



brightcom group

TEL : +91 (40) 67449910

EFAX : +91 (22) 66459677

July 15, 2021

BSE Limited

P. J. Towers, 25th Floor,
Dalal Street, Mumbai - 400001.
Scrip Code: 532368

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai - 400051.
Symbol: BCG

Dear Madam/Sir,

Sub: Results of the Postal Ballot (ESOP Related Resolutions)

With reference to the Notice of Postal Ballot as approved by the Board in its meeting held on June 09, 2021 and sent to the shareholders for their approval for creation of Employee Stock Option Scheme namely, "Brightcom Group Employees Stock Option Scheme – 2021" and implementation of the same through the "Brightcom Group Employee Welfare and ESOP Benefit Trust" (The Trust) and to provide an interest-free loan by the Company to purchase BCG shares by the Trust from the secondary market.

In this regard, we have now received the shareholders' approval through Postal Ballot and now the Company is working on the In-Principle applications with the Stock Exchanges along with creation of ESOP Trust and would update the shareholders from time to time on further developments.

Please find attached the following:

1. Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Annexure - I
2. Report of Scrutinizer dated July 15, 2021 – Annexure - II

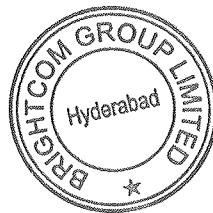
The resolutions mentioned in the postal ballot notice has been deemed to be approved and passed on July 14, 2021 which is the last date of receipt of postal ballot forms.

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.

Yours faithfully,

For BRIGHTCOM GROUP LIMITED

Manohar Mollama
Company Secretary & Compliance Officer
ACS - 39254



Encl.: A/a

brightcom group limited (Formerly Lycos Internet Limited)

FLOOR: 5, FAIRFIELD BY MARRIOTT, ROAD NO: 2, NANAKRAMGUDA, GACHIBOWLI, HYDERABAD - 500032, TELANGANA, INDIA.

EMAIL : IR@BRIGHTCOMGROUP.COM

WEB : WWW.BRIGHTCOMGROUP.COM

CIN : L64203TG1999PLC030996



ANNEXURE - I

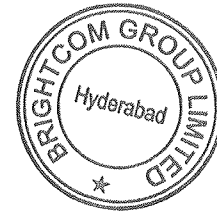
VOTING RESULTS

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)	14-07-2021
Record Date	04-06-2021
Total Number of Shareholders on record date	72685

For BRIGHTCOM GROUP LIMITED



Manohar Mollama
Company Secretary
M.No. A39254

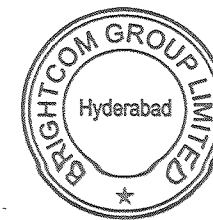


Resolution (1)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Approval of the Employee Stock Option Scheme 2021 of the Company and Grant of Employee Stock Options to the employees of the Company thereunder						
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		35243670	18.8845	35243670	0	100.0000	0.0000
	Poll	186627685						
	Postal Ballot (if applicable)							
	Total	186627685	35243670	18.8845				
Public- Institutions	E-Voting		695965	60.0566	574464	121501	82.5421	17.4579
	Poll	1158848						
	Postal Ballot (if applicable)							
	Total	1158848	695965	60.0566				
Public- Non Institutions	E-Voting		53003392	16.5706	52956766	46626	99.9120	0.0880
	Poll	319864966						
	Postal Ballot (if applicable)							
	Total	319864966	53003392	16.5706				
Total	Total	507651499	88943027	17.5205	88774900	168127	99.8110	0.1890
Whether resolution is Pass or Not.							Yes	

For BRIGHTCOM GROUP LIMITED

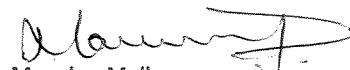
Manohar Mollama
 Manohar Mollama
 Company Secretary
 M.No. A39254



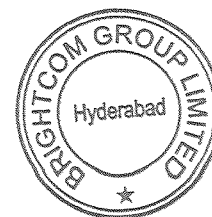
Resolution (2)

