

**Quarterly Compliance Report on Corporate Governance**  
**Name of the Company: BHARATIYA GLOBAL INFOMEDIA LIMITED**  
**CIN: L74999DL1994PLC062967**  
**Quarter ended on: December 31<sup>ST</sup>, 2017**

<b>I. Composition of Board of Directors</b>							
Name of Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure	No. of Directorship in listed entities including this listed entity	No. of memberships in Audit/Stakeholder Committee held in listed entities including this entity	No. of post of Chairpersons in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr. Rakesh Bhhatia	00046983 AHYPB7406Q	Chairperson	31-08-2017	5 Yr.	2	4	0
Mrs. Arti Bhatia	00047040 AFCPB5056J	Non-Executive	31-08-2017	5 Yr.	1	0	0
Mr. Sanjay Kapoor	00047651 AIXPK2530Q	Non-Executive	31-08-2017	3 Yr.	1	2	2
Mr. Harjeet Singh Anand	03168663 AABPA2410K	Non-Executive	31-08-2017	3 Yr.	2	4	2
Mrs. Nanda Devi Soni	06403321 ECJPS3459C	Non-Executive	26-05-2017	3 Yr.	1	0	0
<b>II. Composition of Committees</b>							
Name of Committee				Name of Committee members		Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	
1. Audit Committee				1. Mr. Sanjay Kapoor 2. Mr. Harjeet Singh Anand 3. Mr. Rakesh Bhhatia		Chairperson Independent Executive	
2. Nomination & Remuneration Committee				1. Mr. Sanjay Kapoor 2. Mr. Harjeet Singh Anand 3. Mr. Rakesh Bhhatia		Chairperson Independent Executive	
3. Stakeholders Relationship Committee				1. Mr. Rakesh Bhhatia 2. Mr. Harjit Singh Anand 3. Mr. Sanjay Kapoor		Executive Independent Chairman	
<b>III. Meeting of Board of Directors</b>							
Date(s) of meeting in the previous quarter				Date(s) of meeting in		Maximum gap between	

	<b>the relevant quarter</b>	<b>any two consecutive meetings in number of days</b>
<b>14-09-2017</b>	<b>14-12-2017</b>	<b>90 Days</b>

#### **IV. Meetings of Committees**

<b>Date of the Meetings in the relevant quarter</b>	<b>Whether Requirement of Quorum met(Details)</b>	<b>Date(s) of meeting in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
<b>Audit Committee- 14-12-2017</b>	<b>Yes, Rakesh Bhhatia &amp; Mr. Sanjay Kapoor and Harjit S Anand were present in the meeting.</b>	<b>14-09-2017</b>	<b>90 Days</b>

#### **V. Related Party Transactions**

<b>Subject</b>	<b>Compliance Status (Yes/ No/NA)</b>
Whether prior approval of audit committee obtained	<b>Yes</b>
Whether shareholder approval obtained for material RPT	<b>NA</b>
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	<b>Yes</b>

#### **V. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - (a) Audit Committee
  - (b) Nomination & Remuneration Committee
  - (c) Stakeholders Relationship Committee
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

**For Bharatiya Global Infomedia Limited**  
**Sd/-**  
**Kumar Pushkar**  
**(Company Secretary & Compliance Officer)**

**ANNEXURE-II**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Items</b>	<b>Compliance Status (Yes/No/NA)</b>	
Details of Business	Yes	
Terms and Conditions of Appointment of Independent Directors	Yes	
Composition of various committees of Board of Directors	Yes	
Code of conduct of Board of Directors and Senior Management Personal	Yes	
Details of establishment of vigil mechanism/whistle blower policy	Yes	
Criteria of making payments to non-executive director	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining material subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
Email address for grievance Redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with media companies and/or their associates	NA	
New name and old name of the listed entity	NA	
<b>II. Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance Status (Yes/No/NA)</b>
Independent Director(s) have been appointed in terms of specified criteria of “independence” and/ or “eligibility”	16(1)(b) & 25 (6)	Yes
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of conduct	17(5)	Yes
Fee/compensation	17(6)	Yes
Minimum information	17(7)	Yes
Compliance certificate	17(8)	Yes
Risk assessment & management	17(9)	Yes
Performance Evaluation of independent Director	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & 19(2)	Yes
Composition of stakeholder relationship committee	20(1) & (2)	Yes
Composition of role of risk management committee	21(1)(2)(3),(4)	NA
Vigil mechanism	22	Yes
Policy for related party transaction	23(1),(5),(6),(7)& (8)	Yes
Prior or omnibus approval of audit committee for all related party transaction	23(2),(3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	NA
Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	NA
Maximum directorship & tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) &(4)	Yes
Familiarization of independent director	25(7)	Yes
Memberships in committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of board of directors and senior management personal	26(3)	Yes

Disclosure of shareholding by non executive directors	26(4)	Yes
Policy with respect to obligations of directors and senior management	26(2) 7 26(5)	Yes
<p>Affirmations:  The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements respect to subsidiary of listed entity has been complied.</p>		
<p><b>Bharatiya Global Infomedia Limited</b>  <b>Sd/-</b>  <b>Kumar Pushkar</b>  <b>Company Secretary &amp; Compliance Officer</b></p>		