

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

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

Name of the Entity: **BHARAT DYNAMICS LIMITED**

1. Quarter Ending: **As on 30th JUNE, 2018**

I. Composition of Board of Directors								
Title (Mr./Mrs.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including Bharat Dynamics Limited (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including Bharat Dynamics Limited (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including Bharat Dynamics Limited (Refer Regulation 26(1) of Listing Regulations)
Mr.	V.Udaya Bhaskar	06669311	Chairman and Managing Director	30-Jan-15	Five years from the date of his assumption of charge of post, or till the date of his superannuation or until further orders, whichever is earlier.	1	-	-
Mr.	S. Piramanayagam	07117827	Executive Director	01-Jan-15	Five years from the date of his assumption of charge of post, or till the date of his superannuation or until further orders, whichever is earlier.	1	1	-
Mr.	V. Gurudatta Prasad	07312718	Executive Director	10-Sep-15	Five years from the date of his assumption of charge of post, or till the date of his superannuation or until further orders, whichever is earlier.	1	2	-

Mr.	K.Divakar	07576308	Executive Director	01-Jul-16	Five years from the date of his assumption of charge of post, or till the date of his superannuation or until further orders, whichever is earlier.	1	-	-
Mr.	Ashwani K. Mahajan	07483427	Nominee Director-Non Executive	09-Mar-16	Until further orders	1	-	-
Ms.	Sushama V. Dabak	07085413	Independent Director	01-Dec-15	Three years from the date of appointment or until further orders, whichever is earlier.	1	1	1
Mr.	Ajay Pandey	01292877	Independent Director	01-Dec-15	Three years from the date of appointment or until further orders, whichever is earlier.	1	1	-
Mr.	Ajay Nath	05151291	Independent Director	13-Sep-17	Three years from the date of appointment or until further orders, whichever is earlier.	1	1	-
Mr.	K.S.Sampath	07924755	Independent Director	13-Sep-17	Three years from the date of appointment or until further orders, whichever is earlier.	1	2	1
Ms.	K. Latha Narasimha Murthy	07932062	Independent Director	13-Sep-17	Three years from the date of appointment or until further orders, whichever is earlier.	1	1	-
Mr	G.Satheesh Reddy	07579905	Nominee Director-Non Executive	01-May-18	Until further orders	1	-	-

\$ PAN number of any director would not be displayed on the website of Stock Exchange.

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ⁵
1.Audit Committee	Ms. Sushama V. Dabak	Chairperson of Audit Committee-Independent Director
	Mr. V. Gurudatta Prasad	Executive
	Mr. Ajay Pandey	Independent Director
	Mr. Ajay Nath	Independent Director
	Mr. K.S. Sampath	Independent Director
	Ms. K Latha Narasimha Murthy	Independent Director
2.Nomination & Remuneration Committee	Mr. Ajay Pandey	Chairperson of Nomination & Remuneration Committee- Independent Director
	Mr. Ashwani K. Mahajan	Nominee Director-Non Executive
	Ms. Sushama V. Dabak	Independent Director
	Mr. Ajay Nath	Independent Director
	Mr. K.S. Sampath	Independent Director
	Ms. K. Latha Narasimha Murthy	Independent Director
3.Stakeholders Relationship Committee	Mr. K.S. Sampath	Chairperson of Stakeholders Relationship Committee - Independent Director
	Mr. S. Piramanayagam	Executive
	Mr. V. Gurudatta Prasad	Executive
⁵ Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen		

III. Meetings of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
15-Feb-2018	30-May-2018	69
28-Feb-2018	30-May-2018	
01-Mar-2018	30-May-2018	
05-Mar-2018	30-May-2018	
16-Mar-2018	30-May-2018	
21-Mar-2018	30-May-2018	

IV. Meetings of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee			
30/05/2018	Yes	28/02/2018	90

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions		Compliance Status (Yes/No/NA)
Subject		NA. SINCE THERE ARE NO RELATED PARTY TRASNCTIONS IN THE COMPANY
Whether prior approval of audit committee obtained		
Whether shareholder approval obtained for material RPT		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		

Note:

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

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:- **Yes**
 - b. Nomination & remuneration committee:- **Yes**
 - c. Stakeholders relationship committee:- **Yes**
 - d. ~~Risk management committee (applicable to the top 100 listed entities)~~
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:- **Yes**
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 received from the Directors**

Name & Designation

N. Nagaraja

N. Nagaraja
Company Secretary and Compliance Officer

Date: JULY 05, 2018

Place : Hyderabad

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.