Resolution required: (Ordinary / Special)								
Whether promoter/promoter group are interested in the agenda/resolution?		Special No						
Description of resolution considered		Approval of the Employee Stock Option Scheme 2021 and grant of Employee Stock Options to the employees of the Company's subsidiaries under the Scheme						
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		35243670	18.8845	35243670	0	100.0000	0.0000
	Poll	186627685						
	Postal Ballot (if applicable)							
	Total	186627685	35243670	18.8845			35243670	0
Public- Institutions	E-Voting		695965	60.0566	695965	0	100.0000	0.0000
	Poll	1158848						
	Postal Ballot (if applicable)							
	Total	1158848	695965	60.0566			695965	0
Public- Non Institutions	E-Voting		53003392	16.5706	52946834	56558	99.8933	0.1067
	Poll	319864966						
	Postal Ballot (if applicable)							
	Total	319864966	53003392	16.5706			52946834	56558
Total	Total	507651499	88943027	17.5205	88886469	56558	99.9364	0.0636
Whether resolution is Pass or Not.							Yes	

FOR BRIGHTCOM GROUP LIMITED




Manohar Mollama
Company Secretary
M.No. A39254

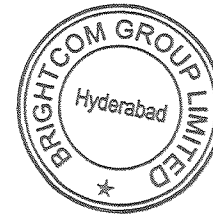


Resolution (3)

Resolution required: (Ordinary / Special)								
Whether promoter/promoter group are interested in the agenda/resolution?		Special No						
Description of resolution considered		Authorization to the 'Brightcom Group Employee Welfare and ESOP Benefit Trust' for Secondary Acquisition						
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		35243670	18.8845	35243670	0	100.0000	0.0000
	Poll	186627685						
	Postal Ballot (if applicable)							
	Total	186627685	35243670	18.8845				
Public- Institutions	E-Voting		695965	60.0566	695965	0	100.0000	0.0000
	Poll	1158848						
	Postal Ballot (if applicable)							
	Total	1158848	695965	60.0566				
Public- Non Institutions	E-Voting		53003392	16.5706	52929194	74198	99.8600	0.1400
	Poll	319864966						
	Postal Ballot (if applicable)							
	Total	319864966	53003392	16.5706				
Total	Total	507651499	88943027	17.5205	88868829	74198	99.9166	0.0834
Whether resolution is Pass or Not.							Yes	

For BRIGHTCOM GROUP LIMITED

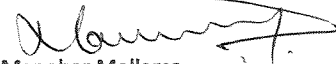

 Manohar Mollama
 Company Secretary
 M.No. A39254



Resolution (4)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Provision of interest free loan by the Company for purchase of its own shares by the Trust/Trustees for the benefit of Employees of the Company and Employees of Subsidiaries under the Brightcom Group Employees Stock Option Scheme 2021						
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		35243670	18.8845	35243670	0	100.0000	0.0000
	Poll	186627685						
	Postal Ballot (if applicable)							
	Total	186627685	35243670	18.8845			35243670	0
Public- Institutions	E-Voting		695965	60.0566	695965	0	100.0000	0.0000
	Poll	1158848						
	Postal Ballot (if applicable)							
	Total	1158848	695965	60.0566			695965	0
Public- Non Institutions	E-Voting		53003342	16.5705	52873654	129688	99.7553	0.2447
	Poll	319864966						
	Postal Ballot (if applicable)							
	Total	319864966	53003342	16.5705			52873654	129688
Total	Total	507651499	88942977	17.5205	88813289	129688	99.8542	0.1458
Whether resolution is Pass or Not.							Yes	

For BRIGHTCOM GROUP LIMITED


 Manohar Mollama
 Company Secretary
 M.No. A39254



Resolution (5)

Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Disclosure of the pre-preferential holding to resolution no.6 of the AGM Notice dated December 04, 2020					
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	186627685	35243670	18.8845	35243670	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	186627685	35243670	18.8845	35243670	0	100.0000	0.0000
Public- Institutions	E-Voting	1158848	695965	60.0566	695965	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1158848	695965	60.0566	695965	0	100.0000	0.0000
Public- Non Institutions	E-Voting	319864966	52998140	16.5689	49768221	3229919	93.9056	6.0944
	Poll							
	Postal Ballot (if applicable)							
	Total	319864966	52998140	16.5689	49768221	3229919	93.9056	6.0944
Total	Total	507651499	88937775	17.5195	85707856	3229919	96.3683	3.6317
Whether resolution is Pass or Not.							Yes	

