

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-2025**

i. Composition Of Board of Directors

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	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 Directors in listed entities including this listed entity [in reference to Regulation 17A (1)]	No. of Independent Directors in listed entities including this listed entity [in reference to provision 17A (1)]	No. of members in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairpersons in Audit/ Stakeholder Committee(s) 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		SRC, RMC
Mr.	Rohitasava Chand	00011150		NED		31-Jan-2022				21-Oct-1946	No				Active	Yes	22-Feb-2022	2	0	4	2		AC, SRC
Mr.	Krishan Kant Tulshan	00009764		ID		01-Nov-1997	31-Jan-2022		26	17-Dec-1962	No				Active	NA		2	2	1	1		AC,NR C,RMC

Mrs.	Shravani Dang	02131359		ID		31-Jan-2022	31-Jan-2022		26	03-Jun-1959	No				Active	NA		2	2	2	0	SRC, NRC	
Mr.	Arun Seth	00204434		ID		31-Jan-2022	31-Jan-2022		26	19-Nov-1951	No				Active	NA		5	5	10	4	NRC	
Mr.	Shravan Sampath	02590066		ID		07-Feb-2023	07-Feb-2023		14	10-May-1983	No				Active	NA		1	1	2	0	AC, SRC	

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	12-Feb-2025
4	Shravan Sampath	ID	Member	25-May-2023	

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	
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-August-2023	
2	Krishan Kant Tulshan	ID	Member	02-August-2023	
3	Sankaranarayanan V.V.	CFO	Member	02-August-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration 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	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
12-Nov-2024	Yes	7	5	3
11-Feb-2025	Yes	7	5	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

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	07-Nov-2024	Yes	4	3	3	0
Audit Committee	06-Feb-2025	Yes	4	3	2	0
Nomination & Remuneration Committee	11-Feb-2025	Yes	3	2	2	0
Stakeholders Relationship Committee	12-Nov-2024	Yes	4	3	1	0
Stakeholders Relationship Committee	11-Feb-2025	Yes	4	3	1	0
Risk Management Committee	11-Feb-2025	Yes	2	2	1	1
Independent Directors Committee	11-Feb-2025	Yes	4	4	4	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

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	NA	
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) - **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:

Sd/-
Savita Rana
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

<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Company Remark</i>	<i>Website</i>
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
Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		www.cmrsi.net
New name and the old name of the listed entity	Yes		www.cmrsi.net
Advertisements as per regulation 47 (1)	Yes		www.cmrsi.net
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments obtained	Not Applicable		
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.cmrsi.net
Secretarial Compliance Report	Yes		www.cmrsi.net
Materiality Policy as per Regulation 30(4)	Yes		www.cmrsi.net
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.cmrsi.net

Disclosure under regulation 30(8)	Yes		www.cmrsi.net
Statement of deviation(s) or variation(s) as specified in regulation 32	Yes		www.cmrsi.net
Dividend Distribution Policy as per Regulation 43A(1)	Yes		www.cmrsi.net
Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.cmrsi.net
Employee Benefit Scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Not Applicable		
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.cmrsi.net
Compliance with regulation 46(3) with respect to accuracy of disclosure on the website and timely updating	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)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	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>Role of Audit Committee and information to be reviewed by the audit committee</i>	18(3)	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>Role of Nomination & Remuneration Committee</i>	19(4)	Yes	

<i>Composition of Stakeholder Relationship Committee</i>	<i>20(1), 20(2) and 20(2A)</i>	Yes	
<i>Meeting of Stakeholder Relationship Committee</i>	<i>20(3A)</i>	Yes	
<i>Role of Stakeholder Relationship Committee</i>	<i>20(4)</i>	Yes	
<i>Composition and role of risk management committee</i>	<i>21(1),(2),(3),(4)</i>	Yes	
<i>Meeting of Risk Management Committee</i>	<i>21(3A)</i>	Yes	
<i>Quorum of Risk Management Committee</i>	<i>21(3B)</i>	Yes	
<i>Gap between the meetings of the Risk Management Committee</i>	<i>21(3C)</i>	Yes	
<i>Vigil Mechanism</i>	<i>22</i>	Yes	
<i>Policy for related party Transaction</i>	<i>23(1),(1A),(5),(6), (8)</i>	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	<i>23(2), (3)</i>	Yes	
<i>Approval for material related party transactions</i>	<i>23(4)</i>	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	<i>23(9)</i>	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	<i>24(1)</i>	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	<i>24(2),(3),(4),(5) & (6)</i>	Yes	
<i>Alternate Director to Independent Director</i>	<i>25(1)</i>	Not Applicable	
<i>Maximum Tenure</i>	<i>25(2)</i>	Yes	
<i>Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism</i>	<i>25(2A)</i>	Yes	
<i>Meeting of independent directors</i>	<i>25(3) & (4)</i>	Yes	
<i>Familiarization of independent directors</i>	<i>25(7)</i>	Yes	
<i>Declaration from Independent Director</i>	<i>25(8) & (9)</i>	Yes	
<i>D & O Insurance for Independent Directors</i>	<i>25(10)</i>	Not Applicable	
<i>Confirmation with respect to appointment of Independent Directors who resigned from the listed entity</i>	<i>25(11)</i>	Yes	
<i>Memberships in Committees</i>	<i>26(1)</i>	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	<i>26(3)</i>	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	<i>26(2) & 26(5)</i>	Yes	
<i>Approval of the Board and shareholders fro compensation or profit sharing inconnection with dealings in the securities of the listed entity</i>	<i>26(6)</i>	Not Applicable	
<i>Vacancies in respect Key Managerial Personnel</i>	<i>26A(1),26A(2) & 26A(3)</i>	Yes	
<i>Any other information to be provided – Add Notes</i>			

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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Sd/-
Savita Rana
Company Secretary

Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/ comfort letters securities etc.

1. 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	Nil	9,01,29,500
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMP or any other entity controlled by them	Nil	Nil

2. 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	Corporate Guarantee	6,00,00,000	2,28,45,238.41
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMP or any other entity controlled by them	Nil	Nil	Nil

3. 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	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMP or any other entity controlled by them	Nil	Nil	Nil

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.

Sd/-

Sankaranarayanan V.V.
Chief Financial Officer
21-04-2025

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	No
Number of cyber security incidents or breaches or loss of data or documents during the quarter	-

Disclosure of Investor Grievance

Name of Company: Cyber Media Research & Services Limited

For the quarter ended: March 31, 2025

Applicability of disclosure: N.A.

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

Sd/-

Savita Rana

Company Secretary