



brightcom group

TEL +91 (40) 67449918

EFAX +91 (22) 65459877

Date: December 12th, 2024

To,

BSE Limited

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

To,

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai - 400051.
Symbol: BCG

SUB: Outcome of Board Meeting to be held on December, 12th 2024 of Brightcom Group Limited.

Dear Sir/Madam,

Financial Results

The Board of Directors of Brightcom Group Limited, at its meeting held on Thursday, December 12, 2024, considered and approved the following:

1. The Unaudited Standalone and Consolidated Financial Results of the Company for the quarter ended September 30, 2024 (Q2 FY25).
2. The Limited Review Report issued by a qualified Chartered Accountant on the above financial results.

Financial Highlights of the Quarter:

- Consolidated Revenue: **Rs. 1302.78** crores, a 10.18% increase compared to Rs. **1182.43** crores in Q1 FY25.
- Consolidated PAT: **Rs. 186.28** crores, a **16.78%** increase compared to Rs. **159.5** crores in Q1 FY25.

Attached Information

The following documents are shared as part of this outcome:

1. Unaudited **Q2FY25** Financials of the standalone and consolidated business of the company.
2. Limited Review Report by a qualified Chartered Accountant.
3. Management Discussion and Analysis.



brightcom group limited (Formerly Lycaon Internet Limited)

FLOOR 5, GARFIELD BY MARRIOTT, ROAD NO. 2, NANAKRAMUDA, SACRIBOWLI, HYDERABAD - 500033, TELANGANA, INDIA.

EMAIL: IR@BRIGHTCOMGROUP.COM | WEB: WWW.BRIGHTCOMGROUP.COM | CN: 16A203161999PLC070996





brightcom group

TEL. +91 (40) 67449910

EFAX +91 (22) 66459677

Meeting Details

- Commencement: 8.00 PM

- Conclusion: 10.45 PM

Notification

This notice has also been posted to the Company's website at www.brightcomgroup.com. Please make a note of this above information for your records.

Thank you.

Yours sincerely,

for **Brightcom Group Limited**



Raghunath Allamsetty
Executive director
DIN 00060018

brightcom group limited (Formerly Lycaas Internet Limited)

FLOOR 5, FAIRFIELD BY MARRIOTT, ROAD NO. 2, NANAKRAMGUDA, SACMIBOWLI, HYDERABAD - 500032, TELANGANA, INDIA

EMAIL IR@BRIGHTCOMGROUP.COM WEB WWW.BRIGHTCOMGROUP.COM CIN U64203TG1999PLC039998





Management Discussion and Analysis

Financial Performance

Brightcom Group Limited delivered strong financial performance for the quarter ended September 30, 2024 (Q2 FY25).

- Consolidated Revenue: Rs. 1308.78 crores, a 10.18% increase compared to Rs. 1182.43 crores in Q1 FY25.
- Consolidated Profit After Tax (PAT): Rs. 186.28 crores, a 16.78% increase compared to Rs. 159.5 crores in Q1 FY25.

Key Financial Metrics:

- Return on Equity (ROE): 8.47%
- Consolidated Tax Rate: 30.13%
- Operating Cash Flow: Rs.37.12 Crores

Key Strategic Initiatives and Business Outlook

The Company continues to focus on its core competencies and strategic initiatives to drive growth and enhance shareholder value:

1. Core Product Offerings:

- Expanding the suite of digital advertising solutions, including video, banner, email, search, social, and mobile marketing.
- Enhancing the monetization of ad traffic by targeting specific demographics with high buying power.

2. Emerging Opportunities:

- Exploring opportunities in DOOH, audio, OTT, podcast, sensor, and data monetization, as well as physical web monetization.
- Leveraging AI, ML, and Quantum computing to build advanced analytical and predictive models.

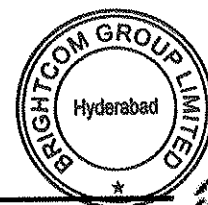
3. Global Expansion:

- Consolidating and strengthening the market position in EMEA and APAC through TRENNOVA, a 100% subsidiary of Brightcom Group.
- Targeting the growing digital advertising market, estimated to reach \$740.3 billion in 2024.

