

**BRIGHTCOM GROUP LIMITED**  
(formerly LYCOS INTERNET LIMITED)

**Familiarisation Programme for Independent Directors**

(In terms of Regulation 25(7) of the Listing Regulations)

**Background**

The Listing Regulation requires listed companies to conduct familiarisation programme for the Independent Directors so as to familiarize them with the company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company, etc. BCG facilitates the members of its Board to familiarise themselves with the industry and its operations.

**Practices followed by the Company on a continuous basis**

- All the Independent Directors are made aware of their roles and responsibilities at the time of appointment through a formal letter of appointment, which also stipulates various terms and conditions of their engagement.
- Atleast one Board Meeting in a year has a detailed strategy session with the senior management team of BCG. The members of the Management team of BCG make presentations to the Independent Directors which *inter alia* covers the industry scenario, strategic priorities for BCG and the business model of the Company.

**Other familiarisation programmes which the Company may conduct from time to time**

- The Company may conduct introductory programmes when a new Independent Director is inducted on the Board of the Company.
- The Company management also organizes presentations to the Independent Directors to apprise them of key changes in regulations impacting the Company or the functioning, roles and responsibilities of the Board members. On promulgation of the Companies Act, 2013 and consequent changes to the SEBI regulations, such presentations and updates were provided to the members of the Board.

Number of Independent Directors	Number of Programmes attended		Number of Hours attended	
	FY 2018-19	Cumulative	FY 2018-19	Cumulative
Three	4 programmes conducted during 4 Board Meetings	12 progarmmes conducted during 12 Board Meetings	4 hours and 15 minutes	13 hours 45 mins