



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 March 31, 2022

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 in the format prescribed by SEBI circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021 for the quarter ended March 31, 2022.

This is for your information and records.

Thanking you,
Sincerely Yours

For Bharti Hexacom Limited


Richa Gupta Rohatgi
Company Secretary

 Date: April 20, 2022
Place: New Delhi

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: bhartihexacom@bharti.in website: www.bhartihexacom.in

1. Name of Listed Entity : Bharti Hexacom Limited
2. Quarter ending : March 31, 2022
- 3.

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 Directors hip 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	RAJIV KUMAR CHAUDHRI	AAGPC2897P&00042503	Non-Executive-independent Director	15-11-2019			28	14-09-1948	2	2	2	1
Mr	RAVINDER ARORA	AACPA7380H&00050336	Non-Executive-independent Director	14-01-2021			14	27-08-1960	2	2	2	0

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Mr	DEVENDRA KHANNA	AAPFK2893 L& 01996768	Chairperson	10-08-2013		103	14-07-1960	2	0	2	0
Ms	NEHA SHARMA	AOJPS5141 K&0264744 5	Non-Executive-Non-independent Director	27-08-2019	14-02-2022	30	24-04-1983	2^	0	2^	0
Mr	NARENDRA JAIN	AARPJ8274 A& 06942419	Non-Executive-Non-independent Director	01-12-2017		55	05-11-1962	1	0	1	0
Mr	SANJEEV KUMAR	AIDPK4041 L& 07566882	Non-Executive-Non-independent Director	01-02-2021		14	01-12-1966	1	0	0	0
Mr	PANKAJ TEWARI	ACWPT697 9P& 08006533	Non-Executive-Non-independent Director	27-08-2019		31	17-05-1972	2	0	3	2
Mr	SOUMEN RAY	ADCPR352 0K & 09484511	Additional Director, Non-Executive-Non-independent Director	14-02-2022		2	13-07-1973	2	0	1	0
Ms	AJEETA KHALE	AISPA6571 G & 09478115	Additional Director, Non-Executive-Non-independent	14-02-2022		2	09-02-1985	2	0	2	0

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			nt Director									
Mr	ASHOK TYAGI	AAAPT0159 P & 00784563	Additional Director, Non- Executive- Non- independe nt Director	14-02- 2022		2		0	0	1	0	
		Whether Regular chairperson appointed YES										
		Whether Chairperson is related to managing director or CEO NO										
		<p><i>§PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than onecategory write all categories separating them with hyphen</i></p> <p><i>* 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.</i></p> <p><i>^ Computation of Directorship and Membership in Committees is as on the date of her resignation i.e. February 14, 2022</i></p>										

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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	Devendra Khanna	Non- Executive- Non-independent Director	30-11-2016	
		Rajiv Kumar Chaudhri	Non- Executive- Independent Director- Chairperson	15-11-2019	
		Ravinder Arora	Non- Executive- independent Director	14-01-2021	
		Narendra Jain	Non- Executive- Non-independent Director	14-02-2022	
		Ashok Tyagi	Non- Executive- independent Director	14-02-2022	
2. Nomination & Remuneration Committee	YES	Rajiv Kumar Chaudhri	Non- Executive- Independent Director- Chairperson	15-11-2019	
		Ravinder Arora	Non- Executive- independent Director	14-01-2021	
		Neha Sharma	Non- Executive-Non independent director	27-08-2019	14-02-2022
		Ajeeta Kahale	Non- Executive-Non independent director	14-02-2022	
		3. Risk Management Committee(if applicable)	YES	Pankaj Tewari	Non- Executive-Non independent director- Chairperson
Neha Sharma	Non- Executive-Non independent director			27-08-2019	14-02-2022
Ajeeta Kahale	Non- Executive-Non independent director			14-02-2022	

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		Narendra Jain	Non- Executive-Non independent director	01-12-2017	
		Rajiv Kumar Chaudhri	Non- Executive-Independent Director	15-11-2019	
4. Stakeholders Relationship Committee'	YES	Rajiv Kumar Chaudhri	Non- Executive-Independent Director-Chairperson	15-11-2019	
		Pankaj Tewari	Non- Executive-Non independent director	27-08-2019	
		Ravinder Arora	Non- Executive-Independent Director	14-01-2021	
<i>&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</i>					
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*	Maximum gap between any two consecutive (in number of days)
29-10-2021		Yes	7	2	77
	14-02-2022	Yes	5	1	108
* 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)*	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					
14-02-2022	Yes	2	2	29-10-2021	108
* 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					

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V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	refer note below 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
Note:	
<p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.-(YES)</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ul style="list-style-type: none"> a. Audit Committee – (YES) b. Nomination & Remuneration Committee- (YES) c. Stakeholders Relationship Committee- (YES) d. Risk management committee (as applicable) – (YES) <p>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)</p> <p>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)</p> <p>5. 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. – (NA)</p>	

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Name & Designation
Richa Gupta Rohatgi

Richa
A24446
Company Secretary / Compliance Officer / Managing Director / CEO / CFO

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

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1. Name of Listed Entity : Bharti Hexacom Limited
2. Quarter ending : March 31, 2022
- 3.

