General information about company		
Scrip code	544226	
NSE Symbol	FIRSTCRY	
MSEI Symbol	NOTLISTED	
ISIN	INE02RE01045	
Name of the entity	Brainbees Solutions Limited	
Date of start of financial year	01-04-2026	
Date of end of financial year	31-03-2027	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2026	
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?	No	Not Applicable
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?	No	Not Applicable
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?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	Not Applicable
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	[redacted]	01730685	Executive Director	Chairperson	CEO-MD	[redacted]
2	Mr	Sanket Hattimattur		09593712	Non-Executive - Non Independent Director	Not Applicable		
3	Ms	Bala C Deshpande		00020130	Non-Executive - Independent Director	Not Applicable		
4	Mr	Neeraj Sagar		09475452	Non-Executive - Independent Director	Not Applicable		
5	Mr	Gopalakrishnan Jagadeeswaran		02354467	Non-Executive - Independent Director	Not Applicable		
6	Ms	Sujata Bogawat		07901334	Non-Executive - Independent Director	Not Applicable		
7	Ms	Saloni Jain Rana		11489732	Non-Executive - Non 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	2	1			
2	NA		05-05-2022				1	0	0	0			
3	NA		02-05-2022	02-05-2025		52.29	2	2	5	0			
4	NA		22-04-2022	22-04-2025		53.09	2	2	2	0			
5	NA		02-05-2022	02-05-2025		52.29	1	1	1	1			
6	NA		02-05-2022	02-05-2025		52.29	1	1	2	1			
7	NA		13-02-2026				1	0	0	0			

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.

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		

Other Committee						
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	17-04-2026				Yes	7	6	4
2	26-05-2026		38		Yes	7	6	4
3		13-08-2026	78		Yes	7	7	4

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	26-05-2026				Yes	4	4	4	0
2	Audit Committee	13-08-2026	78			Yes	4	4	4	0
3	Nomination and remuneration committee	26-05-2026				Yes	3	3	3	0
4	Nomination and remuneration committee	13-08-2026	78			Yes	3	3	3	0
5	Corporate Social Responsibility Committee	13-08-2026				Yes	3	3	1	0
6	Risk Management Committee	26-05-2026				Yes	4	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

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
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	26-10-2026

Investor Grievance Details	
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 Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Income Tax Department Office of the Assistant Commissioner of Income Tax, Central Circle 1(1), Pune	25-10-2024	On October 25, 2024, the Department has issued notices under section 148 of the Act for the A.Y. 2018-19, A.Y. 2019-20, A.Y. 2020-21 and A.Y. 2021- 22 to make re-assessment/re-computation under Section 147 of Income Tax Act. The ACIT had passed an order under section 148A(d) of the Income-tax Act, 1961 ("the Act") treating the case of the Company fit for reopening of assessment proceedings and for issuance of notice under section 148 of the Act, for AY 2018-19, AY 2019-20, AY 2020-21, and AY 2021-22. Consequently, a notice was issued under section 148 of the Act for the aforesaid years in case of the Company, and the assessment proceedings were reopened. The Company has filed a writ petition before the Bombay High Court, wherein the validity of reopening of the assessment proceedings has been challenged. The case was listed for hearing before the Hona'ble Bombay High Court on June 16, 2025 The matter was heard, and the Hona'ble High Court has given an interim relief by granting a stay on the reassessment proceedings till the time of disposal of the petition. The case was listed for hearing before the Hona'ble Bombay High Court on July 16, 2025 and the matter has been heard and disposed by the High Court, and the reassessment proceedings were quashed.	Pursuant to the subsequent developments arising from the amendments to the applicable provisions of the Income-tax Act, 1961, the matter relating to the reassessment proceedings, which had previously been quashed by the Hon’ble Bombay High Court, is presently sub-judice before the Hon'ble Bombay High Court.
2	Income Tax Department Office of the Assistant Commissioner of Income Tax, Pune	30-01-2026	Assessment order and a corresponding notice of demand served on the Company by the office of the Assistant Commissioner of Income Tax, Pune dated January 30, 2026, under the Income-Tax Act, 1961, wherein an addition of Rs. 93,57,99,520/- has been made to the total income of the Company for AY 2022-23 w.r.t Transfer Pricing adjustment of Rs. 10,84,95,240/- and addition on account of disallowance of ESOP expenses: Rs. 82,73,04,280/-, and consequently a tax demand of Rs. 31,36,30,330/- has been raised. In continuation to Assessment order and a corresponding notice of demand served on the Company by the office of the Assistant Commissioner of Income Tax, Pune, Company made an application to the Authority and on verification of the case records by the said Authority, the Company is in receipt of the rectification order and demand notice from the Authority wherein the total income of the Company for AY 2022-23 is now recomputed as Rs. 52,54,110/-, thereby reducing the amount of demand for AY 2022-23 from Rs. 31,36,30,330/- to Rs. 38,37,210/- (i.e. by Rs. 30,97,93,120/-). On March 26, 2026, the Company filed an appeal with Hon'ble ITAT against the Assessment order and a corresponding notice of demand served on the Company by the office of the Assistant Commissioner of Income Tax, Pune.	The Hon'ble Income Tax Appellate Tribunal ("ITAT"), vide its order dated September 29, 2026, adjudicated upon the tax and transfer pricing matters pertaining to the Company for AY 2022-23. Pursuant to the said order, the corporate tax adjustment amounting to Rs. 82,73,04,280/- relating to disallowance of ESOP expenses, has been deleted in its entirety by the ITAT in favour of the Company. Further, out of the total Transfer Pricing adjustment of Rs. 10,84,95,240/-, an amount of Rs. 3,78,41,525/- has been deleted in favour of the Company and the balance Rs. 7,06,53,715/- has been remanded to the Transfer Pricing Officer (“TPO”) for fresh consideration and adjudication in accordance with law. The company shall file suitable submissions during the penalty proceedings, requesting that the no penalty ought to be levied on disallowance of ESOP expenditure since the corresponding additions have been deleted by ITAT.