Annual Secretarial Compliance Report
of BGIL FILMS & TECHNOLOGIES LIMITED for the financial year ended 31st March 2025

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by BGIL FILMS & TECHNOLOGIES LIMITED (hereinafter referred as 'the listed entity'), having its Registered Office at 44, Backery Portion, 2nd Floor, Regal Building, Connaught Place, New Delhi-110001, India. Annual Secretarial Compliance Review (Secretarial Review) was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I hereby report that in my opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2025, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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 31-03-2025 ("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, include: -

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 SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, is not applicable to the listed entity during the period under review];***

c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - Not Applicable during the review period; ***[I have relied upon the explanations and/or clarifications provided by the company and accordingly, it is to state that SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, is not applicable to the listed entity during the period under review]***

e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - ***[I have relied upon the explanations and/or clarifications provided by the company and accordingly, it is to state that SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, is not applicable to the listed entity during the period under review]***;

f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - ***[I have relied upon the explanations and/or clarifications provided by the company and accordingly, it is to state that SEBI (Issue and Listing of Non-Convertible Securities)***

Regulations, 2021, is not applicable to the listed entity during the period under review];

g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- ***[I have relied upon the explanations and/or clarifications provided by the company and accordingly, it is to state that SEBI (Delisting of Equity Shares) Regulations, 2021, is not applicable to the listed entity during the period under review]***;

j) Securities and Exchange Board of India (Intermediaries) Regulations, 2008;

k) Securities and Exchange Board of India (Brokers and Sub-Brokers) Regulations, 1992,

l) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, and

m) Other regulations as applicable and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period, the listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified in **"Annexure A"**

I further hereby report that, during the Review Period, the compliance status of the listed entity including compliances related to resignation of statutory auditors from listed entities as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019, is as per "**Annexure B"**

I further, report that I have not come across any disclosure on official website of the company as per the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. We have relied upon the representation made by the company regarding compliance of the applicable laws read with rules and regulations made thereunder including RBI compliances.
5. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity

For AKP & Associates
Company Secretaries
Firm Unique Code
S2013UP219300

Ashutosh Kumar Pandey
FCS-6847: CP-7385
Proprietor
Peer Review Certificate No. 4115/2023
UDIN- F006847G000517852

Place: Noida
Date: 31.05.2025