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 Directors hip 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	RAJIV KUMAR CHAUDHRI	AAGPC2897P&00042503	Non-Executive-independent Director	15-11-2019			28	14-09-1948	2	2	2	1
Mr	RAVINDER ARORA	AACPA7380H&00050336	Non-Executive-independent Director	14-01-2021			14	27-08-1960	2	2	2	0

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Mr	DEVENDRA KHANNA	AAPFK2893 L& 01996768	Chairperson	10-08-2013		103	14-07-1960	2	0	2	0
Ms	NEHA SHARMA	AOJPS5141 K&0264744 5	Non-Executive-Non-independent Director	27-08-2019	14-02-2022	30	24-04-1983	2^	0	2^	0
Mr	NARENDRA JAIN	AARPJ8274 A& 06942419	Non-Executive-Non-independent Director	01-12-2017		55	05-11-1962	1	0	1	0
Mr	SANJEEV KUMAR	AIDPK4041 L& 07566882	Non-Executive-Non-independent Director	01-02-2021		14	01-12-1966	1	0	0	0
Mr	PANKAJ TEWARI	ACWPT697 9P& 08006533	Non-Executive-Non-independent Director	27-08-2019		31	17-05-1972	2	0	3	2
Mr	SOUMEN RAY	ADCPR352 0K & 09484511	Additional Director, Non-Executive-Non-independent Director	14-02-2022		2	13-07-1973	2	0	1	0
Ms	AJEETA KHALE	AISPA6571 G & 09478115	Additional Director, Non-Executive-Non-independent	14-02-2022		2	09-02-1985	2	0	2	0

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			nt Director									
Mr	ASHOK TYAGI	AAAPT0159 P & 00784563	Additional Director, Non- Executive- Non- independe nt Director	14-02- 2022		2		0	0	1	0	
		Whether Regular chairperson appointed YES										
		Whether Chairperson is related to managing director or CEO NO										
		<p><i>§PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than onecategory write all categories separating them with hyphen</i></p> <p><i>* 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.</i></p> <p><i>^ Computation of Directorship and Membership in Committees is as on the date of her resignation i.e. February 14, 2022</i></p>										

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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	Devendra Khanna	Non- Executive- Non-independent Director	30-11-2016	
		Rajiv Kumar Chaudhri	Non- Executive- Independent Director- Chairperson	15-11-2019	
		Ravinder Arora	Non- Executive- independent Director	14-01-2021	
		Narendra Jain	Non- Executive- Non-independent Director	14-02-2022	
		Ashok Tyagi	Non- Executive- independent Director	14-02-2022	
2. Nomination & Remuneration Committee	YES	Rajiv Kumar Chaudhri	Non- Executive- Independent Director- Chairperson	15-11-2019	
		Ravinder Arora	Non- Executive- independent Director	14-01-2021	
		Neha Sharma	Non- Executive-Non independent director	27-08-2019	14-02-2022
		Ajeeta Kahale	Non- Executive-Non independent director	14-02-2022	
		3. Risk Management Committee(if applicable)	YES	Pankaj Tewari	Non- Executive-Non independent director- Chairperson
Neha Sharma	Non- Executive-Non independent director			27-08-2019	14-02-2022
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		Narendra Jain	Non- Executive-Non independent director	01-12-2017	
		Rajiv Kumar Chaudhri	Non- Executive-Independent Director	15-11-2019	
4. Stakeholders Relationship Committee'	YES	Rajiv Kumar Chaudhri	Non- Executive-Independent Director-Chairperson	15-11-2019	
		Pankaj Tewari	Non- Executive-Non independent director	27-08-2019	
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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*	Maximum gap between any two consecutive (in number of days)
29-10-2021		Yes	7	2	77
	14-02-2022	Yes	5	1	108
* 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)*	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					
14-02-2022	Yes	2	2	29-10-2021	108
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V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	refer note below 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
Note:	
<p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.-(YES)</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ul style="list-style-type: none"> a. Audit Committee – (YES) b. Nomination & Remuneration Committee- (YES) c. Stakeholders Relationship Committee- (YES) d. Risk management committee (as applicable) – (YES) <p>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)</p> <p>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)</p> <p>5. 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. – (NA)</p>	

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Name & Designation
Richa Gupta Rohatgi

Richa
A24446
Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO / CFO

Note:

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