



Date: May 3, 2025

To
BSE Limited
P. J. Towers, 25th Floor,
Dalal Street, Mumbai - 400001.
BSE Scrip Code: 532368

To
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.
NSE Symbol: BCG

Sub: Clarification regarding shareholder-requisitioned Resolutions 3 & 4 passed at the Extraordinary General Meeting held on 30 April 2025

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR”), we reiterate the Company’s stance on the two of the four resolutions approved at the Extraordinary General Meeting (“EGM”) held on 30 April 2025:

Resolution Number	Resolution	Result & Present Status / Conditions
3	Appointment of Mr M. Suresh Kumar Reddy as Whole-Time Director & Chief Executive Officer	Passed — Deferred. Will take effect only after (i) completion of all legal clearances and (ii) Mr Reddy reconfirms written consent to assume office.
4	Appointment of Mr S. L. Narayana Raju as Chief Financial Officer	Passed — Deferred. Will take effect only after (i) completion of all legal clearances and (ii) Mr Raju reconfirms written consent to assume office.

Key clarifications

1. Statutory basis for inclusion of the resolutions

A written requisition dated 25 March 2025 from a group of shareholders holding more than 10 % of the paid-up equity share capital triggered Section 100(2)(a) of the Companies Act, 2013. The Board was therefore legally bound to include the two items in the EGM notice.





2. **Conditional consents obtained in advance**

Both candidates provided written, conditional consents before the EGM notice was issued, agreeing to accept the positions only after obtaining full legal clearance and eligibility.

3. **No filings to effect appointments**

The Company has not filed Form DIR-12, MR-1, or executed any contracts that would render these appointments operative.

4. **Update on legal status**

The candidates have informed the Company that their legal hearings originally expected to be heard on 1 May 2025 could not be taken up as scheduled. Due to court summer recess extending until the second week of June, their final consents are expected to be provided only after that period. Accordingly, Resolutions 3 and 4 will remain deferred until such time that the legal clearances are completed and final consents are received.

5. **Future disclosures**

Should legal clearances be obtained and consents reconfirmed, the Company will file all requisite forms and make the necessary disclosures under the Companies Act, 2013 and SEBI LODR (2015) regulations before giving effect to any appointment.

This clarification is issued to dispel any misconception that the Company has acted in contravention of SEBI directions. **No action will be taken to implement Resolutions 3 and 4 until every stipulated legal prerequisite is fully satisfied.**

Kindly take the above on record.

Yours faithfully,

For Brightcom Group Limited

Raghunath Allamsetty

Executive Director

