

## Integrated Governance

### BHARTI HEXACOM LIMITED

#### General information about company

Scrip code	544162
NSE Symbol	BHARTIHEXA
MSEI Symbol	NOTLISTED
ISIN	INE343G01021
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	true
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false
Risk management committee	true
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities
Is SCORE ID Available ?	true
SCORE Registration ID	comz00700
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory										Disqualification of Directors under section 164 of the Companies Act, 2013																
Whether the listed entity has a Regular Chairperson										true																
Whether Chairperson is related to MD or CEO										false		Disqualification of Directors under section 164 of the Companies Act, 2013														
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN		
1	Mr	Jagdish Saksena Deepak	02194470	Non-Executive - Non Independent Director	Chairperson		false				Active	NA	20-05-2022					3	1	2	1					
2	Mr	Rakesh Bharti Mittal	00042494	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA	28-10-2024					2	0	0	0					
3	Mr	Devendra Khanna	01996768	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA	10-08-2013					2	0	1	0					
4	Mr	Soumen Ray	09484511	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA	14-02-2022					2	0	6	1					
5	Mr	Kapal Kumar Vohra	07384162	Non-Executive - Independent Director	Not Applicable		false				Active	NA	22-12-2023	22-12-2023			24.09	2	2	4	2					
6	Mrs	Nalina Suresh	10429755	Non-Executive - Independent Director	Not Applicable		false				Active	NA	22-12-2023	22-12-2023			24.09	1	1	0	0					
7	Mr	Ashok Tyagi	00784563	Non-Executive - Independent Director	Not Applicable		false				Active	NA	14-02-2022	14-02-2022			46.14	1	1	1	1					
8	Mr	Kanwaljit Singh Cheema	10655273	Non-Executive - Independent Director	Not Applicable		false				Active	NA	20-11-2024	20-11-2024			13.1	1	1	0	0					
9	Mr	Arun Gupta	00002157	Non-Executive - Independent Director	Not Applicable		false				Active	NA	22-12-2023	22-12-2023			24.09	1	1	3	1					
10	Mr	Arvind Kohli	00001920	Non-Executive - Independent Director	Not Applicable		false				Active	NA	22-03-2023	22-03-2023			33.09	2	2	10	3					

## **Annexure I**

### **II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00784563	Ashok Tyagi	Non-Executive - Independent Director	Chairperson	14-02-2022		Textual Information(1)
2	09484511	Soumen Ray	Non-Executive - Non Independent Director	Member	20-05-2022		
3	00001920	Arvind Kohli	Non-Executive - Independent Director	Member	22-03-2023		
4	07384162	Kapal Kumar Vohra	Non-Executive - Independent Director	Member	22-12-2023		
5	00002157	Arun Gupta	Non-Executive - Independent Director	Member	22-12-2023		

### Text Block

Textual Information(1)

Mr. Ashok Tyagi was initially appointed as member of the committee w.e.f February 14, 2022 and later was re-categorised as a chairman on February 13, 2023

### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson							true
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001920	Arvind Kohli	Non-Executive - Independent Director	Chairperson	22-03-2023		Textual Information(1)
2	10429755	Nalina Suresh	Non-Executive - Independent Director	Member	22-12-2023		
3	00784563	Ashok Tyagi	Non-Executive - Independent Director	Member	22-12-2023		

### Text Block

Textual Information(1)

Mr. Arvind Kholi was initially appointed as member of the committee w.e.f March 22, 2023 and later was re-categorised as a chairman on December 22, 2023

### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00002157	Arun Gupta	Non-Executive - Independent Director	Chairperson	22-12-2023		
2	07384162	Kapal Kumar Vohra	Non-Executive - Independent Director	Member	22-12-2023		
3	09484511	Soumen Ray	Non-Executive - Non Independent Director	Member	22-12-2023		

### Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001920	Arvind Kohli	Non-Executive - Independent Director	Chairperson	22-03-2023		Textual Information(1)
2	01548824	Akhil Garg	Chief Financial Officer	Member	22-12-2023		Textual Information(2)
3	00784563	Ashok Tyagi	Non-Executive - Independent Director	Member	22-12-2023		

### Text Block

Textual Information(1)	Mr. Arvind Kohli was initially appointed as member of the committee w.e.f March 22, 2023 and later was re-categorised as a chairman on December 22, 2023
Textual Information(2)	Mr. Akhil Garg is a Director in other companies therefore he has DIN. However, he is not a director in this Company (i.e Bharti Hexacom Limited) and holds position of the Chief Financial Officer (CFO).

