

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 - **30-Sep-2023**

i. Composition of Board of Directors

| Title (Mr./Ms) | Name of the Director | DIN | Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominnee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of Cessation | Tenure | Date of Birth | 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 | No. of Directorship in listed entities including this listed entity [in reference to Regulation 17 A (1)] | No of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A (1)] | No of membership in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairpersons in Audit / Stakeholder Committee held in listed entities including this listed entity | Memberships in Committees of the Company | Remarks |
|----------------|----------------------|----------|---|--------------|-----------------------------|---------------------|-------------------|--------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|--|------------------------------------|---|---|--|--|--|---------|
| 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,RC | |
| Mr. | Rohitasava 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 | | 20 | 17-Dec-1962 | No | | | | Active | NA | | 2 | 2 | 2 | 2 | AC,RC,NRC | |
| Mrs. | Shravani Dang | 02131359 | ID | | 31-Jan-2022 | 31-Jan-2022 | | 20 | 03-Jun-1959 | No | | | | Active | NA | | 2 | 2 | 2 | 0 | SC,NRC | |
| Mr. | Arun Seth | 00204434 | ID | | 31-Jan-2022 | 31-Jan-2022 | | 20 | 19-Nov-1951 | No | | | | Active | NA | | 5 | 5 | 7 | 0 | AC,NRC | |
| Mr. | Shravan Sampath | 02590066 | ID | | 07-Feb-2023 | 07-Feb-2023 | | 8 | 10-May-1983 | No | | | | Active | NA | | 1 | 1 | 2 | 0 | AC,SC | |

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

ii. Composition of Committees**a. Audit Committee**

| <i>Sr. No.</i> | <i>Name of Committee members</i> | <i>Category</i> | <i>Chairperson/Member</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
|----------------|----------------------------------|-----------------|---------------------------|----------------------------|--------------------------|
| 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 | |
| 4 | Shravan Sampath | ID | Member | 25-May-2023 | |

| | |
|---------------------------------------|-----|
| Company Remarks | |
| Whether Regular chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| <i>Sr. No.</i> | <i>Name of Committee members</i> | <i>Category</i> | <i>Chairperson/Member</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
|----------------|----------------------------------|-----------------|---------------------------|----------------------------|--------------------------|
| 1 | Rohitasava Chand | NED | Chairperson | 22-Feb-2022 | |
| 2 | Shravani Dang | ID | Member | 22-Feb-2022 | |
| 3 | Dhaval Gupta | ED | Member | 22-Feb-2022 | |
| 4 | Shravan Sampath | ID | Member | 25-May-2023 | |

| | |
|---------------------------------------|-----|
| Company Remarks | |
| Whether Regular chairperson appointed | Yes |

c. Risk Management Committee

| <i>Sr. No.</i> | <i>Name of Committee members</i> | <i>Category</i> | <i>Chairperson/Member</i> | <i>Date of Appointment</i> | <i>Date of Cessation</i> |
|----------------|----------------------------------|-------------------------|---------------------------|----------------------------|--------------------------|
| 1 | Dhaval Gupta | ED | Chairperson | 02-Aug-2023 | |
| 2 | Krishan Kant Tulshan | ID | Member | 02-Aug-2023 | |
| 3 | Sankaranarayanan V.V. | Chief Financial Officer | Member | 02-Aug-2023 | |

| | |
|---------------------------------------|-----|
| Company Remarks | |
| Whether Regular chairperson appointed | Yes |

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 |
|---|--|---|--|--|
| 25-May-2023 | Yes | 7 | 5 | 2 |
| 08-Aug-2023 | Yes | 7 | 7 | 4 |

| | |
|---|----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 74 |

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 | 16-May-2023 | Yes | 3 | 3 | 2 | 0 |
| Audit Committee | 03-Aug-2023 | Yes | 4 | 3 | 2 | 0 |
| Stakeholders Relationship Committee | 25-May-2023 | Yes | 3 | 3 | 1 | 0 |
| Stakeholders Relationship Committee | 08-Aug-2023 | Yes | 4 | 4 | 2 | 0 |
| Risk Management Committee | 03-Aug-2023 | Yes | 2 | 2 | 1 | 1 |

| | |
|--|---|
| Company Remarks | Investment Committee comprises of: 1. Executive Director 2. Chief Financial Officer 3. Company Secretary |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 78 |

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained | Yes | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| 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 | |
|--|--|

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) - **Yes**
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:

As per provisions of Regulation 21 of the SEBI (LODR) Regulations, 2015, the Company is not required to have Risk Management Committee. However, the Company has a Risk Management Committee and its composition is as per abovesaid Regulation.

Name : Savita Rana
Designation : Company Secretary

ANNEXURE III

Affirmations

| <i>Broad Heading</i> | <i>Regulation Number</i> | <i>Compliance Status</i> | <i>Company Remark</i> |
|--|--------------------------------------|---------------------------------|------------------------------|
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |

Note:

Submission for Point No. 3: Due to unavoidable circumstances, Chairperson of the Nomination and Remuneration Committee could not attend the Annual General Meeting of the Company held on September 20, 2023. Submission for Point No. 4: Due to unavoidable circumstances, Chairperson of the Stakeholders Relationship Committee could not attend the Annual General Meeting of the Company held on September 20, 2023.

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

ANNEXURE IV

Additional Half Yearly Disclosure

Name of Company: Cyber Media Research & Services Limited

For the half year ended: September 30, 2023

Applicability of disclosure: Yes

I. Disclosure of Loans/ guarantees/ comfort letters securities etc. refer note below

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

| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months |
|--|---|--|
| Promoter or any other entity controlled by them | - | 9,35,77,349 |
| Promoter Group or any other entity controlled by them | | |
| Directors (including relatives) or any other entity controlled by them | | |
| KMP or any other entity controlled by them | | |

(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) |
|--|---------------------------------------|--|---|
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMP or any other entity controlled by them | | | |

(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 |
|--|--------------------------------------|--|--|
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | | |
| KMP or any other entity controlled by them | | | |

II. 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.

Note:

Name: Sankaranarayanan V.V.
 Designation: Chief Financial Officer
 Date: 18-10-2023