4. Strategic Partnerships and Collaborations:

- Fostering strategic partnerships to enhance capabilities and expand market reach.
- Exploring potential acquisitions and mergers to accelerate growth.

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5. Operational Excellence and Innovation:

- Prioritising operational efficiency and cost optimisation.
- Investing in research and development to drive innovation and stay ahead of industry trends.
- Adhering to stringent compliance standards to maintain a strong reputation.

Conferences Attended:

The Company's management team actively participated in industry conferences to stay updated on the latest trends and network with key industry players:

- **DMEXCO 2024**, Cologne: Explored opportunities in digital marketing and advertising.
- **Digiday Publishing Summit**, Miami: Discussed marketing, media, and technology trends; met with potential partners and industry leaders.
- **Digiday Barcelona** (October 28-30): Showcased programmatic advertising capabilities; expanded presence in European markets.
- **Gitex**, Dubai (October 14-18): Focused on building key partnerships in the Middle East.
- **London Publisher Roadshow**: (October 29-31): Engaged with local publishers to expand reach and build a stronger network.

Thank you.

Yours sincerely,

for **Brightcom Group Limited**

Raghunath Allamsetty
Executive director
DIN 00060018



BRIGHTCOM GROUP LIMITED (NSE & BSE - BCG)

Regd. Office: Floor: 5, Fairfield by Marriott, Road No: 2, Nanakramguda, Gachibowli, Hyderabad – 500032, India.
CIN:L64203TG1999PLC030996

Tel: +91 40 6744 9910, Fax: +91 22 6645 9677, www.brightcomgroup.com, email:ir@brightcomgroup.com

Statement of Unaudited Standalone & Consolidated Financial Results for the Quarter and Half Year Ended 30th September 2024

