

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity - **Bharat Dynamics Limited**

2. Quarter ending - **31-Dec-2021**

i. Composition of Board of Director

Title (Mr/Mrs)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive / Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Tenure	Date of Birth	Whether special resolution passed?	No. of Directorship in listed entities including this listed entity	No of Independent Directors hip in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membershi p in Com mittee s of the Comp any
Mr	Siddharth Mishra	08367035	C & ED	CEO-MD	01-Mar-2019			25-Mar-1963	NA	1	0	0	0	
Mr	Diwakar Nayeeni	08207722	ED		01-Sep-2018			13-Aug-1962	NA	1	0	0	0	
Mr	Radha Krishna Potluri	08437975	ED		01-Jun-2019			30-Jun-1963	NA	1	0	0	0	
Mr	N Srinivasulu	08744682	ED		01-Jul-2020			26-Jan-1964	NA	1	0	0	0	
Mr	Chandraker Bharti	02599261	NED,ND		02-Feb-2021			30-Oct-1967	NA	2	0	0	0	
Mr	Dr BHVS Narayana Murthy	09286096	NED,ND		25-Aug-2021			23-May-1963	NA	1	0	0	0	
Mr	Sunil Chintaman Mone	09223235	ID		24-Dec-2021	24-Dec-2021	36	05-Dec-1957	NA	1	1	0	0	
Mrs	Prof (Dr) Sanghamitra Mishra	09448680	ID		27-Dec-2021	27-Dec-2021	36	04-Dec-1970	NA	1	1	0	0	
Mr	Rajendra Singh Shekhawat	09449860	ID		28-Dec-2021	28-Dec-2021	36	05-Feb-1959	NA	1	1	0	0	
Mr	Nanda Kumar Subburaman	00611401	ID		24-Dec-2021	24-Dec-2021	36	30-Jun-1959	NA	3	3	0	0	
Mr	Dr. Pawan Sthapak	03605320	ID		24-Dec-2021	24-Dec-2021	36	25-May-1962	NA	1	1	0	0	

Company Remarks	Out of total requirement of 6 Independent Directors (including one Woman Independent Director),the Government of India vide its letter No DDP-M0001(11)/1/2018-D(BDL) dated 24 Dec 2021 has appointed five (5) Independent Directors including one Woman Independent Director.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	The Government of India vide its letter No DDP-M0001(11)/1/2018-D(BDL) dated 24 Dec 2021 has appointed five (5) Independent Directors. The reconstitution of the committees is under process as on 31 December 2021.
Whether Permanent chairperson appointed	No

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	The Government of India vide its letter No DDP-M0001(11)/1/2018-D(BDL) dated 24 Dec 2021 has appointed five (5) Independent Directors. The reconstitution of the committees is under process as on 31 December 2021.
Whether Permanent chairperson appointed	No

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	The Government of India vide its letter No DDP-M0001(11)/1/2018-D(BDL) dated 24 Dec 2021 has appointed five (5) Independent Directors. The reconstitution of the committees is under process as on 31 December 2021.
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	The Government of India vide its letter No DDP-M0001(11)/1/2018-D(BDL) dated 24 Dec 2021 has appointed five (5) Independent Directors. The reconstitution of the committees is under process as on 31 December 2021.
Whether Permanent chairperson appointed	No

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
13-Aug-2021	11-Nov-2021	No	6	0
	21-Dec-2021	No	6	0

Company Remarks	-
Maximum gap between any two consecutive (in number of days)	89

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
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Company Remarks	The Government of India vide its letter No DDP-M0001(11)/1/2018-D(BDL) dated 24 Dec 2021 has appointed five (5) Independent Directors. The reconstitution of the committees is under process as on 31 December 2021.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	0

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	There are no related party transactions.
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **No**
 - b. Nomination & remuneration committee - **No**
 - c. Stakeholders relationship committee - **No**
 - d. Risk management committee (applicable to the top 100 listed entities) - **No**
3. 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**
4. 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.- **No**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

NO COMMENTS WERE RECEIVED FROM THE DIRECTORS.

Name : 
Designation : **N Nagaraja**
Company Secretary & Compliance Officer