

<b>General information about company</b>	
Scrip code	544226
NSE Symbol	FIRSTCRY
MSEI Symbol	NOTLISTED
ISIN	INE02RE01045
Name of the entity	Brainbees Solutions Limited
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	Yes
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No No ongoing tax litigation or disputes during the quarter ended December 31, 2025.
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	comb00713
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Supam Maheshwari	██████████	01730685	Executive Director	Chairperson	CEO-MD	██████████
2	Mr	Sanket Hattimattur	██████████	09593712	Non-Executive - Non Independent Director	Not Applicable		██████████
3	Mr	Puneet Renjhen	██████████	09498488	Non-Executive - Nominee Director	Not Applicable		██████████
4	Ms	Bala C Deshpande	██████████	00020130	Non-Executive - Independent Director	Not Applicable		██████████
5	Mr	Neeraj Sagar	██████████	09475452	Non-Executive - Independent Director	Not Applicable		██████████
6	Mr	Gopalakrishnan Jagadeeswaran	██████████	02354467	Non-Executive - Independent Director	Not Applicable		██████████
7	Ms	Sujata Bogawat	██████████	07901334	Non-Executive - Independent Director	Not Applicable		██████████

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		17-05-2010				1	0	1	0			
2	NA		05-05-2022				1	0	0	0			
3	NA		10-07-2024				3	0	4	0			
4	NA		02-05-2022	02-05-2025		43.29	2	2	5	0			
5	NA		22-04-2022	22-04-2025		44.09	2	2	1	0			
6	NA		02-05-2022	02-05-2025		43.29	1	1	1	1			
7	NA		02-05-2022	02-05-2025		43.29	1	1	2	1			

**Text Block**

Textual Information(1)

The Company has no regular chairperson appointed. Mr. Supam Maheshwari chaired the last Board Meeting.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02354467	Gopalakrishnan Jagadeeswaran	Non-Executive - Independent Director	Chairperson	02-05-2022		
2	00020130	Bala C Deshpande	Non-Executive - Independent Director	Member	02-05-2022		
3	09475452	Neeraj Sagar	Non-Executive - Independent Director	Member	02-05-2022		
4	07901334	Sujata Bogawat	Non-Executive - Independent Director	Member	02-05-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09475452	Neeraj Sagar	Non-Executive - Independent Director	Chairperson	02-05-2022		
2	00020130	Bala C Deshpande	Non-Executive - Independent Director	Member	02-05-2022		
3	07901334	Sujata Bogawat	Non-Executive - Independent Director	Member	16-12-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07901334	Sujata Bogawat	Non-Executive - Independent Director	Chairperson	16-12-2023		
2	00020130	Bala C Deshpande	Non-Executive - Independent Director	Member	02-05-2022		
3	01730685	Supam Maheshwari	Executive Director	Member	02-05-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01730685	Supam Maheshwari	Executive Director	Chairperson	02-05-2022		
2	02354467	Gopalakrishnan Jagadeeswaran	Non-Executive - Independent Director	Member	02-05-2022		
3	09593712	Sanket Hattimattur	Non-Executive - Non Independent Director	Member	16-12-2023		
4	99999999	Gautam Sharma	Group Chief Financial Officer	Member	02-05-2022		Textual Information(1)

**Sr Text Block**

Textual Information(1)

Dummy DIN is entered since he is not a director in Brainbees Solutions Limited Dummy DIN is entered since he is not a director in Brainbees Solutions Limited Dummy DIN is entered since he is not a director in Brainbees Solutions Limited Dummy DIN is entered since he is not a director in Brainbees Solutions Limited

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01730685	Supam Maheshwari	Executive Director	Chairperson	02-05-2022		
2	09475452	Neeraj Sagar	Non-Executive - Independent Director	Member	02-05-2022		
3	09593712	Sanket Hattimattur	Non-Executive - Non Independent Director	Member	16-12-2023		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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*
1	13-08-2025				Yes	7	6	3
2		14-11-2025	92		Yes	7	6	3
3		26-12-2025	41		Yes	7	4	3

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	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)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-08-2025				Yes	4	3	3	0
2	Audit Committee	14-11-2025	92			Yes	4	3	3	0
3	Audit Committee	26-12-2025	41			Yes	4	3	3	0
4	Corporate Social Responsibility Committee	14-11-2025				Yes	3	3	1	0
5	Nomination and remuneration committee	13-08-2025				Yes	3	2	2	0
6	Risk Management Committee	12-08-2025				Yes	3	3	1	1

