

# VASHU BHAGNANI INDUSTRIES LIMITED

(Formerly known as Pooja Entertainment and Films Limited)

**May 30, 2024**

**To,**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Rotunda Bldg, Dalal Street,  
Fort, Mumbai- 400 001

**Scrip ID: POOJAENT    Scrip Code: 532011    ISIN: INE147C01017**

**SUB: SUBMISSION OF 'ANNUAL SECRETARIAL COMPLIANCE REPORT' FOR THE YEAR ENDED 31ST MARCH 2024**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (LODR) Regulations read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, please find enclosed herewith the Annual Secretarial Compliance Report of the Company for the year ended 31st March, 2024 issued by M/s. B. K. Pradhan & Associates, Practicing Company Secretaries.

You are requested to please take on record the above said document for your reference & further needful.

Thanking you,

**Yours Faithfully,**

**For Vashu Bhagnani Industries Limited**

**(Formerly Known as Pooja Entertainment and Films Limited)**

**Shweta Ramesh Soni**

**Company Secretary and compliance Officer**

**M. No: 65292**

**Encl: a/a**

CIN: L68100MH1986PLC040559

Regd. Off.: Flat No 1, Coelho House, No 2 Juhu Vasant Baha CHS LTD, Juhu Tara Road, Juhu, Near Sea Princes Hotel, Mumbai 400049

Email: [cs@poojaentertainment.in](mailto:cs@poojaentertainment.in) | Tel. No.: 9096796404 | Fax: 2663 1275

Website: [poojaentertainmentandfilms.com](http://poojaentertainmentandfilms.com)



# B. K. Pradhan & Associates

Company Secretaries  
M.Com, L.L.B, FCS

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF  
VASHU BHAGNANI INDUSTRIES LIMITED  
(FORMERLY KNOWN AS POOJA ENTERTAINMENT AND FILMS LIMITED)  
FOR THE YEAR ENDED MARCH 31, 2024**

[Under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**To,  
VASHU BHAGNANI INDUSTRIES LIMITED  
(Formerly Known as Pooja Entertainment and Films Limited)  
CIN: L68100MH1986PLC040559**

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Vashu Bhagnani Industries Limited (Formerly known as Pooja Entertainment and Films Limited) (hereinafter referred as "the listed entity"), having its Registered Office at Flat No 1, Coelho House, No 2 Juhu Vasant Baha CHS Ltd, Juhu Tara Road, Near Sea Princes Hotel, Juhu, Mumbai 400049, Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/ statutory compliances and to provide my observations 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 the listed entity has, during the review period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter:

**I, Balkrishan Pradhan, proprietor of B. K. Pradhan & Associates has examined:**

(a) All the documents and records made available to us and explanation provided by Vashu Bhagnani Industries Limited (Formerly Known as Pooja Entertainment and Films Limited) ("Listed Entity"),

(b) The filings/ submissions made by the listed entity to the Stock Exchanges,

(c) Website of the listed entity <https://poojaentertainmentandfilms.com/>,

(d) Any other document/ filing, as may be relevant, which has been relied upon to make this Report.

S7-13, 7th Floor, B-Wing Pinnacle Business Park, Mahakali Caves Road, MIDC Andheri East, Mumbai - 93.

Ph:022-32364411 • Mob:7666614411/ 8779633305 • Email:[bkpradhan21@gmail.com](mailto:bkpradhan21@gmail.com)

[balkrishan@bkpgroup.in](mailto:balkrishan@bkpgroup.in)





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**For the financial year ended 31<sup>st</sup> March, 2024 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 SEBI;

**The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include: -**

(a) Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(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 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 (**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

(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;

and circulars/guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:



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[balkrishan@bkpgroup.in](mailto:balkrishan@bkpgroup.in)



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- (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.	1.
<b>Compliance Requirement (Regulations/ guidelines including specific clause)</b>	The listed company shall take special contingency insurance policy from the insurance company towards the risk arising out of the requirements relating to issuance of duplicate securities in order to safeguard and protect the interest of the listed company.
<b>Regulation/ Circular No.</b>	Para 5 of Circular No.: SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022.
<b>Deviations</b>	No Policy taken.
<b>Action Taken by</b>	As informed, no action taken by any authority.
<b>Type of Action</b>	Nil.
<b>Details of Violation</b>	No Policy taken.
<b>Fine Amount</b>	As informed, no fine levied.
<b>Observations/ Remarks of the Practicing Company Secretary</b>	The company is required to obtain special contingency insurance policy but the same was not taken.
<b>Management Response</b>	The company is under process of obtaining the same.
<b>Remarks</b>	-

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

Sr. No.	1.
<b>Observations/ Remarks of the Practicing Company Secretary in the previous reports) (PCS)</b>	The company is required to obtain special contingency insurance policy but the same was not taken.
<b>Observations made in the secretarial compliance report for the year ended ..... (the years are to be mentioned)</b>	March 31, 2023
<b>Compliance Requirement (Regulations/ guidelines including specific clause)</b>	The listed company shall take special contingency insurance policy from the insurance company towards the risk arising out of the requirements relating to issuance of duplicate securities in order to safeguard and protect the interest of the listed company as per Para 5 of Circular No.: SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022.
<b>Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity</b>	No Policy taken by the company. As informed, no action taken by any authority and no fine levied.
<b>Remedial actions, if any, taken by the listed entity</b>	Company has searched for the required insurance product and currently is under process of finalising.





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	the terms and conditions of the required policy with one insurance company and assured that the same will be obtained on immediate basis.
<b>Comments of the PCS on the actions taken by the listed entity</b>	The company has assured that the policy will be taken on immediate basis.

(c) I hereby report that, during the Review Period, the compliance status of the listed entity with the following requirements:

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 of India (ICSI).	Yes	NONE
2	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"><li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li><li>• All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI.</li></ul>	Yes  Yes	NONE  NONE
3	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"><li>• The Company is maintaining a functional website</li><li>• Timely dissemination of the documents/ information under a separate section on the website</li><li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website</li></ul>	Yes  Yes  Yes	NONE  NONE  NONE
4	<u>Disqualification of Director(s):</u>		



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	None of the director(s) of the listed entity is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity	Yes	NONE
5	<u>Details related to subsidiaries of listed entities have been examined w.r.t.:</u>  (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries.	Yes Yes	NONE NONE
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/during the financial year as prescribed in SEBI Regulations.	Yes	NONE
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained 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 NONE
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	Yes	NONE



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	Regulations, 2015 within the time limits prescribed thereunder.		
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> No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	NONE
12	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> 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	NONE
13	<u>Additional non-compliances, if any:</u> No additional non-compliances observed for any SEBI regulation/circular/guidance note etc.	No	NONE





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## Assumptions & Limitation of scope and Review:

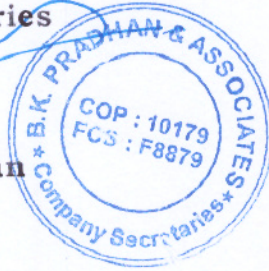
1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor 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. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the Listing Regulations 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 B. K. Pradhan & Associates  
Company Secretaries**

**Balkrishan Pradhan  
Proprietor**

**M. No: F8879**

**C. P. No: 10179**



**Firm Unique Identification No. - S2012MH172500**

**Peer Review Certificate No. - 2022/2022**

**UDIN: F008879F000457437**

**Date: 27/05/2024**

**Place: Mumbai**