

## SAHARA ONE MEDIA AND ENTERTAINMENT LIMITED CIN: L67120MH1981PLC024947

**REGISTERED OFFICE:** Sahara India Point, CTS 40-44, S.V. Road, Goregaon (West), Mumbai-400104.

Tel: 022 4293 1800. Fax: 022 4293 1870

E-mail: investors@sahara-one.com Web site: www.sahara-one.com

To,
The Bombay Stock Exchange Ltd,
1st Floor, Phiroze Jejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Kind Attn: LISTING DEPARTMENT

Sub: Compliance of Listing Agreement

Date: 23.04.2018

Dear Sir,

Pursuant to Regulation 55-A of SEBI (Depositories and Participant) Regulations, 1996, please find enclosed Reconciliation of Share Capital Audit Report for the quarter ended 31.03.2018.

Kindly take the aforesaid documents on record and oblige.

Thanking you and assuring you of our fullest co-operation at all times.

Yours truly,

For Sahara One Media and Entertainment Limited

(Sukhmendra Kumar) Company Secretary

3 Kumar

Encl: As Above.

C.P.SHUKLA & CO. Company Secretaries 554/21/19 C, Lane No.11, Pawanpuri, Alambagh Lucknow-226005. Tel No 09389684335 email:shuklacpcs@gmail.com

## RECONCILIATION OF SHARE CAPITAL AUDIT

DearSirs,

I have examined the relevant books, registers, forms, documents and papers produced before us by **Sahara One Media and Entertainment Limited** ('the Company') and its Registrars and Share Transfer Agents, **Link Intime India Private Limited**, in respect of Secretarial Audit as per Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 and to the best of my knowledge and according to the information and explanations given to me and as shown by the records examined by me, I certify the following:

| 1  | For Quarter Ended                                                          | March 31, 2018                                                               |  |  |
|----|----------------------------------------------------------------------------|------------------------------------------------------------------------------|--|--|
| 2  | ISIN                                                                       | INE479B01016                                                                 |  |  |
| 3  | Face Value                                                                 | Rs. 10/- per share                                                           |  |  |
| 4  | Name of the Company                                                        | Sahara One Media And Entertainment<br>Limited                                |  |  |
| 5  | Registered Office<br>Address                                               | Sahara India Point, CTS 40-44, S.V. Road,<br>Goregaon (West) Mumbai 400 104. |  |  |
| 6  | Correspondence<br>Address                                                  | Sahara India Point, CTS 40-44, S.V. Road,<br>Goregaon (West) Mumbai 400 104. |  |  |
| 7  | Telephone & Fax No.                                                        | 022-42931818, 022-42931870                                                   |  |  |
| 8  | E-mail Address                                                             | investors@sahara-one.com                                                     |  |  |
| 9  | Name of the Stock Exchange<br>where the company's securities<br>are listed | BSE Limited (BSE)                                                            |  |  |
| 10 | Issued Capital                                                             | Number of Shares % of Total Issue Capital 21,525,000 100%                    |  |  |



## C.P.SHUKLA & CO. Company Secretaries

554/21/19 C, Lane No.11, Pawanpuri, Alambagh Lucknow-226005. Tel No 09389684335 email:shuklacpcs@gmail.com

