



September 27, 2019

BSE Limited

Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001
Scrip Code: **532368**

National Stock Exchange of India Ltd.

Listing Department
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai-400051
Symbol: **BCG**

Dear Madam/Sir,

Sub: Proceedings of the 20th Annual General Meeting (AGM) and Voting Results

Please find enclosed herewith the following in respect of 20th Annual General Meeting of the Company held on Friday, September 27, 2019 at 10:00 a.m. at Ellaa Hotels, Hill Ridge Springs, Gachibowli, Hyderabad - 500032, Telangana, India:

1. Summary of proceedings of the 20th AGM as required under Regulation 30 Part-A of the Schedule - III of the SEBI (LODR) Regulations, 2015 - Annexure-I
2. Voting Results pursuant to Regulation 44 (3) of SEBI (LODR) Regulations, 2015 - Annexure-II
3. Report of the Scrutinizer dated September 27, 2019 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 - Annexure-III.

Request you to take the same on record and oblige.

Thanking you,

for **BRIGHTCOM GROUP LIMITED**
(formerly Lycos Internet Limited)

Manohar Mollama
Company Secretary & Compliance Officer
ACS - 39254





September 27, 2019

Annexure-I

BSE Limited

Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001
Scrip Code: **532368**

National Stock Exchange of India Ltd.

Listing Department
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (East)
Mumbai-400051
Symbol: **BCG**

Dear Madam/Sir,

Sub: Proceedings of the 20th Annual General Meeting (AGM) held on 27th Sept, 2019.

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of the 20th Annual General Meeting (AGM) of the Members of the Company held on Friday, 27th September 2019 at 10:00 A.M. at Ellaa Hotels, Hill Ridge Springs, Gachibowli, Hyderabad – 500 032, is furnished below:

Mr. M. Suresh Kumar Reddy is the Chairman & Managing Director of the Company, Chaired the Meeting.

Before commencing the formal proceedings of the AGM, the Company Secretary delivered a welcome address to the Members, the Directors, the Auditors and others present at the Meeting.

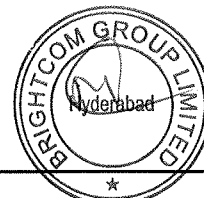
The Company Secretary informed the members that the Company had provided remote e-voting facility for which the e-voting platform was open for voting by the members from 9:00 A.M. of 24th September, 2019 to 5:00 P.M. of 26th September, 2019. He further informed that the Company has also arranged for voting through polling paper on all the 4 (Four) Resolutions forming part of the Notice of the AGM dated 30th August, 2019, and requested the Members to deposit their duly filled up and signed polling papers into the Polling Box. He informed that Mr. A. Sridhar, Practicing Company Secretary the Scrutinizer for the remote e-voting and polling process at the AGM is present at the meeting to conduct the voting in a fair and transparent manner and report the voting results. He also informed that the results of the voting will be submitted to the Stock Exchanges within forty eight hours of conclusion of this meeting and will also be displayed on the websites of the Company and CDSL. He informed that the Members including proxies those who had not voted through remote e-voting are entitled to vote through the polling papers.

The Chairman started proceedings of the meeting by welcoming the Members. He introduced the Directors to the members.

Then the Chairman delivered his speech explaining the performance of the Company during the financial year 2018-19, the prospects for the years ahead and then, the Chairman clarified the queries raised by the members present at the AGM.

With the permission of the members, the Chairman took the Notice of the AGM, Auditors Report and Directors Report as read.

brightcom group limited (Formerly Lycos Internet Limited)



FLOOR : 5, HOLIDAY INN EXPRESS & SUITES, ROAD NO : 2, NANAKRAMGUDA, GACHIBOWLI, HYDERABAD – 500032, TELANGANA, INDIA

EMAIL : IR@BRIGHTCOMGROUP.COM

WEB : WWW.BRIGHTCOMGROUP.COM

CIN : L64203TG1999PLC030996



Then, the Chairman requested the Company Secretary to read out the agenda items contained in the AGM Notice dated 30th August, 2019.

The Company Secretary read out the resolutions contained in the Notice of the AGM. The businesses contained in the Notice of the AGM, which were transacted at the AGM are as under:

ORDINARY BUSINESS:

1. Adoption of the Audited Financial Statements for the Financial Year ended 31st March 2019 together with the Reports of the Board of Directors' and Auditors' thereon - Ordinary Resolution.
2. To reappoint Mr. M. Suresh Kumar Reddy (DIN: 00140515), who retires by rotation, and being eligible, offers himself for reappointment - Ordinary Resolution.

SPECIAL BUSINESS:

3. Reappointment of Mr. M. Suresh Kumar Reddy (DIN: 00140515) as the Chairman & Managing Director - Special Resolution.
4. Reappointment of Mr. Vijay Kancharla (DIN: 02744217) as Executive Director - Special Resolution.

