



February 21, 2020

BSE Limited

P. J. Towers, Dalal Street,
MUMBAI - 400 001.
Scrip Code: **532368**

National Stock Exchange of India Ltd.

Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai-400051.
Symbol: **BCG**

Dear Madam / Sir,

Sub: Results of the Postal Ballot

Please find enclosed:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Annexure - I
2. Report of Scrutinizer dated February 21, 2020 - Annexure - II

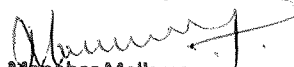
The resolution in the postal ballot notice has been deemed to be approved and passed on February 20, 2020 which is the last date of receipt of postal ballot forms.

The voting results along with the scrutinizer's report will also be made available on the Company's website at www.brightcomgroup.com

Request you to take on record and oblige.

Thanking you,

For BRIGHTCOM GROUP LIMITED


Manohar Mollama
Company Secretary
M.No. A30254

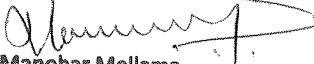


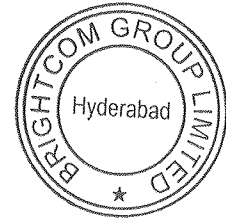
ANNEXURE - I

VOTING RESULTS

Name of the Company	BRIGHTCOM GROUP LIMITED
Type of Meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	20-02-2020
Record Date	10-01-2020
Total Number of Shareholders on record date	30098

FOR BRIGHTCOM GROUP LIMITED


Manohar Mollama
Company Secretary
M.No. A39254



Resolution (1)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

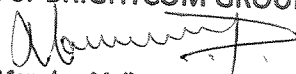
No

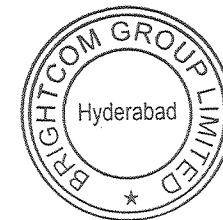
Description of resolution considered

Issue of Equity Shares on a preferential basis to Muskaan Limited, Mr. Kishan Prakash and Mr. Ishan Prakash.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	186427685	30983727	16.6197	30983727	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		43607018	23.3908	43607018	0	100.0000	0.0000
	Total		74590745	40.0106	74590745	0	100.0000	0.0000
Public- Institutions	E-Voting	38545110	1145289	2.9713	1145289	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		1145289	2.9713	1145289	0	100.0000	0.0000
Public- Non Institutions	E-Voting	251278704	64287848	25.5843	61151554	3136294	95.1215	4.8785
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		160889	0.0640	160889	0	100.0000	0.0000
	Total		64448737	25.6483	61312443	3136294	95.1337	4.8663
Total	Total	476251499	140184771	29.4350	137048477	3136294	97.7627	2.2373
Whether resolution is Pass or Not.							Yes	

For BRIGHTCOM GROUP LIMITED


 Manohar Mollama
 Company Secretary
 M.No. A39254



A. Sridhar

Practicing Company Secretary



Report of Scrutinizer

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

To

The Chairman of the Board
BRIGHTCOM GROUP LIMITED
CIN: L64203TG1999PLC030996
Floor: 5, Fairfield by Marriott,
Road No: 2, Nanakramguda, Gachibowli,
Hyderabad – 500032, Telangana, India.

Dear Sir,

Sub: Scrutinizer's Report - Postal Ballot voting results (e-voting & physical ballot forms)

I, A. Sridhar, Practicing Company Secretary resident of Hyderabad, appointed as Scrutinizer by the Board of Directors of Brightcom Group Limited (the Company) for the purpose of scrutinizing Postal Ballot process in a fair and transparent manner in respect of the resolution stated in the notice of the Postal Ballot dated December 20, 2019 proposed to be passed by the shareholders of the Company, submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to conduct of business through Postal Ballot by the shareholders on the resolution proposed in the Notice of the Postal Ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, on the resolution.
2. In accordance with the Notice of the Postal Ballot dated December 20, 2019, dispatched to the shareholders by prescribed modes and the 'Advertisement' pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 dated January 23 & 24, 2020 voting commenced on Wednesday, January 22, 2020 (9:00 hours IST) and ended on Thursday, February 20, 2020 (17:00 hours IST) for physical ballots and as well as for e-voting. The e-voting facility was provided by Central Depository Services (India) Limited (CDSL). The votes were unblocked at around 05.15 PM on February 20, 2020 and the e-voting summary statement was downloaded from e-voting website of Central Depository Services (India) Limited (CDSL).
3. The shareholders holding shares as on January 10, 2020, "cut-off date" were entitled to vote on the resolution stated in the Notice of the Postal Ballot.
4. The ballot papers received were scrutinized. The ballot papers received were reconciled with the records maintained by the Company/ R&TA and the authorizations / power of attorney etc., lodged thereof. The voters were also scrutinized for the purpose of eliminating duplicate voting.
5. My report on the results of the voting is based on the data downloaded from the Central Depository Services (India) Limited (CDSL) and the votes cast through physical ballot forms received respectively in respect of the resolution contained in the Notice of the Postal Ballot.

6. The result of the voting is as under:

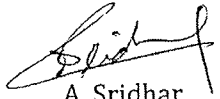
Item No.1: Issue of Equity Shares on a preferential basis to Muskaan Limited, Mr. Kishan Prakash and Mr. Ishan Prakash

Mode	Total Ballots	Total votes	Favour			Against			Invalid / Abstained	
			No. of Ballots	Votes	%	No. of Ballots	Votes	%	Ballots	Votes
E-voting	167	96416864	145	93280570	96.75%	22	3136294	3.25%	--	--
Physical	13	43767907	13	43767907	100.00%	0	0	0	--	--
TOTAL	180	140184771	158	137048477	97.76%	22	3136294	2.24%	--	--

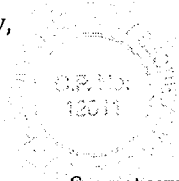
7. Register of postal ballot and all other relevant records of voting process given/provided/maintained in electronic mode and the postal ballots (physical) received will remain in my custody until the Chairman considers, approves and signs the minutes of the postal ballot and the same shall be handed over thereafter to the Chairman/person authorized by him for safe keeping.

Thanking you

Yours faithfully,



A. Sridhar
Practicing Company Secretary
C.P No: 12011



Place: Hyderabad
Date: 21-02-2020