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	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)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Risk Management Committee	14-11-2025	93			Yes	3	3	1	1

## Annexure 1

### V. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Mandar Joshi
2	Designation	Company Secretary and Compliance Officer

**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 incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

Name of signatory	Mandar Joshi
Designation of person	Company Secretary and Compliance Officer
Place	Pune
Date	22-01-2026

<b>Investor Grievance Details</b>	
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

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					Textual Information(1)
Sr. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Dynamic IT Solution Private Limited	18-10-2025	75	14.91	89.91
2	DF Pharmacy Limited	21-11-2025	60	20	80
3	HS Fitness Private Limited	02-12-2025	80	6.49	86.49
4	Swara Corp.	08-12-2025	0	100	100
5	K.A. Enterprises (Hygiene) Private Limited	25-12-2025	0	100	100
6	Swara Baby Products Private Limited	25-12-2025	87.29	-11.37	75.92
7	Swara Hygiene Private Limited	25-12-2025	87.29	-11.37	75.92
8	Swara Baby Products Private Limited	30-12-2025	75.92	0.67	76.59
9	Swara Hygiene Private Limited	30-12-2025	75.92	0.67	76.59
10	Solis Hygiene Private Limited	30-12-2025	79.34	-79.34	0
11	Solis Hygiene Private Limited	30-12-2025	0	100	100

**Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below: Text Block**

Textual Information(1)	<p>The details presented in entry no. 1 to 3 are with respect to acquisition made by Globalbees Brands Private Limited, a subsidiary of the Company. The details presented in entry no. 4, 5 &amp; 11 are with respect to acquisition made by Swara Baby Products Private Limited (Swara Baby), a subsidiary of the Company. For details presented at entry no. 6 &amp; 7: Swara Baby acquired 100% stake in K.A. Enterprises (Hygiene) Private Limited from the existing shareholders of K.A. Enterprises (Hygiene) Private Limited by allotting fresh Equity Shares of Swara Baby. Pursuant to the said allotment of shares, the Company's shareholding in Swara Baby was adjusted from 87.29% to 75.92%. By virtue of the said transaction, the indirect shareholding of the Company in Swara Hygiene Private Limited (Swara Hygiene), a wholly owned subsidiary of Swara Baby, had been adjusted from 87.29% to 75.92%. For details presented at entry no. 8 to 10: Swara Baby has acquired 100% stake in Solis Hygiene Private Limited (Solis Hygiene) from the existing shareholders of Solis Hygiene in consideration of allotment of fresh Equity Shares of Swara Baby. Pursuant to this transaction, the Company has acquired additional Equity Shares in Swara Baby in consideration of entire Equity Shares held by the Company in Solis Hygiene. In view of the above, the shareholding of the Company in Swara Baby has been increased from 75.92% to 76.59% and the shareholding of the Company in Solis Hygiene has become Nil. By virtue of the said transaction, the indirect shareholding of the Company in Swara Hygiene, a wholly owned subsidiary of Swara Baby, had been adjusted from 75.92% to 76.59%.</p>
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**Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:**

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Inspector of the Legal Metrology, Wilsong Garden Sub Division, Bangalore.	Compounding order issued by the Authority	06-10-2025	Rule 6 of Packaged Commodity Rules 2011 R/w Section 18/36 of Legal Metrology Act, 2009	Compounding fee of Rs. 60,000 levied on the Company
2	Inspector of the Legal Metrology, ILM, Malad Division	Compounding order issued by the Authority	07-10-2025	Rule 6 of Packaged Commodity Rules 2011 R/w Section 18/36 of Legal Metrology Act, 2009	Compounding fee of Rs. 50,000 levied on the Company
3	Senior Inspector, Legal Metrology, Mathura, Uttar Pradesh	Compounding order issued by the Authority	29-11-2025	Rule 7 of Packaged Commodity Rules 2011 R/w Section 18/36 of Legal Metrology Act, 2009	Compounding fee of Rs. 50,000 levied on the Company
4	Office of the State Tax Officer, GST department, PUNE CANTT_704, PUNE_SOUTH, PUNE_SOUTH_WEST, Maharashtra	Demand order issued by the Authority	04-12-2025	The authority has passed order under Section 73 of CGST/MGST Act r/w rule 142 of CGST/MGST Rules and has demanded amount of Rs. 9,17,014/- (including Tax, Interest and Penalty) for ineligible ITC claimed from RC cancelled suppliers.	Demand order of Rs.9,17,014/- (including Tax, Interest and Penalty) levied on the Company.