All amounts in Indian Rupees Lakhs, except share data

Sl.No.	Particulars	Standalone						Consolidated					
		Quarter ended			Half Year ended			Quarter ended			Half Year ended		
		30-Sep-2024 (Unaudited)	30-Jun-2024 (Unaudited)	30-Sep-2023 (Unaudited)	30-Sep-2024 (Unaudited)	30-Sep-2023 (Unaudited)	31-Mar-2024 (Unaudited)	30-Sep-2024 (Unaudited)	30-Jun-2024 (Unaudited)	30-Sep-2023 (Unaudited)	30-Sep-2024 (Unaudited)	30-Sep-2023 (Unaudited)	31-Mar-2024 (Unaudited)
	(Refer Notes below)												
1	a) Income from operations	11,010.47	10,234.38	11,212.18	21,244.85	26,466.06	46,603.02	1,30,278.81	1,18,243.36	1,81,414.00	2,48,522.17	3,50,446.24	4,66,223.89
	b) Other Income	-	-	(86.89)	-	341.79	412.44	-	-	(85.64)	-	(69.61)	1.39
	b (i) Net gain/loss on foreign currency translation and transaction	-	-	(86.89)	-	(70.65)	-	-	-	(85.64)	-	(69.61)	1.39
	b (ii) Dividend from subsidiaries and Interest Income	-	-	-	412.44	412.44	412.44	-	-	-	-	-	-
	Total Income	11,010.47	10,234.38	11,125.29	21,244.85	26,807.85	47,015.46	1,30,278.81	1,18,243.36	1,81,328.36	2,48,522.17	3,50,376.63	4,66,225.28
2	Expenses	8,707.83	8,009.98	8,478.76	16,717.81	19,704.09	37,239.63	79,797.15	71,183.65	1,05,948.75	1,50,980.80	2,02,069.38	2,72,541.56
	a) Cost of sales/services												
	b) Changes in inventories of finished goods, work-in-progress and stock-in-trade												
	c) Employee benefits expense	1,166.95	1,083.66	1,197.03	2,250.61	2,815.85	4,454.76	6,524.81	7,377.48	9,713.79	13,902.29	19,199.71	33,790.65
	d) Depreciation and amortization expense	1.89	1.91	2.84	3.80	5.39	11.23	7,200.71	7,625.18	6,651.95	14,825.89	13,878.58	28,467.99
	e) Finance costs	0.01	0.16	6.60	0.17	16.10	29.60	0.51	0.64	6.67	1.15	16.28	29.91
	f) Other expenses	1,125.06	1,134.45	1,432.85	2,259.51	2,794.45	5,180.06	10,159.24	9,653.63	10,676.80	19,812.87	22,299.80	35,962.65
	Total expenses	11,001.74	10,230.16	11,118.08	21,231.90	25,335.88	46,915.28	1,03,682.42	95,840.58	1,32,997.96	1,99,523.00	2,57,463.75	3,70,792.76
3	Profit/(loss) before exceptional items (1-2)	8.73	4.22	7.21	12.95	1,471.97	100.18	26,596.39	22,402.78	48,330.40	48,999.17	92,912.88	95,432.52
4	Exceptional items	8.73	4.22	7.21	12.95	1,471.97	100.18	26,596.39	22,402.78	48,330.40	48,999.17	92,912.88	95,432.52
5	Profit/(loss) before tax (3+4)												
6	Tax Expenses	2.72	1.32	2.51	4.04	514.36	35.01	8,014.46	6,812.34	13,215.86	14,826.80	25,666.53	27,414.70
	a) Current Tax	(1.08)	(2.50)	(58.66)	(3.58)	(36.24)	(49.54)	(46.61)	(361.09)	(102.62)	(407.70)	(118.58)	(734.66)
	b) Deferred tax	1.64	(1.18)	(56.15)	0.46	478.12	(14.53)	7,967.85	6,451.25	13,113.24	14,419.10	25,547.95	26,680.04
	Total Tax Expenses	7.09	5.40	63.36	12.49	993.85	114.71	18,628.54	15,951.53	35,217.16	34,580.07	67,364.93	68,752.48
7	Net profit/(loss) after tax (5-6)	9.25	4.10	118.22	13.35	101.26	38.85	2,929.55	752.21	8,199.93	3,681.76	7,169.65	9,613.84
8	Other comprehensive income/(loss) (net of tax)	16.34	9.50	181.58	25.84	1,095.11	153.56	21,558.09	16,703.74	43,417.09	38,261.83	74,534.58	78,366.32
9	Total comprehensive income for the period(7+8)	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44	40,370.44
10	Paid-up equity share capital (Face Value of Rs.2/-each)							1,17,222.42					7,38,087.30
11	Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year												
12	Earnings per share (Face value of Rs.2/-each) (not annualized)	0.0004	0.0003	0.003	0.0006	0.049	0.006	0.92	0.79	1.74	1.71	3.34	3.41
	a) Basic (in Rs.)	0.0004	0.0003	0.003	0.0006	0.049	0.006	0.92	0.79	1.74	1.71	3.34	3.41
	b) Diluted (in Rs.)												

Notes:
 1. The above results have been reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on 12th December 2024.
 2. The above interim financial results have been prepared from the Interim financial statements, which are prepared in accordance with Ind AS notified under the companies (Indian accounting standards) rules, 2015.
 3. The Company operates in two segments i.e., Digital Marketing and Software Development.
 4. The figures for the previous period/year have been regrouped/reclassified, wherever necessary.

Place : HYDERABAD
Date : December 12, 2024

For P R Chandra & Co
Chartered Accountants
M.No: 0189856
P. Ravichandra
CA & Partner
M.No: 230754

For BRIGHTCOM GROUP LIMITED
R
Raghunath A
Executive Director
DIN:0060018

Statement of Assets & Liabilities

(Rs. In Lakhs)

