
	As at 31.03.2018	As at 31.03.2017	As at 31.03.2018	As at 31 03 2017
Assets	Audited	Andited	Andlead	no at 51.03.501.7
Non-current assets	novina	patinny	Audited	Audited
(a) Property, plant and equipment	4 052 77	5 373 03	72.575.2	1
(b) Capital work-in-progress		80.699	103.43	6,705.39
(c) Intangible assets			103.45	234.06
(d) Investment in subsidiaries	24 747 33	05 526 70	613.39	948.51
(e) Financial assets		030000000		•
Investments	136.10	1 486 99	15 055 43	20 340 21
(f) Deferred tax assets (net)	335.22	168.06	28033.42	12,346.22
Total non-current assets	29,271.42	32,530.36	22.576.16	20.367.15
Current assets				
(a) Inventories	1 895	1 000 33		
(b) Financial assets	7.7.7.7.7	1,700.32	3,417.96	3,154.41
Trade receivables	466.21	1.120.14	5 637 08	6 674 10
Cash and cash equivalents	264.12	297.07	849.03	1 000 35
Loans & advances	168.73	82.82	1 520 78	2 955 16
(c) Other current assets	257.10	297.80	1,278.52	1.633.67
Total Current assets	3,051.91	3,698.15	12,703.37	16,319.78
Total assets	32 323 33	36.220.51	0101010	
Equity and Liabilties		Topografic	2016/3/20	36,080.93
(a) Equity share capital	3,760.66	3,760.66	3,760.66	3,760.66
(b) Other equity	22,284,98	22,574.00	6.864.88	712306
(c) Money received against share warrants	115.15		115.15	
Total equity	26,160.79	26,334.66	10,740.69	10,883.72
Non controlling interest	,		5 463 22	C 251 40
Non-current liabilities				objected a
(a) Financial liabilities				
Other financial liabilities	10.91	1.342.52	5 340 82	615414
(b) Provision	77.13	57.24	20058	14961
Total non-current liabilties	88.04	1,399.76	5,541.40	5,303.75
Current liabilities				
(a) Financial liabilities				
Borrowings				
Trade payables	141.12	144.00	1.594.09	1 021 88
Other financial liabilities	4,961.53	4,040.14	8,905.67	8.123.76
(b) Other current liablities	971.85	4,309.95	3,035.46	6,002.34
i otal current liabilities	6,074.50	8,494.09	13,535.22	15,147.98
Total equity and liabilities	17 173 33	36.228 51	35 279 53	

For and on behalf of Board of Directors For B.A.G Films and Media Limited

Chairperson cum Managing Director DIN: 00010716 Anurradha Prasad

Date: May 28, 2018 Place: Noida



KUMAR KHARE & CO.

CHARTERED ACCOUNTANTS S-160, LGF, GREATOR KAILASH, PART-1,

NEW DELHI-110048

Phone - 0114733110, 9811133110

E-mail <u>alok@kumarkhareca.com</u> website: kumarkhareca.com

Independent Auditor's Report on Annual Standalone Financial Results of B.A.G Films and Media Limited pursuant to the Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of **B.A.G Films and Media Limited**

- 1. We have audited the accompanying statement of quarterly standalone financial results of B.A.G. Films and Media Limited ('the Company'); New Delhi for the quarter ended March 31, 2018 and for the year ended March 31, 2018 ('the statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016('the Circular). The standalone financial results for the quarter ended March 31, 2018 and year ended March, 2018 have been prepared on the basis of the standalone financial results for the nine-month period ended December 31, 2017, the audited annual standalone Ind AS financial statements as at and for the year ended March 31, 2018, and the relevant requirements of the Regulation and Circular, which are responsibility of the Company's management and have been approved by the Board of Director of the Company. Our responsibility is to express an opinion on these standalone financial results based on our review of the standalone financial results for the nine-month period ended December 31,2017 which was prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard (Ind AS) 34 Interim Financial Reporting, specified under Section 133 of the Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India; our audit of the annual standalone Ind AS financial statements as at and for the year ended March 31, 2018; and the relevant requirements of the Regulation and the Circulars.
- 2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
- 3. In our opinion and to the best of our information and according to the explanations given to us, these quarterly standalone financial results as well as the year to date results:
 - i. Are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, and

