

Perfect Octave Media Projects Ltd.

Indl Gala No. 11, 2nd Floor, Kapadia Indl Premises, 123/24, Andheri Kurla Road, Andheri (East),

Mumbai - 400093 Tel: 098670 26315, carnaticinsync@gmail.com, www.insyncmusic.in

CIN : L74999MH1991PLC063275

30th May, 2025

To,
The BSE Limited
The Deputy General Manager,
Corporate Relationship Department,
Mumbai - 400 001.

Ref: Scrip Code No: 521062

Security ID: OCTAVE

**Sub: Annual Secretarial Compliance Report of Perfect Octave Media Projects Limited
(the "Company") for the financial year ended 31st March, 2025**

Dear Sir/ Ma'am,

In compliance with the Securities and Exchange Board of India Circular No. CIR/CFD/CMD1/27 /2019 dated 8th February, 2019, please find enclosed copy of the Annual Secretarial Compliance Report of the Company, dated 30th May, 2025, for the financial year ended 31st March, 2025, certified by Mr. Anirudh Kumar Tanvar, Practising Company Secretary. Kindly find the same in order and acknowledge.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,

For Perfect-Octave Media Projects Limited

K Ganeshkumar
Managing Director
(DIN: 00650784)

Encl: A/a



Anirudh Kumar Tanvar

B.Com (P), M.Com (Acct & Business Statistics), DCA,
Company Secretary, Registered Valuer - IBBI, Peer Reviewer - ICSI

SECRETARIAL COMPLIANCE REPORT OF PERFECT-OCTAVE MEDIA PROJECTS LIMITED FOR THE YEAR ENDED 31ST MARCH, 2025.

To,
Perfect-Octave Media Projects Limited
Industrial Gala No. 11, 02nd Floor,
Kapadia Industrial Premises, 123/24,
Andheri Kurla Road, Andheri (East),
Mumbai- 400 093.

I, Anirudh Kumar Tanvar, Practising Company Secretary have examined:

- all the documents and records made available to us and explanation provided by Perfect Octave Media projects Limited,
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2025 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021; **(Not applicable to the Company during the audit period)**



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- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not applicable to the Company during the audit period)**
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

And circulars/guidelines issued thereunder;

I hereby report that, during the Review Period the Compliance status of the listed entity is appended below:

Sr. No.	Particulars	Compliance status (Yes/ No/ NA)	Observations/ Remarks by PCS*
1	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2	<u>Adoption and timely updation of the Policies:</u> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time as per the regulations /circulars/ guidelines issued by SEBI.	Yes	None
3	<u>Maintenance and disclosures on Website:</u>		



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	• The Listed entity is maintaining a functional website. • Timely dissemination of the documents/ information under a separate section on the website. • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.	Yes	None
4	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	None
5	<u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> • Identification of material subsidiary companies • Requirements with respect to disclosure of material as well as other subsidiaries.	NA	The Company does not have any subsidiary.
6	<u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	None
7	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	Yes	None
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained		



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	prior approval of Audit Committee for all Related party transactions. (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee.	Yes NA	None Prior approval of Audit Committee was obtained for all the Related Party Transactions.
9	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	None
10	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> 1) The Company has received communication on 14 th January, 2025 from BSE for various late/non compliances pursuant to SEBI SOP Circulars relating to year 2014 to 2025 mainly with respect to Late submission/noncompliance for non-appointment of Company secretary/compliance officer and late submission of results and shareholding patterns under regulation 6(1), 13(3), 24A, 27(2), 31,33 and Regulation 34 SEBI LODR Regulations, 2015. A Complete list of all SOP Fines is attached as Annexure A to this Report.	No	The company had filed application for waiver of fines for certain fines for non-compliances during the tenure of new management and some of them were waived off. Most of the fines were paid as and when they were received by company by the current management. For certain fines imposed, the company is taking the matter separately with SEBI for non-compliances during the earlier management's period and does not



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			acknowledge the same.
	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NA	NA
	<u>Additional Non-compliances, if any:</u> Regulation 47 of the SEBI (LODR) Regulations, 2015 regarding new paper advertisements.	Since Company has huge accumulated losses, it will comply with the same, once the cash flow allows but the Company is publishing results on BSE website and its own website for general public & stakeholders.	The Company is under process for complying with the same.

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr . No	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remark
	Regulation 24A of LODR Regulations	LODR Regulations	Late Submission of ASCR	BSE	Penalty	Late Submission	2000	Company has not paid fine	Fine will be paid in coming days	Company will pay fine
	Regulation 33 of LODR Regulations	LODR Regulations	Late Submission	BSE	Penalty	Late Submission	5000	Company has paid fine	Fine will be paid in coming	Company will pay fine



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									days	
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr . No	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Regulation/ Circular No.	Dev iations	Actio n Take n by	Type of Action	Details of Violation	Fine Amount	Observati ons/ Remarks of the Practicing Company Secretary	Manage ment Respons e	Remark
1	SEBI LODR Regulations, 2015	Reg 6	No n Ap poi nt me nt of CS	BSE	Penalty	Non Appointment of CS	71980	Fine is paid on 24-05-24	Fine is paid on 24-05-24	na
	violation of Regulation 31A(8)(a), 31A, clause 7 of para A of schedule III read with regulation 30, Regulation 27(2) and circulars issued thereunder of SEBI LODR Regulations	LODR Regulation	Viol atio n of sai d reg ulat ion s-	SEBI	Penalty	Regulatio n 31A(8)(a), 31A, clause 7 of para A of schedule III read with regulatio n 30, Regulatio n 27(2)	4 Lac	Fine is paid on 14-05-24	Fine is paid on 14-05-24	na