Sl.No.	Particulars	Standalone		Consolidated	
		As at	As at	As at	As at
		30-Sep-24	31-Mar-24	30-Sep-24	31-Mar-24
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)
	ASSETS				
1	Non-current assets				
	Property, plant and equipment	51.63	55.44	2,689.76	3,223.42
	Capital work in Progress	-	-	27,321.41	19,766.69
	Investment property	21.95	21.95	21.95	21.95
	Goodwill on consolidation				
	Other intangible assets				
	Intangible assets under development			67,964.90	81,815.93
	Financial assets			27,893.19	20,248.95
	- Investments	67,775.49	67,775.49	57,428.87	57,225.65
	- Loans	20.66	20.66	11,119.97	11,064.34
	- Other financial assets	164.45	164.45	1,848.03	1,839.59
	Deferred tax assets (net)			1,585.95	1,174.51
	Non-current tax assets (net)	68.37	68.37	68.37	68.37
	Other non-current assets	-	-	3,416.73	3,399.60
	Total non-current assets	68,102.55	68,106.36	2,01,359.13	1,99,849.00
2	Current assets				
	Financial assets				
	- Trade receivables	24,076.14	22,885.43	3,97,713.94	3,65,982.91
	- Cash and cash equivalents	24.78	24.03	1,12,203.10	1,20,782.17
	- Other bank balances	52.85	52.85	52.85	52.85
	- Loans	85,722.84	85,719.23	1,86,079.52	1,53,779.74
	- Other financial assets	67.23	67.23	67.23	67.23
	Other current assets	5,935.24	5,943.08	37,611.01	35,929.39
	Total current assets	1,15,879.08	1,14,691.85	7,33,727.65	6,76,594.29
	Total assets	1,83,981.63	1,82,798.21	9,35,086.78	8,76,443.29
	EQUITY AND LIABILITIES				
	Equity				
	Equity share capital	40,370.44	40,370.44	40,370.44	40,370.44
	Other equity	1,17,248.25	1,17,222.42	7,76,349.11	7,38,087.30
	Total equity	1,57,618.69	1,57,592.86	8,16,719.55	7,78,457.74
	LIABILITIES				
1	Non-current liabilities				
	Financial liabilities				
	- Borrowings	11,044.74	10,989.38	-	-
	Other Long - Term liabilities				
	Deferred tax liabilities (net)	407.71	457.13	1,025.85	1,070.27
	Provisions	3.67	7.25	269.16	269.03
	Total non-current liabilities	11,456.12	11,453.76	1,295.01	1,339.30
2	Current liabilities				
	Financial liabilities				
	- Borrowings	-	-	-	-
	- Trade payables	7,400.60	6,373.69	52,393.87	30,593.26
	- Other financial liabilities	118.74	104.25	118.74	104.25
	Other current liabilities	5,259.76	5,159.53	41,223.17	41,871.67
	Provisions	2,127.72	2,114.12	23,336.42	24,077.07
	Total current liabilities	14,906.82	13,751.59	1,17,072.20	96,646.25
	Total equity and liabilities	1,83,981.63	1,82,798.21	9,35,086.78	8,76,443.29

For P. Chandrasekhar & Co
Chartered Accountants
FRN: 018893/55
P. Chandrasekhar
Chartered Accountant
M.No. 230754

[Handwritten Signature]

Brightcom Group Limited

Statement of Cash flows(unaudited)

(Rs. In lakhs)