The Chairman requested the members and proxies present at the meeting, who did not cast their vote through remote e-voting platform, wish to cast their vote may vote at the AGM. Accordingly, the members and proxies present at the meeting casted their votes at the AGM. After the vote, the Chairman requested the Scrutinizer to give their report within 48 hours.

The Meeting concluded with a vote of thanks to the Chair and the Members.

The meeting commenced at 10.00 AM and concluded at 11.40 AM.

This is for your information and record.

Thanking you,

for **BRIGHTCOM GROUP LIMITED**
(formerly Lycos Internet Limited)

Manohar Mollama
Company Secretary & Compliance Officer
ACS - 39254



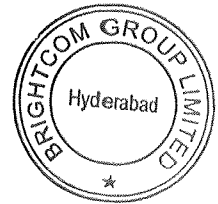
Annexure-II

VOTING RESULTS

Name of the Company	Brightcom Group Limited
Date of the Annual General Meeting	September 27, 2019
Total No. of Shareholders on record date	31,385
No. of shareholders present in the meeting either in person or through proxy	219
Promoter & Promoter Group	10
Public	209
No. of shareholders attended the meeting through Video conferencing	Not applicable

For BRIGHTCOM GROUP LIMITED


Manohar Mollama
Company Secretary
M.No. A3975A

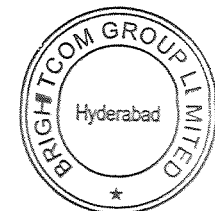


Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Financial Statements (Standalone & Consolidated) together with the reports of the Board of Directors and Auditors' thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
Public- Institutions	E-Voting		1145289	3.0226	1145289	0	100.0000	0.0000
	Poll	37891291	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37891291	1145289	3.0226	1145289	0	100.0000	0.0000
Public- Non Institutions	E-Voting		2311730	0.9176	2233243	78487	96.6048	3.3952
	Poll	251932523	2482939	0.9856	2482939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	251932523	4794669	1.9032	4716182	78487	98.3630	1.6370
Total	Total	476251499	88040983	18.4862	87962496	78487	99.9109	0.0891

For BRIGHTCOM GROUP LIMITED

Manohar Mollama
Manohar Mollama
 Company Secretary
 M.No. A39254

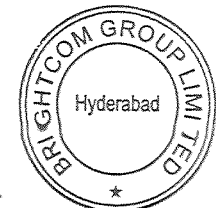


Resolution (2)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To reappoint Mr. M. Suresh Kumar Reddy (DIN: 00140515) who retires by rotation and being eligible, offers himself for reappointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
Public- Institutions	E-Voting		1145289	3.0226	917926	227363	80.1480	19.8520
	Poll	37891291	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37891291	1145289	3.0226	917926	227363	80.1480	19.8520
Public- Non Institutions	E-Voting		2311730	0.9176	1819796	491934	78.7201	21.2799
	Poll	251932523	2482939	0.9856	2482939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	251932523	4794669	1.9032	4302735	491934	89.7400	10.2600
Total	Total	476251499	88040983	18.4862	87321686	719297	99.1830	0.8170

For BRIGHTCOM GROUP LIMITED

Manohar Mollams
Manohar Mollams
 Company Secretary
 M.No. A39254

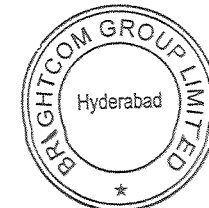


Resolution (3)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Reappointment of Mr. M. Suresh Kumar Reddy (DIN: 00140515) as the Chairman & Managing Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
Public- Institutions	E-Voting		1145289	3.0226	1023788	121501	89.3912	10.6088
	Poll	37891291	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37891291	1145289	3.0226	1023788	121501	89.3912	10.6088
Public- Non Institutions	E-Voting		2311730	0.9176	1816896	494834	78.5946	21.4054
	Poll	251932523	2482939	0.9856	2482939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	251932523	4794669	1.9032	4299835	494834	89.6795	10.3205
Total	Total	476251499	88040983	18.4862	87424648	616335	99.2999	0.7001

For BRIGHTCOM GROUP LIMITED

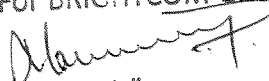
Manohar Mollama
Manohar Mollama
Company Secretary
M.No. A39254

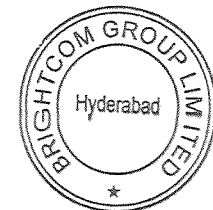


Resolution (4)

Resolution required: (Ordinary / Special) Whether promoter/promoter group are interested in the agenda/resolution?				Special Yes				
Description of resolution considered				Reappointment of Mr. Vijay Kancharla (DIN: 02744217) as Executive Director.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	186427685	82101025	44.0391	82101025	0	100.0000	0.0000
Public- Institutions	E-Voting		1145289	3.0226	975636	169653	85.1869	14.8131
	Poll	37891291	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	37891291	1145289	3.0226	975636	169653	85.1869	14.8131
Public- Non Institutions	E-Voting		2311730	0.9176	1816895	494835	78.5946	21.4054
	Poll	251932523	2482939	0.9856	2482939	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	251932523	4794669	1.9032	4299834	494835	89.6795	10.3205
Total	Total	476251499	88040983	18.4862	87376495	664488	99.2453	0.7547

