

**General information about company**

Scrip code	532011
NSE Symbol	
MSEI Symbol	
ISIN	INE147C01017
Name of the entity	POOJA ENTERTAINMENT AND FILMS LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory																	
Whether the listed entity has a Regular Chairperson													Yes				
Whether Chairperson is related to MD or CEO													Yes				
Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN
VASHU BHAGNANI	AHUPB2450L	00043481	Non-Executive - Non Independent Director	Not Applicable		19-04-1961	NA		31-01-2008	01-11-2017		1	0	0	0		
PUJA VASHDEV BHAGNANI	AABPB0318B	00044593	Executive Director	Chairperson related to Promoter	MD	20-10-1962	NA		30-06-2008	23-04-2018		1	0	0	0		
DEEPSHIKHA DHIRAJ DESHMUKH	AEYPB9188A	02146210	Non-Executive - Non Independent Director	Not Applicable		29-10-1983	NA		30-06-2008	22-09-2008		1	0	2	0		
HABIBULLA SAYED	ADTPK2156K	06535028	Non-Executive - Independent Director	Not Applicable		09-06-1965	NA		01-03-2013	30-09-2019		60	0	1	1	1	

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)
5	Mr	NARENDRAKUMAR BADRINARAYAN PATEL	AAEPP7725P	08467505	Non-Executive - Independent Director	Not Applicable		15-12-1957	NA		30-05-2019	30-09-2019		60	0	1	1

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08467505	NARENDRAKUMAR BADRINARAYAN PATEL	Non-Executive - Independent Director	Chairperson	30-05-2019		
2	06535028	HABIBULLA SAYED	Non-Executive - Independent Director	Member	30-05-2019		
3	02146210	DEEPSHIKHA DHIRAJ DESHMUKH	Non-Executive - Non Independent Director	Member	30-05-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08467505	NARENDRAKUMAR BADRINARAYAN PATEL	Non-Executive - Independent Director	Chairperson	30-05-2019		
2	06535028	HABIBULLA SAYED	Non-Executive - Independent Director	Member	30-05-2019		
3	02146210	DEEPSHIKHA DHIRAJ DESHMUKH	Non-Executive - Non Independent Director	Member	30-05-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06535028	HABIBULLA SAYED	Non-Executive - Independent Director	Chairperson	30-05-2019		
2	08467505	NARENDRAKUMAR BADRINARAYAN PATEL	Non-Executive - Independent Director	Member	30-05-2019		
3	02146210	DEEPSHIKHA DHIRAJ DESHMUKH	Non-Executive - Non Independent Director	Member	30-05-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	14-11-2021				Yes	5	2
2		14-02-2022	91		Yes	5	2
3		01-03-2022	14		Yes	5	2
4		21-03-2022	19		Yes	5	2

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	14-11-2021				Yes	3	2
2	Stakeholders Relationship Committee	14-11-2021				Yes	3	2
3	Nomination and remuneration committee	14-02-2022				Yes	3	2
4	Audit Committee	01-03-2022				Yes	3	2
5	Audit Committee	21-03-2022	19			Yes	3	2

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	MURLI MANOHAR THANVI
2	Designation	Company Secretary and Compliance Officer

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business			
2	Terms and conditions of appointment of independent directors			
3	Composition of various committees of board of directors			
4	Code of conduct of board of directors and senior management personnel			
5	Details of establishment of vigil mechanism/ Whistle Blower policy			
6	Criteria of making payments to non-executive directors			
7	Policy on dealing with related party transactions			
8	Policy for determining 'material' subsidiaries			
9	Details of familiarization programmes imparted to independent directors			

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances			
11	email address for grievance redressal and other relevant details			
12	Financial results			
13	Shareholding pattern			
14	Details of agreements entered into with the media companies and/or their associates			
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange			
16	New name and the old name of the listed entity			
17	Advertisements as per regulation 47 (1)			
18	Credit rating or revision in credit rating obtained			
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year			
20	Whether company has provided information under separate section on its website as per Regulation 46(2)			
21	Materiality Policy as per Regulation 30			
22	Dividend Distribution policy as per Regulation 43A (as applicable)			
23	It is certified that these contents on the website of the listed entity are correct			

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)		
2	Board composition	17(1), 17(1A) & 17(1B)		
3	Meeting of Board of directors	17(2)		
4	Quorum of Board meeting	17(2A)		
5	Review of Compliance Reports	17(3)		
6	Plans for orderly succession for appointments	17(4)		
7	Code of Conduct	17(5)		
8	Fees/compensation	17(6)		
9	Minimum Information	17(7)		
10	Compliance Certificate	17(8)		

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)		
12	Performance Evaluation of Independent Directors	17(10)		
13	Recommendation of Board	17(11)		
14	Maximum number of Directorships	17A		
15	Composition of Audit Committee	18(1)		
16	Meeting of Audit Committee	18(2)		
17	Composition of nomination & remuneration committee	19(1) & (2)		
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)		
19	Meeting of Nomination and Remuneration Committee	19(3A)		
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)		

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)		
22	Composition and role of risk management committee	21(1),(2),(3),(4)		
23	Meeting of Risk Management Committee	21(3A)		
24	Vigil Mechanism	22		
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)		
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)		
27	Approval for material related party transactions	23(4)		
28	Disclosure of related party transactions on consolidated basis	23(9)		
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)		
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)		

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)		
32	Alternate Director to Independent Director	25(1)		
33	Maximum Tenure	25(2)		
34	Meeting of independent directors	25(3) & (4)		
35	Familiarization of independent directors	25(7)		
36	Declaration from Independent Director	25(8) & (9)		
37	D & O Insurance for Independent Directors	25(10)		
38	Memberships in Committees	26(1)		
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)		
40	Disclosure of Shareholding by Non-Executive Directors	26(4)		
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)		
	Any other information to be provided - Add Notes			

**Annexure II**

<b>Annexure II</b>		
1	Name of signatory	
2	Designation	

**Annexure II**

**III. Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	
	Any other information to be provided	

**Annexure II**

<b>Annexure II</b>		
1	Name of signatory	
2	Designation	

**Signatory Details**

Name of signatory	MURLI MANOHAR THANVI
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	15-04-2022