Particulars	Standalone		Consolidated	
	Half-year ended Sep 30,		Half-year ended Sep 30,	
	2024	2023	2024	2023
A. Cash Flow from Operating Activities				
Profit Before Tax				
Adjustment for :	12.94	1,471.97	48,999.16	92,912.87
Add: Depreciation and amortisation expense		-		
Interest Expense	3.80	5.39	14,825.89	13,878.57
Allowance for doubtful trade receivables		-		
Forex Gain/Loss	23.88	118.26	-	(202.62)
Baddebts-written off				
Dividend from subsidiaries				
Operating Profit before Working Capital Changes		(412.44)		
Adjustment for Working Capital Changes:	40.62	1,183.18	63,825.05	1,06,588.82
Increase/(Decrease) in Short term Borrowings		-		
Increase/(Decrease) in Trade Payables		-		
Increase/(Decrease) in other Current Liabilities	1,026.92	2,722.85	21,800.61	9,289.51
Increase/(Decrease) in Others financial liabilities	100.23	(9.49)	(648.50)	(3,725.32)
Increase/(Decrease) in Short-Term Provisions	14.49	(13.26)	14.49	(13.26)
Decrease/(Increase) in Trade Receivables	9.56	(331.51)	(277.80)	(382.03)
Decrease/(Increase) in Short-Term Loans and Advances	(1,214.59)	(3,384.74)	(31,731.03)	(50,260.74)
(Increase)/Decrease in Other Financial Assets	(3.61)	(307.39)	(32,299.78)	(3,039.30)
(Increase)/Decrease in other Current Assets	-	(9.87)	-	(9.87)
	7.84	(83.89)	(1,681.62)	(9,390.43)
Cash Flow from Operating Activities				
Less: Taxes paid	(18.54)	(234.12)	19,001.42	49,057.38
			15,289.63	24,899.13
Net Cash Flow from Operating Activities(A)	(18.54)	(234.12)	3,711.79	24,158.25
B. Cash Flow from Investing Activities				
Assets Written off				
Purchase/(Increase) of Fixed Assets		-		
Investment in Subsidiary /Joint Venture		(7.95)		(1,195.10)
(Increase)/Decrease in Intangibles under development		-		
(Increase)/Decrease in Capital Work in Progress		-	(7,554.71)	(17,986.87)
Sale of an asset		-	(7,644.24)	(18,288.37)
Net cash flow from investing activities(B)		(7.95)	(15,198.95)	(37,470.34)
Cash Flows from Financing Activities				
Interest Paid				
Dividend paid				
Increase/(Decrease) in Long Term Loans		(6.61)		
Increase / (Decrease) in Foreign Currency Fluctuation Reserve		-		
Increase/(Decrease) in share capital	68.71	211.99	2,836.06	5,809.01
Increase/(Decrease) in Capital reserve				
Increase/(Decrease) in long term provision				
(Increase)/Decrease in Deffered tax Asset(Net)	(49.43)	(26.16)	156.84	160.93
Increase/(Decrease) in Deffered tax Liabilities(Net)			(3.74)	30.91
(Increase)/Decrease in Long term loans and advances			0.14	(33.60)
(Increase)/Decrease in Non current Other Financial Assets		(0.75)	(55.64)	(112.02)
(Increase)/Decrease in Other Non - Current tax Assets(Net)			(8.44)	(16.88)
(Increase)/Decrease in Other Non - Current Assets		(16.44)		(16.44)
			(17.13)	(137.75)
Net cash flow from financing activities C	19.28	162.03	2,908.09	5,684.16
Cash and cash equivalents at beginning of year				
Net change in cash (A+B+C)	76.88	155.98	1,20,835.02	1,41,172.66
Cash and cash equivalents at period ended 30th september'2024	0.74	(80.03)	(8,579.07)	(7,627.91)
	77.63	75.95	1,12,255.95	1,33,544.75

BRIGHTCOM GROUP LIMITED (NSE & BSE - BCG)

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CIN:L64203TG1999PLC030996

Tel: +91 40 6744 9910, Fax: +91 22 6645 9677, www.brightcomgroup.com, email:ir@brightcomgroup.com

REPORTING OF SEGMENT WISE REVENUE, RESULTS, SEGMENT ASSETS & SEGMENT LIABILITIES(CONSOLIDATED)

All amounts in Indian Rupees Lakhs

Sl.No.	Particulars	Consolidated					
		Quarter Ended			Half Year Ended		Year Ended
		30-Sep-2024 (Unaudited)	30-Jun-2024 (Unaudited)	30-Sep-2023 (Unaudited)	30-Sep-2024 (Unaudited)	30-Sep-2023 (Unaudited)	
1	Segment Revenue						
	(a) Digital Marketing Segment						
	(b) Software Development Segment	1,19,374.59	1,08,113.19	1,70,359.85	2,27,487.78	3,29,708.94	4,25,637.20
	Total Sales/ Income from Operations	10,904.22	10,130.17	11,054.15	21,034.39	20,737.30	40,586.69
	Less: Inter Segment Revenue	1,30,278.81	1,18,243.36	1,81,414.00	2,48,522.17	3,50,446.24	4,66,223.89
	Net Sales/ Income from Operations						
		1,30,278.81	1,18,243.36	1,81,414.00	2,48,522.17	3,50,446.24	4,66,223.89
2	Segment Results - Profit (+) / Loss (-) before tax and interest						
	(a) Digital Marketing Segment						
	(b) Software Development Segment	26,590.06	22,399.05	48,323.62	48,989.11	92,872.87	95,352.52
	Total	6.84	4.37	13.45	11.21	56.29	109.91
	Less: Interest	26,596.90	22,403.42	48,337.07	49,000.32	92,929.16	95,462.43
	Total Profit (+) / Loss (-) before tax	0.51	0.64	6.67	1.15	16.28	29.91
		26,596.39	22,402.78	48,330.40	48,999.17	92,912.88	95,432.52
3	Segment Assets						
	(a) Digital Marketing Segment						
	(b) Software Development Segment	9,00,258.80	8,78,288.99	8,37,546.59	9,00,258.80	8,37,546.59	8,44,124.86
	Total segment assets	34,827.98	34,614.35	32,497.12	34,827.98	32,497.12	32,313.43
	Segment liabilities	9,35,086.78	9,12,903.34	8,70,043.71	9,35,086.78	8,70,043.71	8,76,443.29
	(a) Digital Marketing Segment						
	(b) Software Development Segment	1,03,542.01	1,03,123.31	82,914.14	1,03,542.01	82,914.14	85,653.29
	Total segment liabilities	14,825.20	14,618.57	12,503.58	14,825.20	12,503.58	12,332.26
		1,18,367.21	1,17,741.88	95,417.72	1,18,367.21	95,417.72	97,985.55

