



Date: July 21, 2023

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051, India

Dear Sir/ Madam,

Subject: Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the quarter ended June 30, 2023)

Dear Sir/ Ma'am

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 enclosed herewith Quarterly Compliance Report on Corporate Governance for the quarter ended June 30, 2023.

This is for your information and records.

Thanking you,
Sincerely Yours
For Bharti Hexacom Limited

Richa Gupta Rohatgi
Company Secretary
Address: Bharti Crescent, 1, Nelson Mandela Road,
Vasant Kunj, Phase – II, New Delhi – 110 070.
Membership No.: A24446

Bharti Hexacom Limited
(A Bharti enterprise)

[CIN: U74899DL1995PLC067527]

Regd. Office: Bharti Crescent, 1, Nelson Mandela Road, Vasant Kunj, Phase – II, New Delhi – 110 070.
T: +91-11-4666 6100, F: +91-11-4166 6137, email: [bharti@hexacom@bharti.in](mailto:bhartihexacom@bharti.in) website: www.bhartihexacom.in

Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	BHARTI HEXACOM LIMITED
Date of Start of Financial Year	01 April, 2023
Date of End of Financial Year	31 March, 2024
Quarter Ended	30 June, 2023
Reporting Quarter	Quarterly
Date of Submission of report on NEAPS	
Whether the Company was HVDL as on March 31, 2022.	YES
Whether HVDL provisions have become applicable during the course of the quaters if the answer to above is NO.	NO

I. Composition of Board of Directors												
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee)&	Initial date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	RAVINDER ARORA	00050336	Non- Executive-Independent Director	14-01-21	14-01-21		29.16	27/08/1960	1	1	3	1
Mr.	DEVENDRA KHANNA	01996768	Non- Executive- Non-Independent Director	10-08-13				14/07/1960	2	0	1	0
Mr.	SANJEEV KUMAR	07566882	Non- Executive- Non-Independent Director	01-02-21				01-12-66	1	0	0	0
Mr.	SOUMEN RAY	09484511	Non- Executive- Non-Independent Director	14-02-22				13-07-73	1	0	1	0
Mr.	ASHOK TYAGI	00784563	Non- Executive, Independent Director	14-02-22	14-02-22		16.16	01-01-54	1	1	2	1
Mr.	JAGDISH SAKSENA DEEPAK	02194470	Non- Executive Chairperson	20-05-22				16-07-58	1	1	1	0
Mr.	RAHUL VATTS	08877577	Non- Executive- Non-Independent Director	20-05-22				27-09-73	1	0	2	0
Ms.	VIDYUT GULATI	08205324	Non- Executive- Non-Independent Director	20-05-22				03-06-79	1	0	2	0
Mr.	ARVIND KOHLI	00001920	Non- Executive-Independent Director	22-03-23	22-03-23		3.08	30/07/1961	2	2	10	1
Mr.	SURAJIT MANDOL	10098016	Non- Executive- Non-Independent Director	15-04-23				21/11/1971	1	0	1	0
Whether Regular chairperson appointed :- Yes												
Whether Chairperson is related to managing director or CEO :- No												
SPAN of any director would not be displayed on the website of Stock Exchange												
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen												
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.												

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Ashok Tyagi	Non- Executive- Independent Director- Chairperson	14-02-22	
		Soumen Ray	Non- Executive- Non Independent Director	14-02-22	
		Ravinder Arora	Non- Executive- Independent Director	14-01-21	
		Sanjeev Kumar	Non- Executive- Non Independent Director	01-02-21	15-04-23
		Surajit Mandol	Non- Executive- Non Independent Director	15-04-23	
		Arvind Kohli	Non- Executive- Independent Director	22-03-23	
2. Nomination & Remuneration Committee	Yes	Ravinder Arora	Non- Executive- Independent Director- Chairperson	14-01-21	
		Vidyut Gulati	Non- Executive-Non independent director	20-05-22	
		Arvind Kohli	Non- Executive- Independent Director	22-03-23	
3. Risk Management Committee(if applicable)	Yes	Ravinder Arora	Non- Executive Independent director- Chairperson	14-01-21	
		Vidyut Gulati	Non- Executive-Non independent director	20-05-22	
		Sanjeev Kumar	Non- Executive- Non Independent Director	01-02-21	15-04-23
		Surajit Mandol	Non- Executive- Non Independent Director	15-04-23	
		Arvind Kohli	Non- Executive- Independent Director	22-03-23	
4. Stakeholders Relationship Committee'	Yes	Ravinder Arora	Non- Executive Independent Director - Chairperson	14-01-21	
		Rahul Vatts	Non- Executive-Non independent director	20-05-22	
		Vidyut Gulati	Non- Executive-Non independent director	20-05-22	
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					

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* (Yes / No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
13/02/2023					
	30/05/2023	Yes	9	3	106
* to be filled in only for the current quarter meetings					

IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes / No)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee					
30-05-23	Yes	5	3	13-02-23	106
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					

V. Related Party Transactions		
Subject	Compliance status (Yes/No) refer note below	Detailed Reason / explanation for Non-compliance
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes	

VI.Affirmations		
Particulars	Compliance status (Yes/No)	Detailed Reason / explanation for Non-compliance
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	No	The Company is in process of aligning the constitution of the Committee as prescribed in the Regulation 17.
The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:		
a. Audit Committee	No	The Company is in process of aligning the constitution of the Committee as prescribed in the Regulation 18.
b. Nomination & Remuneration Committee	Yes	
c. Stakeholders Relationship Committee	Yes	
d. Risk management committee (as applicable)	Yes	
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	
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	
This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	Yes	

For Bharti Hexacom Limited

Richa Gupta
Company Secretary and Compliance Officer