## Corporate Social Responsibility Committee

## Other Committee

## Annexure I

### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	05-08-2025			true	10	10	6
2	03-11-2025	89		true	10	10	6
3	18-12-2025			true	10	10	6

### **Text Block**

Textual Information(1)

The Board Meeting for approving the financial statements as on September 30, 2025 was held over October 31- November 03, 2025.

## Annexure I

<b>IV. Meeting of Committees</b>										Textual Information(1)	
Disclosure of notes on meeting of committees explanatory											
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)	
1	Audit Committee	05-08-2025				true	5	5	4	0	
2	Audit Committee	16-09-2025	41			true	5	5	4	0	
3	Audit Committee	03-11-2025	47			true	5	5	4	0	
4	Audit Committee	18-12-2025	44			true	5	5	4	0	
5	Stakeholders Relationship Committee	04-08-2025				true	3	3	2	0	
6	Stakeholders Relationship Committee	31-10-2025	87			true	3	3	2	0	
7	Risk Management Committee	04-08-2025				true	3	3	2	1	
8	Nomination and remuneration committee	31-10-2025	87			true	3	3	3	0	
9	Nomination and remuneration committee	18-12-2025	47			true	3	3	3	0	

**Text Block**

Textual Information(1)

Audit Committee Meeting was held over October 31- November 03, 2025

## Annexure I

Sr	Subject	V. Affirmations	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015		true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee		true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee		true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee		true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)		Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.		true
7	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.		true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.		true
9	Any comments/observations/advice of Board of Directors may be mentioned here:		

**Annexure I**

Sr	Subject	Compliance status
1	Name of signatory	Amit Chaturvedi
2	Designation	Company Secretary and Compliance Officer

### Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

### Signatory Details

Name of signatory	Amit Chaturvedi
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	20-01-2026

### Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

**Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	The Department of Telecommunications, Rajasthan LSA (â€˜DoT')	Notice imposing a penalty of Rs.17,000 for alleged violation of subscriber verification norms.	07-11-2025	Alleged violation of terms and conditions with respect to the subscriber verification norms under the License Agreement, pursuant to Sample CAF Audit conducted by DoT for May 2025	The maximum financial impact/implication is to the extent of the penalty levied.
2	The Department of Telecommunications, Rajasthan LSA (â€˜DoT')	Notice imposing a penalty of Rs.85,000 for alleged violation of subscriber verification norms.	01-10-2025	Alleged violation of terms and conditions with respect to the subscriber verification norms under the License Agreement, pursuant to Sample CAF Audit conducted by DoT for August 2025	The maximum financial impact/implication is to the extent of the penalty levied.
3	The Department of Telecommunications, Rajasthan LSA (â€˜DoT')	Notice imposing a penalty of Rs.82,000 for alleged violation of subscriber verification norms.	30-10-2025	Alleged violation of terms and conditions with respect to the subscriber verification norms under the License Agreement, pursuant to Sample CAF Audit conducted by DoT for September 2025	The maximum financial impact/implication is to the extent of the penalty levied.
4	The Department of Telecommunications, Rajasthan LSA (â€˜DoT')	Notice imposing a penalty of Rs.85,000 for alleged violation of subscriber verification norms.	28-11-2025	Alleged violation of terms and conditions with respect to the subscriber verification norms under the License Agreement, pursuant to Sample CAF Audit conducted by DoT for October 2025	The maximum financial impact/implication is to the extent of the penalty levied.
5	The Department of Telecommunications, Rajasthan LSA (â€˜DoT')	Notice imposing a penalty of Rs.84,000 for alleged violation of subscriber verification norms.	31-12-2025	Alleged violation of terms and conditions with respect to the subscriber verification norms under the License Agreement, pursuant to Sample CAF Audit conducted by DoT for November 2025	The maximum financial impact/implication is to the extent of the penalty levied.

**Disclosure of Updates to Ongoing Tax Litigations or Disputes** The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				