|                                                                                                                                 |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | ,                                                                                                                                                                                                                                                                              |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
|---------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Listed Capital                                                                                                                  |                                                                                                                                                                                                                                                                                                 | 2                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | 1 525 000                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                | 100%                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| DOL.                                                                                                                            |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 1,020,000                                                                                                                                                                                                                                                                      | <u>L.,,</u>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| Held in dematerialised form in CDSL                                                                                             |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 38,75,259                                                                                                                                                                                                                                                                      | 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 7.97%                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |
|                                                                                                                                 |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | ·····                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| Held in dematerialised form in NSDL                                                                                             |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 1,                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | ,76,10,434                                                                                                                                                                                                                                                                     | 8                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 1.85%                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |
| Physical                                                                                                                        |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | 39,307 0.18%                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | 0.18%                                                                                                                                                                                                                                                                                                                                                                                                                                                 |  |
| Total No. of Shares (12+13+14)                                                                                                  |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | 2                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | 1,525,000                                                                                                                                                                                                                                                                      | 10                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | 00.00%                                                                                                                                                                                                                                                                                                                                                                                                                                                |  |
| Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)                                                          |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            |                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
|                                                                                                                                 |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | share capital during the quarter under                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| Particulars ***                                                                                                                 | No. of<br>Shares                                                                                                                                                                                                                                                                                | Applied / Not Applied for                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Listed on<br>Stock<br>Exchange<br>(specify                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Whether intimated to CDSL                                                                                                                                                                                                                                                      | Whether<br>intimated<br>to NSDL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | In-principal<br>approval<br>pending for<br>SE (Specify<br>names)                                                                                                                                                                                                                                                                                                                                                                                      |  |
| Nil                                                                                                                             | Nil                                                                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | Ni1                                                                                                                                                                                                                                                                            | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  |
|                                                                                                                                 | · · · · · · · · · · · · · · · · · · ·                                                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <del>                                     </del>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b></b>                                                                                                                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  | Nil                                                                                                                                                                                                                                                                                                                                                                                                                                                   |  |
| Rights, Bonu<br>Capital Redu                                                                                                    | s, Prefentia<br>ction, Fore                                                                                                                                                                                                                                                                     | al Issue, ES<br>feiture, Any                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | amation, Co                                                                                                                                                                                                                                                                    | onversion, E                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Buyback,                                                                                                                                                                                                                                                                                                                                                                                                                                              |  |
| Register of Members is updated (Yes/No)                                                                                         |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | Yes  Des Desciators and Chara Transfer Agent                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| icust soundated south militale data                                                                                             |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| Reference of previous quarter                                                                                                   |                                                                                                                                                                                                                                                                                                 | NIL                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| with regards to excess dematerialised shares, if any                                                                            |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
| Has the Company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?  Not Applicable |                                                                                                                                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |                                                                                                                                                                                                                                                                                                                                                                                                                                                       |  |
|                                                                                                                                 | Held in demar CDSL  Held in demar NSDL  Held in demar NSDL  Physical  Total No. of Stream 15), (11 & 15 Certifying the consideration  Particulars  ***  Nil  Nil  Rights, Bonus Capital Reduster of M (Yes/No)  if not, update Reference of with regards dematerialised Has the Compoint no. 19 | Held in dematerialised for CDSL  Held in dematerialised for NSDL  Physical  Total No. of Shares (12+  Reasons for difference if between (10 & 11), 15), (11 & 15)  Certifying the details of consideration as per Tale  Particulars No. of Shares  Nil Nil Nil Nil Nil Nil Rights, Bonus, Prefential Capital Reduction, Fore Register of Members is to (Yes/No)  if not, updated upto whe Reference of previous question with regards to excess dematerialised shares, in the Company resolution. 19 above in the | Held in dematerialised form in CDSL  Held in dematerialised form in NSDL  Physical  Total No. of Shares (12+13+14)  Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)  Certifying the details of changes in consideration as per Table below:  Particulars No. of Applied / Not Applied for Listing  Nil Nil Nil Nil Nil  Rights, Bonus, Prefential Issue, ESC Capital Reduction, Forefeiture, Any Register of Members is updated (Yes/No)  if not, updated upto which date Reference of previous quarter with regards to excess dematerialised shares, if any  Has the Company resolved the mapoint no. 19 above in the current of the | Held in dematerialised form in CDSL  Held in dematerialised form in NSDL  Physical  Total No. of Shares (12+13+14)  Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)  Certifying the details of changes in share capit consideration as per Table below: | Held in dematerialised form in CDSL  Held in dematerialised form in NSDL  Held in dematerialised form in NSDL  1,76,10,434  Physical  Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)  Certifying the details of changes in share capital during the consideration as per Table below:  Particulars  No. of Applied Consideration as per Table below:  Particulars  No. of Applied Consideration as per Table below:  Exchange intimated (specify to CDSL names)  Nil | Held in dematerialised form in CDSL  Held in dematerialised form in NSDL  Physical  Total No. of Shares (12+13+14)  Reasons for difference if any, between (10 & 11), (10 & 15), (11 & 15)  Certifying the details of changes in share capital during the quarter uconsideration as per Table below:  Particulars No. of Shares  No. of Shares  No. of Shares  Applied for Listed on Stock (specify to CDSL)  Nil |  |

## C.P.SHUKLA & CO. Company Secretaries

554/21/19 C, Lane No.11, Pawanpuri, Alambagh Lucknow-226005. Tel No 09389684335 email:shuklacpcs@gmail.com

Mention the total no. of requests, if any confirmed after 21 days and the total days and the total no. of request pending beyond 21 days with the reasons for delay:

| Total No. of demat requests  | No of request | No. of Shares | Reasons for delay |
|------------------------------|---------------|---------------|-------------------|
| Confirmed after 21 Days      | NIL           | NIL           | N.A.              |
| Pending of more than 21 Days | NIL           | NIL           | N.A.              |

| 22 | Name, Telephone & Fax No. of Compliance Officer of the |
|----|--------------------------------------------------------|
|    | Company                                                |

Name of the Auditor

| Shri Sukhmendra Kumar, Company Secretary |  |  |
|------------------------------------------|--|--|
| (Compliance Officer)                     |  |  |
| 022-42931818, 022-42931870               |  |  |

Address of the Auditor

C. P. Shukla & Co.
554/21/19C, Lane No.11, Behind New Public School,
Pawanpuri Alambagh, Lucknow - 226 005.

Telephone & Fax no Registration no. of the Auditor

M/s Link Intime India Private Ltd., C-101, 247 Park, L.B.S Marg, Vikhroli West,

FCS NO. 3819, CP No. 5138

Appointment of common agency for share registry work, if yes (name & address)

Mumbai – 400 083.

Any other details that the auditor may like to provide. (e.g. BIFR company, delisting from SE, Company changed its name etc.)

Place: Date:

23

24

Lucknow 23/04/2018

C. P. Shukla

Company Secretary

FCS: 3819 CP No. 5138