

ANNEXURE I
Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Cyber Media Research & Services Limited**
2. Quarter ending - **31-Mar-2023**

i. Composition Of Board Of Directors

Title (Mr./ Ms)	Name of the Director	DIN	P A N	Ca teg ory (C hai rpe rso n /Exe cutiv e/No n- Exe cutiv e/ Inde pen dent/ Nom inee)	Su b Ca te go ry	Initial Date of Appoin tment	Date of Appoin tment	Da te of ce ss ati on	Te nu re	Date of Birth	Whe ther the direc tor is disq ualifi ed?	St art Da te of dis quali fica tio n	End Date of disq ualifi cation	Details of disqua lifica tion	Curren t status	Wheth er specia l resolut ion passe d? [Refer Reg. 17 (1A) of Listing Regul ations]	Date of passin g specia l resolut ion	No. of Dire ctors hip in liste d entiti es inclu ding this liste d entit y [in refer ence to Reg ulati on 17A (1)]	No of Inde pen dent Dire ctors hip in liste d entiti es inclu ding this liste d entit y [in refer ence to regu latio n 17A (1)]	No of mem bers hips in Audi t/ Stak ehol der Com mitte e(s) inclu ding this liste d entit y	No of pos t of Ch airp ers on in Au dit/ Sta keh old er Com mitte e hel d in list ed enti ties incl udi ng this list ed enti ty	Me mb ers hip in Co mmi ttee s of the Com pany	R e m a r k s
Mr.	Pradeep Gupta	00007520		C, NED		29-Aug- 1996				08-Mar- 1955	No				Active	NA		2	0	0	0		
Mr.	Dhaval Gupta	05287458		ED	MD	20-Feb- 2017				15-Sep- 1983	No				Active	NA		2	0	2	0	SC	
Mr.	Rohitasav a Chand	00011150		NED		31-Jan- 2022				21-Oct- 1946	No				Active	Yes	22- Feb- 2022	2	0	4	2	AC, SC	
Mr.	Krishan Kant Tulshan	00009764		ID		01-Nov- 1997	31-Jan- 2022		14	17-Dec- 1962	No				Active	NA		2	2	2	2	AC,NR C	
Mrs.	Shravani Dang	02131359		ID		31-Jan- 2022	31-Jan- 2022		14	03-Jun- 1959	No				Active	NA		2	2	2	0	SC,NR C	

Mr.	Arun Seth	00204434		ID		31-Jan-2022	31-Jan-2022		14	19-Nov-1951	No				Active	NA		5	5	7	0	AC,NR C	
Mr.	Shravan Sampath	02590066		ID		07-Feb-2023	07-Feb-2023		2	10-May-1983	No				Active	NA		1	1	0	0		

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Krishan Kant Tulshan	ID	Chairperson	22-Feb-2022	
2	Rohitasava Chand	NED	Member	22-Feb-2022	
3	Arun Seth	ID	Member	22-Feb-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Rohitasava Chand	NED	Chairperson	22-Feb-2022	
2	Shravani Dang	ID	Member	22-Feb-2022	
3	Dhaval Gupta	ED	Member	22-Feb-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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Company Remarks	
Whether Regular chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Shravani Dang	ID	Chairperson	22-Feb-2022	
2	Krishan Kant Tulshan	ID	Member	22-Feb-2022	
3	Arun Seth	ID	Member	22-Feb-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
09-Nov-2022	Yes	6	4	1
07-Feb-2023	Yes	7	4	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	89

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	03-Nov-2022	Yes	3	3	2	0
Audit Committee	03-Feb-2023	Yes	3	2	2	0
Stakeholders Relationship Committee	09-Nov-2022	Yes	3	2	0	0
Stakeholders Relationship Committee	07-Feb-2023	Yes	3	2	1	0
Nomination & Remuneration Committee	07-Feb-2023	Yes	3	2	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. **Related Party Transactions**

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

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Not applicable**
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**
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**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Savita Rana
Designation : Company Secretary

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.cmrsi.net
Terms and conditions of appointment of independent directors	Yes		www.cmrsi.net
Composition of various committees of board of directors	Yes		www.cmrsi.net
Code of conduct of board of directors and senior management personnel	Yes		www.cmrsi.net
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.cmrsi.net
Criteria of making payments to non-executive directors	Yes		www.cmrsi.net
Policy on dealing with related party transactions	Yes		www.cmrsi.net
Policy for determining 'material' subsidiaries	Yes		www.cmrsi.net
Details of familiarization programs imparted to independent directors	Yes		www.cmrsi.net
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		www.cmrsi.net
Contact information of the designated officials of the listed entity who are	Yes		www.cmrsi.net
Financial results	Yes		www.cmrsi.net
Shareholding pattern	Yes		www.cmrsi.net
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously	Yes		www.cmrsi.net
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.cmrsi.net
Credit rating or revision in credit rating obtained by the entity for all	Not Applicable		
Separate audited financial statements of each subsidiary of the listed entity	Yes		www.cmrsi.net
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.cmrsi.net
Materiality Policy as per Regulation 30	Yes		www.cmrsi.net
Dividend Distribution policy as per Regulation 43A (as applicable)	Not Applicable		
It is certified that these contents on the website of the listed entity are	Yes		www.cmrsi.net

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	21(3A)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	

<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Not Applicable	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

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

Other Information	
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Name : **Savita Rana**
Designation : **Company Secretary**

ANNEXURE IV

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
98500000	0	0	0	98500000	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Name: Sankaranarayanan V.V.
Designation: Chief Financial Officer
Place: Gurugram
Date: 18-Apr-2023