Thanking You
Anirudh Kumar Tanvar
Company Secretary

M. No. : 23145
COP No.: 19757
PR No.: 1920/2022
UDIN: A023145G000504505

**Anirudh
Kumar
Tanvar**

Digitally signed by
Anirudh Kumar
Tanvar
Date: 2025.05.30
21:48:50 +05'30'

PLACE: MUMBAI
DATE: 30th MAY, 2025

A-702, Satya Sai Krupa, Satya Nagar, Borivali West, Mumbai - 400 092.
Mobile : 8268649291 email : anirudh.tanwar@gmail.com

Annexure – A

Scrip Code	Company Name	Regulations	Quarter/ Month	Non Submission/ Late submission	Due Date	Submission Date / Suspension Date	No of Days	Basic Fine Levied	Basic Fine waived	Basic Fine Paid	Outstanding Fine
521062	Perfect-Octave Media Projects Ltd	Reg-13(3)	Dec-18	Late Submission	21-01-2019	29-01-2019	8	8000		8000	0
521062	Perfect-Octave Media Projects Ltd	Reg-23(9)	Sep-21	Late Submission	12-11-2021	13/11/2021	1	5000		5000	0
521062	Perfect-Octave Media Projects Ltd	SOP-Reg-24A	Mar-24	Late Submission	30-05-2024	31-05-2024	1	2000			2000
521062	Perfect-Octave Media Projects Ltd	Reg-27(2)	Sep-16	Late Submission	17-10-2016	18-10-2016	1	1000			1000
521062	Perfect-Octave Media Projects Ltd	Reg-27(2)	Sep-17	Late Submission	16-10-2017	18-10-2017	2	2000			2000
521062	Perfect-Octave Media Projects Ltd	Reg-27(2)	Dec-17	Late Submission	15-01-2018	22-01-2018	7	7000			7000
521062	Perfect-Octave Media Projects Ltd	Reg-31	Sep-16	Late Submission Additional Fine 0.1% of Paid up Capital	21-10-2016	23-01-2017	94	441001			441001

521062	Perfect-Octave Media Projects Ltd	Reg-31	Sep-17	Late Submission	23-10-2017	29-10-2017	6	6000		6000	0
521062	Perfect-Octave Media Projects Ltd	Reg-31	Dec-20	Late Submission	21-01-2021	22-01-2021	1	2000		2000	0
521062	Perfect-Octave Media Projects Ltd	Reg-31	Sep-21	Late Submission	21-10-2021	22-10-2021	1	2000		2000	0
521062	Perfect-Octave Media Projects Ltd	Reg-33	Mar-16	Late Submission	30-05-2016	31-05-2016	1	5000			5000
521062	Perfect-Octave Media Projects Ltd	Reg-33	Sep-16	Late Submission	15-11-2016	30-11-2016	15	75000			75000
521062	Perfect-Octave Media Projects Ltd	Reg-33	Mar-17	Late Submission	30-05-2017	13-06-2017	14	70000			70000
521062	Perfect-Octave Media Projects Ltd	Reg-33	Sep-17	Late Submission Additional Fine 0.1% of Paid up Capital	14-11-2017	05-12-2017	21	452001			452001
521062	Perfect-Octave Media Projects Ltd	Reg-33	Sep-14	Late Submission	14-11-2014	18-11-2014	2	10000		10000	0
521062	Perfect-Octave Media Projects Ltd	SOP-Reg-33	Mar-24	Late Submission	30-05-2024	31-05-2024	1	5000			5000

521062	Perfect-Octave Media Projects Ltd	Reg-34	Mar-15	Late Submission		18-09-2015					
					16-09-2015		2	2000			2000
521062	Perfect-Octave Media Projects Ltd	Reg-34	Mar-16	Late Submission		22-11-2016					
					05-11-2016		16	16000			16000
521062	Perfect-Octave Media Projects Ltd	Reg-6(1)	Dec-18					92000		92000	0
521062	Perfect-Octave Media Projects Ltd	Reg-6(1)	Mar-19					90000			90000
521062	Perfect-Octave Media Projects Ltd	Reg-6(1)	Jun-19					73000		73000	0
521062	Perfect-Octave Media Projects Ltd	Reg-6(1)	Mar-20					87000	87000		0
521062	Perfect-Octave Media Projects Ltd	Reg-6(1)	Jun-20					91000	91000		0
521062	Perfect-Octave Media Projects Ltd	Reg-6(1)	Sep-20					92000	92000		0
521062	Perfect-Octave Media Projects Ltd	Reg-6(1)	Dec-20					55000		55000	0
521062	Perfect-Octave Media Projects Ltd	SOP-Reg-6(1)	Jun-24					91000			91000

521062	Perfect-Octave Media Projects Ltd	SOP-Reg-6(1)	Sep-24					92000			92000
521062	Perfect-Octave Media Projects Ltd	SOP-Reg-6(1)	Sep-23					61000		61000	0
521062	Perfect-Octave Media Projects Ltd	SOP-Reg-6(1)	Dec-23					92000			92000
521062	Perfect-Octave Media Projects Ltd	SOP-Reg-6(1)	Mar-24					91000			91000
Total Basic Fine Outstanding											1534002
GST@18%											276120
Net Fine Payable											1810122