FOR BRIGHTCOM GROUP LIMITED


Manohar Mollama
 Company Secretary
 M.No. A39254



A. Sridhar

Practicing Company Secretary



COMBINED SCRUTINIZER'S REPORT ON E-VOTING & PHYSICAL BALLOT

To

The Chairman of the Board

BRIGHTCOM GROUP LIMITED

(formerly Lycos Internet Limited)

Floor: 5, Holiday Inn Express & Suites,

Road No: 2, Nanakramguda, Gachibowli,

Hyderabad - 500032, Telangana, India

Dear Sir,

Combined Report on the e-voting and voting through physical poll conducted at the 20th Annual General Meeting (AGM) of Brightcom Group Limited (formerly Lycos Internet Limited) held on Friday, September 27, 2019 at 10.00 a.m at Ellaa Hotels, Hill Ridge springs, Gachibowli, Hyderabad - 500032.

As per the provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company had provided facility for voting through electronic means (remote e-voting) on all the resolutions contained in the notice of the AGM.

I, A. Sridhar, Practicing Company Secretary resident of Hyderabad was appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the remote e-voting as well as physical voting by the Members of the Company at the AGM to ascertain results for the Resolutions contained in the notice of the AGM.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and related Rules in respect of voting through electronic means and poll on the Resolution(s) contained in the notice of the AGM.

The Company has availed e-voting facility from service provider CDSL for enabling the shareholders to vote through remote e-voting (from 9.00 A.M. on September 24, 2019 till 5.00 P.M on September 26, 2019) and Ballot Paper at the AGM venue on September 27, 2019 and same is conducted under my supervision. At the time of voting through Ballot paper at the AGM Venue, adequate care is taken, so that no member, who has cast his vote by remote e-voting prior to the meeting, is not allowed to cast his vote again at the AGM venue.

The shareholders holding shares as on the cut-off date September 20, 2019 were entitled to vote on the proposed resolutions (Item No. 1 to 4) as set out in the 20th AGM notice of the Company.

I hereby confirm that I am maintaining the Registers received from the Service Provider and RTA both electronically and manually, in respect of the votes cast through e-voting and Ballot by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorized by you.

Based on the reports generated from the remote e-voting system provided by CDSL and votes casted at the AGM, I hereby submit the consolidated report of e-voting and physical ballot as Annexure - A.

Thanking you

Yours faithfully,

A. Sridhar

Practicing Company Secretary

C.P No: 12011



Place: Hyderabad

Date: 27-09-2019

ANNEXURE –A

Item No.1- Adoption of the Audited Financial Statements (standalone & Consolidated) together with the reports of the Board of Directors and Auditors' thereon

Mode	Total Ballots	Total votes	Favour			Against			Invalid/Abstained	
			No. of Ballots	Votes	%	No. of Ballots	Votes	%	Ballots	Votes
E-voting	56	3457019	50	3378532	97.73%	6	78487	2.27%	--	--
Physical	39	84583964	39	84583964	100.00%	0	0	0	--	--
TOTAL	95	88040983	89	87962496	99.91%	6	78487	0.09%	--	--

Item No.2- To reappoint Mr. M. Suresh Kumar Reddy (DIN: 00140515) who retires by rotation and being eligible, offers himself for reappointment

Mode	Total Ballots	Total votes	Favour			Against			Invalid/Abstained	
			No. of Ballots	Votes	%	No. of Ballots	Votes	%	Ballots	Votes
E-voting	56	3457019	44	2737722	79.19%	12	719297	20.81%	--	--
Physical	39	84583964	39	84583964	100.00%	0	0	0	--	--
TOTAL	95	88040983	83	87321686	99.18%	12	719297	0.82%	--	--

Item No.3- Reappointment of Mr. M. Suresh Kumar Reddy (DIN: 00140515) as the Chairman & Managing Director

Mode	Total Ballots	Total votes	Favour			Against			Invalid/Abstained	
			No. of Ballots	Votes	%	No. of Ballots	Votes	%	Ballots	Votes
E-voting	56	3457019	44	2840684	82.17%	12	616335	17.83%	--	--
Physical	39	84583964	39	84583964	100.00%	0	0	0	--	--
TOTAL	95	88040983	83	87424648	99.30%	12	616335	0.70%	--	--

Item No.4- Reappointment of Mr. Vijay Kancharla (DIN: 02744217) as Executive Director

Mode	Total Ballots	Total votes	Favour			Against			Invalid/Abstained	
			No. of Ballots	Votes	%	No. of Ballots	Votes	%	Ballots	Votes
E-voting	56	3457019	43	2792531	80.78%	13	664488	19.22%	--	--
Physical	39	84583964	39	84583964	100.00%	0	0	0	--	--
TOTAL	95	88040983	82	87376495	99.25%	13	664488	0.75%	--	--