For P. Ravichandra & Co
Chartered Accountants

FRN: 018985S

P. Ravichandra
Partner

Place : HYDERABAD
Date : December 12, 2024

FOR BRIGHTCOM GROUP LIMITED

Raghunath A
Executive Director
DIN:00060018

Independent Auditors standalone unaudited Limited Review report for the quarter ended 30-09-2024 and year to date results of the company pursuant to regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, (as amended) and AAS 32 & 33 of ICAI, Audit find Accounting Standards.

The Board of Directors,
Brightcom Group Limited,
CIN L64203TG1999PLC030996
Hyderabad.

Sir,

Introduction

We have reviewed the accompanying statement of unaudited financial results of Ms. Brightcom Group Limited for the quarter ended 30-09-2024 and year to date 01-04-2024 to 30-09-2024.

This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.

Scope of Review

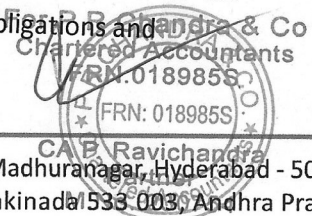
We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2400 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit.

We have not performed an audit and accordingly we do not express an audit opinion. We report that the financial reporting of the Foreign Branches could not be verified since the Books of account, all information and records were not made available during the review.

We also report that the audited annual accounts for the year ending 31-03-2024 are to be adopted by the shareholders in the General Body Meeting. Our review is subject to the outcome of approval of the said accounts in the General Body Meeting.

Opinion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and



Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Report on Legal and Other Regulatory Requirements

We also report that we have not traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreement and the particulars relating to investor complaints, for want of information from the e-voting agency and share registrar and transfer agent and providing such information to us for verification.

SEBI has issued a show-cause notice and an interim order dated 13-04-2023, observing certain irregularities, followed by interim order dated 22-08-2023 and confirmatory order dated 28-02-2024.

The company preferred appeals against the show-cause notice dated 13-04-2023 and interim order dated 22-08-2023 and confirmatory order dated 28-02-2024 vide appeal nos. 941 of 2023, 942 of 2023 and 474 of 2024 respectively before the Hon'ble Securities Appellate Tribunal and the same are pending adjudication. We are not able to express an opinion on the issues covered by the said show-cause notice and interim orders, due to its pendency. The management of the company is yet to report the status of the compliance of the directions issued by SEBI in the confirmatory orders dated 28-02-2024.

The legal process to impair the investment of Rs. 16,886.81 lakhs in Vuchi Media Private Limited and cancellation of allotment of 1,40,70,000 equity shares to the said company, consequent to cancellation and revocation of the said agreement and the same is pending.

Conclusion

In view of the above pending Legal and Other Regulatory Requirements and the observations made in the report we are not able to express a comprehensive, conclusive opinion.

For P R Chandra & Co.

