



**Information Memorandum**

This is an information memorandum containing salient features of BGIL Films & Technologies Limited ('The Company') prepared for revocation of suspension on securities of the Company.

THIS INFORMATION MEMORANDUM CONTAINS 6 PAGES

**1. Company Profile:**

Name of the Company	BGIL Films & Technologies Limited
Registered office address	44, 2 <sup>nd</sup> Floor, Regal Building, Connaught Place, New Delhi-110001
Corporate office address	B-66, Sector-60, Noida-201301
Telephone	0120-4227292
Email ID	bgilfilms@bgilinfo.com
Company Website Address	www.bgilfilms.com
Corporate Identification Number (CIN)	L65993DL1989PLC035572
Scrip name & Scrip Code	BGIL & 511664
Name of regional stock exchange or other stock exchanges where listed	The company was listed on Bombay Stock Exchange (BSE) since 1995 and is currently under suspension.
Signing with depositories- ISIN	The company has entered into tripartite agreement with both the depositories- NSDL and CDSL. ISIN- INE443D01018
Name and contact details of Company Secretary and Compliance Officer	Mr. Akhileshwar Singh Company Secretary & Compliance Officer B-66, Sector-60, Noida-201301. Contact No.: 0120-4227792 <a href="mailto:complianceoffice@bgilinfo.com">complianceoffice@bgilinfo.com</a>
Date of suspension and reason for suspension	07.04.2020 Non-compliance of SEBI Regulations and non-payment of Annual Listing Fees.

## 2. Capital Structure of the Company:

Authorised Capital	Rs. 11,67,78,000 (Rupees Eleven Crores and Sixty-seven Lakhs Seventy-eight thousand only)
Issued, subscribed and paid-up capital	Rs. 11,32,76,300 (Rupees Eleven Crores Thirty-Two Lakhs Seventy-six Thousand and Three hundred only)
Listed Capital	Rs. 11,32,76,300 (Rupees Eleven Crores Thirty-Two Lakhs Seventy-six Thousand and Three hundred only)

## 3. Company Management:

History and main objects and present business of the Company	The Company was incorporated in the name "Nam Credit and Investment Consultant Limited this name was changed on dated 02/11/2006 and the new name is BGIL Films & Technologies Limited main object -Film Production, Distribution & with Exhibition and to carry on business relating to information technology and communication technology. The same line of business activity was continued since then to now.
Subsidiary of the Company, if any	Nil
Name and address of auditors, legal advisors, if any.	M/s. Singh, Ray Mishra & Co., Chartered Accountants, Plot No. 40, First Floor, B Block, Near D Park, Pandav Nagar-New Delhi-110092  The Company take help from legal counsel/experts wherever required.

## 4. The details of Directors and Key Managerial Personnel of the Company as on date. Changes, if any, during the past one year are mentioned below:

### i) Details of Directors:

S. No.	Name	Designation	DIN	Other directorships held
1.	Mrs. Arti Bhatia	Managing Director	00047040	1. Bharatiya Global Infomedia Limited 2. Merit Exports Private Limited



2.	Mr. Harjit Singh Anand	Non- Executive Independent Director	03168663	1. Bharatiya Global Infomedia Limited 2. Asprior Ventures Private Limited 3. Shri Radhakrishna Gau Shala Foundation 4. Brandomshop Private Limited
3.	Mr. Karn Rajhans	Independent Director	03081692	1. Ayurvedshri Herbals Limited 2. Utthan Infraproject Private Limited 3. Jununnirman Construction Private Limited
4	Mr. Rohit Kaushik	Independent Director	07180228	1. Bharatiya Global Infomedia Limited 2. Weldpath International Services Limited 3. Blueelk Design Private Limited 4. Matra Shakti Foundation 5. Shubh Sanket Events Organisers Private Limited

ii) Details of Key Managerial Personnel:

S. No.	Name	Designation	Date of appointment	PAN
1.	Mr. Jamuna Prasad Sharma	Chief Financial Officer	13.02.2019	HUOPS0158C
2.	Mr. Akhileshwar Singh	Company Secretary & Compliance Officer	13.02.2021	CDWPS2437Q

iii) Details of changes in Key Managerial Personnel and Directors during the past one year:

S. No.	Name	Designation	Date of change	Nature of change	PAN/DIN
1.	Mr. Ashok Kumar Juneja	Director	30.05.2023	resignation	01289206
2	Mrs. Payal Kuthari	Director	30.05.2023	resignation	02722171



iv) Composition of Board:

The company has 6 (Six) Board of Directors as per the requirements of SEBI (LODR) Regulations, 2015. The composition of the board is given below:

- 1 (One) Executive Director (Women Director)
- 4 (Three) Independent Directors- 1(One) Independent Director has been resigned on 30.05.2023
- 1 (One) Non-Executive Director-resigned on 30-05-2023

5. Details of directors, whole-time directors, their remuneration, appointment and remuneration of managing directors, interests of directors, their borrowing powers and qualification shares.

Name	Designation	Date of appointment	Remuneration (per annum)	Interest of Directors	Qualification shares and borrowing powers
Mrs. Arti Bhatia	Managing Director	15.01.2020		Direct interest in 1.64% of paid-up share capital of the Company	1,85,653 equity shares held and no borrowing power.

6. Rights of members regarding voting, dividend, lien on shares and process for modification of such rights and forfeiture of shares.

As per Articles of Association of the Company.