- ii. Give a true and fair view of the net loss and other financial information for the year ended March 31, 2018.
- 4. The comparative Ind AS financial information of the Company for the year ended March 31, 2017, included in these standalone Ind AS financial results, have been audited by the predecessor auditor. The report of the predecessor auditor on the comparative financial information dated May 29, 2017 expressed an unmodified opinion. The Comparative Ind AS financial Information of the Company for the quarter ended March 31, 2017 prepared in accordance with the Ind AS, included in these standalone financial results, represent the derived figure between the audited figures in respect of the financial year ended March 31, 2017 as referred above, and the published year-to-date figures up to December 31, 2016, being the date of the end of the third quarter of the previous financial year, which are subject to a limited review by the predecessor auditor, as required under Regulations read with the Circular. These figures, derived by the management, we approved by the board of directors on May 29, 2017.
- 5. Further, read with paragraph 1 above, we report that the figures for the quarter ended March 31, 2018 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2018 and published year-to-da te figures up to December 31, 2017, being the date of the end of the third quarter of the current financial year, which were subjected to a limited review as stated in paragraph I above, as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

For Kumar Khare & Co. Chartered Accountants

Partner

Membership number: 075236 Firm Registration Number: 006740C

Place: Noida Date: May 28, 2018



KUMAR KHARE & CO.

CHARTERED ACCOUNTANTS

S-160, LGF, GREATOR KAILASH, PART-1,

NEW DELHI-110048

Phone - 0114733110, 9811133110

E-mail alok@kumarkhareca.com website: kumarkhareca.com

Independent Auditor's Report on the Quarterly and Year to Date Consolidated Financial Results of B.A.G Films and Media Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of B.A.G Films and Media Limited

- 1. We have audited the accompanying statement of consolidated financial results of B.A.G. Films and Media Limited ('the Company'); comprising its subsidiaries (together, 'the Group'), for the year ended March 31, 2018('the Statement'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015('Listing Regulations'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016('the Circular). The consolidated financial results for the year ended March 31, 2018 have been prepared on the basis of the audited annual consolidated Ind AS financial statements as at and for the year ended March 31, 2018, and the relevant requirements of the Regulation and Circular, which are responsibility of the Company's management and have been approved by the Board of Director of the Company. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the annual consolidated Ind AS financial statements as at and for the year ended March 31, 2018 which was prepared in accordance with the applicable accounting standards and other accounting principles generally accepted in India and the relevant requirements of the Regulation and the Circulars.
- 2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
- 3. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports on separate financial statements and the other financial information of subsidiaries, these consolidated financial results for the year:
 - i. Include the year-to-date results of the following entities
 - a. News24 Broadcast India Limited
 - b. E24 Glamour Limited
 - c. Skyline Radio Network Limited
 - ii. are presented in accordance with the requirements of the Regulation read with the Circular, in this regards; and
 - iii. give a true and fair view of the consolidated net loss including other comprehensive income and other financial information for the consolidated year to date results for the year ended March 31, 2018.

- 4. The consolidated financial results includes total revenue of Rs 3,606.15 lacs and 13,231.68 lacs for the quarter and year ended 31 March 2018 and the Group's share of net loss of Rs 120.51 lacs for the quarter and Rs. 147.45 lacs for the year ended 31 March 2018.
- 5. The comparative Ind AS financial information of the Company for the year ended March 31, 2017, included in these consolidated Ind AS financial results, have been audited by the predecessor auditor. The report of the predecessor auditor on the comparative financial information dated May 29, 2017 expressed an unmodified opinion.

For Kumar Khare & Co. Chartered Accountants

FRN-006740C

Membership number: 075236

Firm Registration Number: 006740C

Place: Noida

Date: May 28, 2018

BAG Network 24

B.A.G. Films and Media Limited

"CIN: L74899DL1993PLC051841"

FC-23, Sector 16A, Film City, Noida 201 301 Tel.: 0120 3911444 | Fax: 0120 3911401 Mail: info@bagnetwork.in www.bagfilms.com

BAG/stx/letters/2018-19/AM May 28, 2018

To,
The Listing Compliance Department
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G
Block, Bandra-Kurla Complex,
Bandra (E), Mumbai-400 051
Fax: 91-22-26598237/38

To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001
Fax: 91-22-2272 3121

NSE-SYMBOL: BAGFILMS BSE-Scrip Code: 532507

Sub: Declaration pursuant to Regulation 33(3) (d) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015]

Dear Sir/Madam,

It is hereby declared and confirmed that Auditor's Report given by the Statutory Auditors of the Company on the Audited Standalone Financial Results as well as Audited Consolidated Financial Results of the Company for the financial year ended March 31, 2018 is with unmodified opinion.

This declaration is furnished in pursuant to the second proviso to clause (d) of sub-regulation (3) of Regulation 33 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD/56/2016 dated May 27, 2016.

For B.A.G. Films and Media Limited

(Anurradha Prasad) Chairperson cum Managing Director

DIN: 00010716

Noida Noida