

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Brightcom Group Limited**
2. Quarter ending - **30-Sep-2019**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit / Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mr.	M. Suresh Kumar Reddy	00140515	C & ED	MD	26-Jun-2012	01-Apr-2019		0	25-Oct-1966	1	0	1	0	SC	
Mr.	Vijay Kancharla	02744217	ED		26-Jun-2012	01-Apr-2019		0	10-May-1967	1	0	1	0	AC	
Mr.	Raghunath Allam	00060018	ID		30-Sep-2014	27-Dec-2016		33	21-Feb-1967	1	1	2	2	AC,SC,NRC	
Mrs.	K. Jayalakshmi Kumari	03423518	ID		17-May-2016	17-May-2016		40	08-Aug-1968	2	2	3	1	AC,NRC	
Ms.	Surabhi Sinha	07354441	ID		13-Feb-2018	13-Feb-2018		19	13-Jul-1966	1	1	1	0	SC,NRC	

Company Remarks	Mr. M. Suresh Kumar Reddy is the Chairman & Managing Director of the Company.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Raghunath Allam	ID	Chairperson	14-Feb-2017	
2	K. Jayalakshmi Kumari	ID	Member	17-May-2016	
3	Vijay Kancharla	ED	Member	29-Sep-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Raghunath Allam	ID	Chairperson	30-May-2017	
2	Surabhi Sinha	ID	Member	13-Feb-2018	
3	M. Suresh Kumar Reddy	C & ED	Member	08-Nov-2013	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Raghunath Allam	ID	Chairperson	27-Dec-2016	
2	K. Jayalakshmi Kumari	ID	Member	28-May-2016	
3	Surabhi Sinha	ID	Member	13-Feb-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
27-May-2019	14-Aug-2019	Yes	4	3
21-Jun-2019	30-Aug-2019	Yes	4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	53

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	27-May-2019		Yes		
Audit Committee		14-Aug-2019	Yes	2	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	78

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
--	--

VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **No**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

The CG Report for the quarter ended 30.06.2019 was placed before the Board of Directors at its meeting held on 14.08.2019 and the current report shall be placed before the Board of Directors in the next Board Meeting.

Name : M. MANOHAR
 Designation : Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status</i>	<i>Company Remark</i>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	Due to his personal health issues, could not attend the AGM. All the shareholders' queries were answered by the CMD.
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Due to his personal health issues, could not attend the AGM. All the shareholders' queries were answered by the CMD.
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Due to his personal health issues, could not attend the AGM. All the shareholders' queries were answered by the CMD.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

--

Name : M. MANOHAR
Designation : Company Secretary & Compliance Officer