7. Restrictions, if any on transfer and transmission of shares, debentures and on their consolidation/ splitting.

There is no restrictions.

8. Revaluation of assets, if any (during past five years)

Nil

9. Material contracts and inspection of documents—how made available?

During business hours of the Company.

10. Number of Employees

6 (Six)

11. Shareholding Pattern as on 30.06.2023





Category of shareholder	No. of shares	% of shareholding	No. of shares in demat	% of shares in demat	No. of shares pledged
Promoters	47,38,951	41.84	45,94,951	96.96	7,96,982
Public	65,88,679	58.16	53,30,764	80.91	
<b>Total</b>	<b>1,13,27,630</b>	<b>100.00</b>	<b>99,25,715</b>	-	7,96,982

Note:- Remaining shares of promoters is under process of dematerialization.

## 12. Business model, overview and strategy.

'BGIL Films & Technologies Ltd' is a well-known company in the field of Films, Media, Digital and relevant technologies catering mainly to Entertainment & Advertisement Industry; followings are few of our highlights:

- **BGIL Films** is a technology driven company, having very good skills & expertise in multi-media, VFX & Animation; company has marked its presence in production of Corporate Films, planning and execution of Product Launch events including brand imaging through our complete promotional service under one roof; our clientele includes **NABARD (UPNRM), Gulf Oil, Jet-Airways, Vedanta Group, Emco Batteries, CEAT Tyres, ARVAL, Ponds, Wheel, Pepsodent, Lux, Kohinoor Rice, Eicher, Yash Birla Group** etc etc. (show reel attached vide Annexure-'A') & (PPT attached vide Annexure 'B')
- **BGIL Films** had a full-fledged Digital Post Production Studio with DI & VFX facilities in Andheri (w) Mumbai (A unit of group company), have been involved in more than **270 films/** other projects relating to post production including few block buster films like **Halchal, Apharan, Gangajal, Sarkaar, Nishabd, Darna Zaroori Hai, Darna Manaa Hai, Samsaara, Eilaan** etc, **Singh Sahib the Great** etc.  
(This Studio had to be close due to COVID-19 situation).
- **BGIL FILMS & TECHNOLOGIES Limited** has already **SUCCESSFULLY** produced five films namely 'CURFEW' 'With Luv Tumhaara' Zabardast' 'Ye Sunday Kyun Aata Hai' & 'The Saint Who Thought Otherwise' besides involved in **DISTRIBUTING** block-buster films;
- **BGIL FILMS** was also a well-known event management company, had full-fledged office in Mumbai; presently operating from NOIDA; Company has planned to shift all the Studio Machines from Mumbai to its NOIDA office.
- **BGIL Films** has recently launched its Bollywood based news and entertainment portal known as '**www.todaybollywood.com**'. **This is the part of our vision.**
- **BGIL Films** has developed a robust model of film distribution backed by a web based portal '**www.waytostardom.com**' (beta version already launched) which is a part of its robust business model (Integrated Media Plan) to address certain critical needs of Bollywood; Company has plan to enter into technology based business model which include launching of few portals & Mobile Applications.

Keeping in view the above facts **BGIL Films & Technologies Ltd** is a well-known 15 years old house having capabilities to chalk-out any campaign related to product launch/ enhancing brand image through a well-designed commercials/documentary films or planning including events backed by a full-fledged production house in the field of Films, T.V. Serials and other commercials etc. We understand the need of hour to start these above mentioned portals soon, promising in the field of entertainment which will enable to create lots of opportunities for youths of India & world in due course of time.



Litigation: Outstanding pertaining to-

- i) Matters likely to affect operations and finance of the company including disputed tax liabilities- Nil
- ii) Criminal prosecution launched against the company and the directors for alleged offences- Nil
- iii) Particulars of default, if any in meeting statutory dues, institutional dues, and towards instrument holders like debentures, fixed deposits and arrears on cumulative preference shares, etc.

There are no statutory dues relating to Provident Fund, Employees State insurance, Investor Education & Protection fund, dues of Income Tax, Goods & Service Tax, Custom duty, cess and other material statutory dues which have not been deposited as at March 31, 2023 on account of any dispute is nil

13. Financial Information

Performance during the last 3 years

(Rs. In Lakhs)

Particulars	Mar'2021	Mar'2022	Mar'2023
Income from operations	289.58	30.83	0
Other income	08.03	6.22	0.17
Total income	297.61	37.04	0.17
Expenditure	255.61	56.42	61.42
Profit/(Loss) before Tax	1.73	(19.37)	(61.24)
Provision for Tax	5.78	(5.03)	(15.92)
Profit/(Loss) after Tax	(09.05)	(14.34)	(45.33)
Equity Share Capital	1132.76	1132.76	1132.76
Accrued Profit/Loss	(09.72)	0.42	(49.19)

Net worth of the Company as on 31<sup>st</sup> March, 2023 stands at Rs. In lakhs (1998.56)/-.

14. Declaration

No Statement made under this information Memorandum contravenes any of the provisions of Companies Act, 2013, as may be applicable and the rules made there under.

The entire legal requirement connected with the listing/revocation of suspension of trading in equity of shares of our Company and also the guidelines, instructions, etc., issued by SEBI, Government and any other competent authority in this behalf have been duly complied with.

All information contained in this document is true and correct.

For BGIL Films & Technologies Limited

Akhileshwar Singh  
(Company Secretary)