For BRIGHTCOM GROUP LIMITED

Manohar Mollama
 Manohar Mollama
 Company Secretary
 M.No. A39254



A. Sridhar

Practicing Company Secretary



Scrutinizer Report on Postal Ballot
(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 (Remote e-voting)

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 resolutions stated in the notice of the Postal Ballot dated June 9, 2021 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 resolutions 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(s).
2. In accordance with the Notice of the Postal Ballot dated June 9, 2021, dispatched to the shareholders by prescribed modes and the 'Advertisement' pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 dated June 13, 2021 voting commenced on Tuesday, June 15, 2021 (09:00 hours IST) and ended on Wednesday, July 14, 2021 (17:00 hours IST) for e-voting. The e-voting facility was provided by Central Depository Services (India) Limited (CDSL). The votes were unblocked at around 05.17 PM on July 14, 2021 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 June 4, 2021, "cut-off date" were entitled to vote on the resolution stated in the Notice of the Postal Ballot.
4. My report on the results of the voting is based on the data downloaded from the e-voting website of Central Depository Services (India) Limited (CDSL).
5. The result of the e-voting is as per Annexure - A:

Thanking you
 Yours faithfully,

A. Sridhar
 Practicing Company Secretary
 C.P No: 12011
 UDIN F009736C000635746
 Place: Hyderabad
 Date: 15-07-2021



ANNEXURE -A

Item No.1- Approval of the Employee Stock Option Scheme 2021 of the Company and Grant of Employee Stock Options to the employees of the Company thereunder

Mode	Total Number of Members who voted	Total votes	Favour			Against			Invalid/Abstained	
			No. of Members	Votes	%	No. of Members	Votes	%	Ballots	Votes
E-voting	415	88943027	361	88774900	99.81%	54	168127	0.19%	--	--
TOTAL	415	88943027	361	88774900	99.81%	54	168127	0.19%	--	--

Item No.2- Approval of the Employee Stock Option Scheme 2021 and grant of Employee Stock Options to the employees of the Company's subsidiaries under the Scheme

Mode	Total Number of Members who voted	Total votes	Favour			Against			Invalid/Abstained	
			No. of Members	Votes	%	No. of Members	Votes	%	Ballots	Votes
E-voting	415	88943027	347	88886469	99.94%	68	56558	0.06%	--	--
TOTAL	415	88943027	347	88886469	99.94%	68	56558	0.06%	--	--

Item No.3- Authorization to the 'Brightcom Group Employee Welfare and ESOP Benefit Trust' for Secondary Acquisition

Mode	Total Number of Members who voted	Total votes	Favour			Against			Invalid/Abstained	
			No. of Members	Votes	%	No. of Members	Votes	%	Ballots	Votes
E-voting	415	88943027	362	88868829	99.92%	53	74198	0.08%	--	--
TOTAL	415	88943027	362	88868829	99.92%	53	74198	0.08%	--	--

Item No.4- Provision of interest free loan by the Company for purchase of its own shares by the Trust/Trustees for the benefit of Employees of the Company and Employees of Subsidiaries under the Brightcom Group Employees Stock Option Scheme 2021

Mode	Total Number of Members who voted	Total votes	Favour			Against			Invalid/Abstained	
			No. of Members	Votes	%	No. of Members	Votes	%	Ballots	Votes
E-voting	414	88942977	330	88813289	99.85%	84	129688	0.15%	--	--
TOTAL	414	88942977	330	88813289	99.85%	84	129688	0.15%	--	--

Item No.5- Disclosure of the pre-preferential holding to resolution no.6 of the AGM Notice dated December 04, 2020

Mode	Total Number of Members who voted	Total votes	Favour			Against			Invalid/Abstained	
			No. of Members	Votes	%	No. of Members	Votes	%	Ballots	Votes
E-voting	410	88937775	367	85707856	96.37%	43	3229919	3.63%	--	--
TOTAL	410	88937775	367	85707856	96.37%	43	3229919	3.63%	--	--

