

Ref: BGIL/NSE/QR IV/03/2017

Dated : 13.04.2017

To
General Manager Listing
Corporate Relationship Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (E) Mumbai-400051

Sub: Submission of Corporate Governance Report for the quarter ended 30.06.2016 under regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015

ISIN: INE224M01013

Scrip Code: 533499

Dear Sir,

Please find enclosed report on Corporate Governance for the quarter ending 31st March 2017 pursuant to regulation 27(2) of SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

Kindly take a note and oblige us.

Thanking You,

Your sincerely,

Bharatiya Global Infomedia Limited



Kumar Pushkar

Company Secretary & Compliance Officer

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity : **Bharatiya Global Infomedia Limited**
 2. Quarter ending : **31.03.2017**

I. COMPOSITION OF BOARD OF DIRECTORS								
Title (Mr./ Ms)	Name of the Director	PANŞ & DIN	Category (chairperson/ex ecutive/ non- executive/ independent/N ominee)&	Date of appointment in the current term / cessation	Tenure *	No. of Directorshi p in listed entities including this listed entity (Refer Regulation 25(1) of listing regulations)	No. of member ship in audit/st akehold er committ ees(s) includin g this listed entity (Refer Regulatio n 26(1) of listing regulatio ns)	No. of post of chairman in audit/stakehol der committees(s) including this listed entity (Refer Regulation 26(1) of listing regulations)
Mr.	Rakesh Bhhatia	AHYPB7406Q 00046983	Chairperson	29-08-2014	5 Yr.	2	4	0
Mrs.	Arti Bhatia	AFCPB5056J 00047040	Non- Executive	29-08-2014	5Yr.	2	4	0
Mr.	Harjeet Singh Anand	AABPA2410K 03168663	Non- Executive	29-08-2014	3Yr.	2	4	0
Mr.	Sanjay Kapoor	AIXPK2530Q 00047651	Non- Executive	29-08-2014	3 Yr.	1	0	1
II. Composition of Committees								

Name of the 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	Chairman Independent Executive
2. Nomination and remuneration committee	1. Mr. Harjeet Singh Anand 2. Mr. Sanjay Kapoor 3. Mr. Rakesh Bhhatia	Independent Executive
3. Stakeholder relationship Committee'	1. Mr. Rakesh Bhhatia 2. Mr. Harjit Singh Anand 3. Mr. Sanjeev Kumar Mittal	Executive Independent Independent

III. Meeting of the board of directors

Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
01-12-2016	13-02-2017	73 Days

IV. Meeting of committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of the meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)*
13-02-2017	Yes	12-11-2016	92 Days

V. Related Party Transaction

Subject	Compliance status (YES/ NO/ NA) please note below

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 audit committee	Yes

VI. Affirmations

1. The composition of board of Directors is in the 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 and remuneration committee
 - c. Stakeholder relationship Committee
 - d. Risk management committee (applicable to the top 100 listed entities) **NA**
3. The committee members have been made aware of these 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



Kumar Pushkar
Company Secretary & Compliance Officer

ANNEXURE-II

I. Disclosure on website in terms of Listing Regulations		Compliances status (Yes/No/NA)
Items		yes
Details of business		yes
Terms and Conditions of appointment of Independent		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		
Shareholding pattern		
Details of agreements entered into with media companies and /or their associates		N.A
New name and old name of the listed entity		N.A
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/ NA) <small>refer note below</small>
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)	
Composition of nomination & remuneration Committee	19(1) & (2)	yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	yes


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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 Compliances to code of conduct from members of Board of Directors and Senior management personnel	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

Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements respect to subsidiary of Listed Entity have been complied.

Bharatiya Global Infomedia Limited



Kumar Pushkar
Company Secretary & Compliance Officer