

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity
2. Quarter ending

**-Bharat Dynamics Limited
- 31-Mar-2019**

i. Composition Of Board Of Directors

Title (Mr./ Ms)	Name of the Director	DIN		Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date Of cessation	Tenure	No of 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 Chairpersons in Audit/Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	V UDAYA BHASKAR	06669311		C & ED	MD	30-Jan-2015	28-Feb-2019		1	0	0	NA	Ceased to be Chairman & Managing Director w.e.f 28.02.2019
Mr.	SIDDHARTH MISHRA	08367035		C & ED	MD	01-Mar-2019			1	0	0		
Mr.	S.PIRAMANAYAGAM	07117827		ED		01-Jan-2015			1	1	0	SC	5 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
Mr.	V GURUDATTA PRASAD	07312718		ED		10-Sep-2015			1	2	0	AC,SC	5 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

													superannuation or until further orders, whichever is earlier
Mr.	N.P.DIWAKAR	08207722		ED		01-Sep-2018			1	0	0	NA	5 years from the date of his assumption of charge of post, or till the date of his superannuation, or until further orders, whichever is the earliest.
Mr.	ASHWANI KUMAR MAHAJAN	07483427		NED,ND		09-Mar-2016			2	0	0	NRC	until further orders from the Government of India
Mrs.	SUSHAMA V DABAK	07085413		ID		01-Dec-2018	12	1	1	1		AC,NRC	1 year from the date of appointment or until further orders whichever is earlier
Mr.	AJAY PANDEY	01292877		ID		01-Dec-2018	12	1	1	0		AC,NRC	1 years from the date of appointment or until further orders whichever is earlier
Mr.	AJAY NATH	05151291		ID		13-Sep-2017	36	1	1	0		AC,NRC	3 years from the date of appointment or until further orders whichever is earlier
Mr.	K S SAMPATH	07924755		ID		13-Sep-2017	36	1	2	1		AC,SC,NRC	3 years from the date of appointment or until further orders whichever is earlier
Mrs.	K LATHA NARASIMHA MURTHY	07932062		ID		13-Sep-2017	36	1	1	0		AC,NRC	3 years from the date of appointment or until further orders whichever is earlier
Mr.	MSR PRASAD	08278568		NED,ND		31-Dec-2018			1	0	0	NA	until further orders from the Government of India

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	K LATHA NARASIMHA MURTHY	ID	Member	18-Sep-2017	
2	V GURUDATTA PRASAD	ED	Member	18-Sep-2017	
3	SUSHAMA V DABAK	ID	Chairperson	18-Sep-2017	
4	AJAY PANDEY	ID	Member	18-Sep-2017	
5	AJAY NATH	ID	Member	18-Sep-2017	
6	K S SAMPATH	ID	Member	18-Sep-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	S.PIRAMANAYAGAM	ED	Member	20-Nov-2017	
2	V GURUDATTA PRASAD	ED	Member	20-Nov-2017	
3	K S SAMPATH	ID	Chairperson	20-Nov-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	AJAY NATH	ID	Member	31-Oct-2018	
2	N.P.DIWAKAR	ED	Member	31-Oct-2018	
3	V GURUDATTA PRASAD	ED	Member	31-Oct-2018	
4	S.PIRAMANAYAGAM	ED	Chairperson	31-Oct-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	ASHWANI KUMAR MAHAJAN	NED,ND	Member	18-Sep-2017	
2	AJAY NATH	ID	Member	18-Sep-2017	
3	AJAY PANDEY	ID	Chairperson	18-Sep-2017	
4	K S SAMPATH	ID	Member	18-Sep-2017	
5	K LATHA NARASIMHA MURTHY	ID	Member	18-Sep-2017	
6	SUSHAMA V DABAK	ID	Member	18-Sep-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
31-Oct-2018	14-Feb-2019
11-Nov-2018	18-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	94

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	31-Oct-2018	22-Jan-2019		Yes
Audit Committee	11-Nov-2018	14-Feb-2019		Yes
Audit Committee	11-Nov-2018	25-Mar-2019		Yes
Nomination & Remuneration Committee	31-Oct-2018	14-Feb-2019		Yes
Nomination & Remuneration Committee	31-Oct-2018	18-Mar-2019		Yes
Stakeholders Relationship Committee	31-Oct-2018	25-Mar-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	71

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 IN THE COMPANY

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) - **Not applicable**
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**
Company Secretary

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status (Yes/No/NA)	Company Remark	Website
Details of business	Yes		www.bdl-india.in
Terms and conditions of appointment of independent directors	Yes		www.bdl-india.in
Composition of various committees of board of directors	Yes		www.bdl-india.in
Code of conduct of board of directors and senior management personnel	Yes		www.bdl-india.in
Details of establishment of vigil mechanism/Whistle Blower policy	Yes		www.bdl-india.in
Criteria of making payments to non-executive directors	Yes		www.bdl-india.in
Policy on dealing with related party transactions	Yes		www.bdl-india.in
Policy for determining 'material subsidiaries	Yes		www.bdl-india.in
Details of familiarization programs imparted to independent directors	Yes		www.bdl-india.in
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.bdl-india.in
Email address for grievance Redressal and other relevant details	Yes		www.bdl-india.in
Financial results	Yes		www.bdl-india.in
Shareholding pattern	Yes		www.bdl-india.in
Details of agreements entered into with the media companies and /or their associates	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and /or 'eligibility'</i>	16(1)(b)&25(6)	Yes	
<i>Board composition</i>	17(1)	No	Appointment of one more Independent Director is pending with Government.
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	

Composition of nomination & remuneration committee	19(1)&(2)	Yes	
Composition of Stakeholder Relationship Committee	20(1)&(2)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(5),(6),(7)&(8)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Not Applicable	
Approval for material related party transactions	23(4)	Not Applicable	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	Not Applicable	
Maximum Directorship & Tenure	25(1)&(2)	Yes	
Meeting of independent directors	25(3)&(4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2)&26(5)	Yes	

Other Information	1. There are no Related Party Transactions in the Company. 2. There are no Subsidiaries/ Joint Ventures/ Associate Companies.
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : 
Designation : N NAGARAJA
Company Secretary