Chartered Accountants

FRN 018985S

P. Ravi Chandra
Chartered Accountant

(P Ravi Chandra)
Chartered Accountant

M.No. 230754

UDIN: 24230754BKBQWA2988

Place : Hyderabad

Date : 12-12-2024

Independent Auditor's Review Report on consolidated unaudited quarter ending 30-09-2024 and year to date 01-04-2024 to 30-09-2024 financial results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors,
Brightcom Group Limited,
CIN L64203TG1999PLC030996
Hyderabad.

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Brightcom Group Limited ("the Parent") and its subsidiaries (the parent and its subsidiaries together referred to as "the Group"), for the quarter ended 30-09-2024 and year to date 01-04-2024 to 30-09-2024 ("the Statement"), being submitted by the Parent, pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India.
3. Our responsibility is to express a conclusion on the Statement based on our review. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2400 "Review of Interim Financial Information Performed by Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures.
4. A review of substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly we do not express an audit opinion.
5. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.
6. The Statement includes the results of the following entities:
 - a. Ybrant Media Acquisition Inc., USA
 - b. International Expressions Inc., USA
 - c. Frontier Data Management Inc., USA



- d. Dyomo Corporation, USA
 - e. Online Media Solutions Limited, Israel
 - f. Dream AD SA, Panama
 - g. Ybrant Digital Services De Publicidade Ltd, Brazil
 - h. LGS Global FZE, UAE
 - i. Ybrant Digital (Brasil) Limited, Singapore
 - j. Dream AD SA, Argentina
 - k. Get Media, Mexico Socidadanonima DE Capital Variable, Mexico
 - l. Dream AD SA, Chile
 - m. Dream AD SA, Uruguay
 - n. Max Interactive Pty Ltd, Australia
 - o. LIL Projects Private Limited, India
 - p. YReach Media Private Limited, India
7. Based on our review conducted and procedures performed as stated in Paragraph 3 and 4 above we report that the accounts and records of subsidiaries are not made available for verification and the statements pertaining to the subsidiaries are provided by the management for consolidation. We did not review the interim financial statements / financial information / financial results of foreign branches and subsidiaries included in the standalone unaudited / audited interim financial statements / financial information / financial results of the entities included in the Group whose results reflect total assets 851,234.04 lakhs total revenue of Rs.130,198 lakhs and 248,426 Lakhs, profit after tax of Rs.18,741 Lakhs and 34,862 lakhs and total comprehensive income of Rs.21,699 lakhs and 38,579 Lakhs for the quarter ended September 30, 2024 and year to date 1-04-2024 to 30-09-2024 as considered in the respective standalone unaudited / audited interim financial statements / financial results / financial information of these subsidiaries by the branch auditors and other auditors have not been furnished to us and we did not review these financial statements / financial results / financial information, our conclusion in so far as it relates to the amounts and disclosures included in respect of these branches and subsidiaries, is based solely on the report of Management. Our conclusion on the Statement is not modified in respect of the above matters.
8. SEBI has issued a show-cause notice and an interim order dated 13-04-2023, observing certain irregularities, followed by interim order dated 22-08-2023 and confirmatory order dated 28-02-2024.

The company preferred appeals against the show-cause notice dated 13-04-2023 and interim order dated 22-08-2023 and confirmatory order dated 28-02-2024, vide appeal nos. 941 of 2023, 942 of 2023 and 474 of 2024 respectively before the Hon'ble Securities Appellate Tribunal and the same are pending adjudication. We are not able to express an opinion on the issues covered by the said show-cause notice and interim orders, due to its pendency. The management of the company is yet to report the status of the compliance of the directions issued by SEBI in the confirmatory orders dated 28-02-2024.



The legal process to impair the investment of Rs. 16,886.81 lakhs in Vuchi Media Private Limited and cancellation of allotment of 1,40,70,000 equity shares to the said company, consequent to cancellation and revocation of the said agreement and the same is pending.

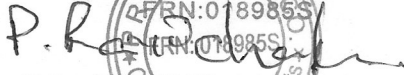
Conclusion

In view of the above pending Legal and Other Regulatory Requirements and the observations made in the report we are not able to express a comprehensive, conclusive opinion.

For P R Chandra & Co.

Chartered Accountants

FRN 0189855



(P Ravi Chandra)

Chartered Accountant

M.No. 230754

UDIN: 24230754BKBQWB7834

Place : Hyderabad

Date : 12-12-2024