

Quarter III-CG Report 2024-25 -

| General information about company | |
|--|-------------------------|
| Scrip code | 541143 |
| NSE Symbol | BDL |
| MSEI Symbol | Notlisted |
| ISIN | INE171Z01026 |
| Name of the entity | Bharat Dynamics Limited |
| Date of start of financial year | 01-04-2024 |
| Date of end of financial year | 31-03-2025 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2024 |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 500 listed entities |

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 | | | | | | | Yes | |
| Whether Chairperson is related to MD or CEO | | | | | | | Yes | |
| Sr | Title (Mr / Ms) | Name of the Director | | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth |
| 1 | Mr | A. Madhavarao | - | 09808949 | Executive Director | Chairperson | CEO-MD | 02-04-1966 |
| 2 | Mr | P.V Raja Ram | | 10271259 | Executive Director | Not Applicable | | 24-09-1965 |
| 3 | Mr | D V Srinivas Rao | | 10652125 | Executive Director | Not Applicable | | 04-08-1967 |
| 4 | Mr | G. Gayatri Prasad | | 10877803 | Executive Director | Not Applicable | | 15-06-1969 |
| 5 | Mr | U Raja Babu | | 10212986 | Non-Executive - Nominee Director | Not Applicable | | 04-06-1966 |
| 6 | Mr | Amit Satija | | 08989543 | Non-Executive - Nominee Director | Not Applicable | | 07-08-1978 |
| 7 | Mr | Sunil Chintaman Mone | | 09223235 | Non-Executive - Independent Director | Not Applicable | | 05-12-1957 |
| 8 | Mrs | Sanghamitra Mishra | - | 09448680 | Non-Executive - Independent Director | Not Applicable | | 04-12-1970 |

| | | | | | | | | |
|----|----|--------------------------|--|----------|--------------------------------------|----------------|--|------------|
| 9 | Mr | Rajendra Singh Shekhawat | | 09449860 | Non-Executive - Independent Director | Not Applicable | | 05-02-1959 |
| 10 | Mr | Nandakumar Subburaman | | 00611401 | Non-Executive - Independent Director | Not Applicable | | 30-06-1959 |
| 11 | Mr | Pawan Sthapak | | 03605320 | Non-Executive - Independent Director | Not Applicable | | 25-05-1962 |
| 12 | Mr | Jashwant Lal | | 10055098 | Non-Executive - Independent Director | Not Applicable | | 05-10-1970 |

| 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 |
| 8 | No | | | | Active |
| 9 | No | | | | Active |
| 10 | No | | | | Active |
| 11 | No | | | | Active |
| 12 | 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) & 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 | | 19-07-2023 | 19-07-2023 | | | 1 | 0 | 0 | 0 | | | |
| 2 | NA | | 30-08-2023 | 30-08-2023 | | | 1 | 0 | 1 | 0 | | | |
| 3 | NA | | 20-09-2024 | 20-09-2024 | | | 1 | 0 | 1 | 0 | | | |
| 4 | NA | | 19-12-2024 | 19-12-2024 | | | 1 | 0 | 1 | 0 | | | |
| 5 | NA | | 21-07-2023 | 21-07-2023 | | | 1 | 0 | 0 | 0 | | | |
| 6 | NA | | 14-08-2024 | 14-08-2024 | | | 3 | 0 | 0 | 0 | | | |
| 7 | NA | | 24-12-2021 | 24-12-2021 | 24-12-2024 | 36 | 1 | 1 | 0 | 0 | Tenure Completion | | |
| 8 | NA | | 27-12-2021 | 27-12-2021 | 27-12-2024 | 36 | 1 | 1 | 0 | 0 | Tenure Completion | | |
| 9 | NA | | 28-12-2021 | 28-12-2021 | 28-12-2024 | 36 | 1 | 1 | 0 | 0 | Tenure Completion | | |

| | | | | | | | | | | | | | |
|----|----|--|------------|------------|------------|----|---|---|---|---|-------------------|--|--|
| 10 | NA | | 24-12-2021 | 24-12-2021 | 24-12-2024 | 36 | 1 | 1 | 0 | 0 | Tenure Completion | | |
| 11 | NA | | 24-12-2021 | 24-12-2021 | 24-12-2024 | 36 | 1 | 1 | 0 | 0 | Tenure Completion | | |
| 12 | NA | | 24-02-2023 | 24-02-2023 | | 22 | 1 | 1 | 1 | 1 | | | |

| Text Block | |
|------------------------|---|
| Textual Information(1) | The tenure of 3 Independent Directors namely Shri Sunil Mone,Shri Nandakumar Subburaman and Dr Pawan Sthapak was completed on 24 Dec 2024.Further the tenure of two Independent Directors namely Dr Sanghamitra Mishra was completed on 27 Dec 2024 and Shri Rajendra Singh Shekhawat on 28 Dec 2024. |

Board Level Committees =

| 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 | 09223235 | Sunil Chintaman Mone | Non-Executive - Independent Director | Chairperson | 03-01-2022 | 24-12-2024 | |
| 2 | 09448680 | Sanghamitra Mishra | Non-Executive - Independent Director | Member | 03-01-2022 | 27-12-2024 | |
| 3 | 09449860 | Rajendra Singh Shekhawat | Non-Executive - Independent Director | Member | 03-01-2022 | 28-12-2024 | |
| 4 | 00611401 | Nandakumar Subburaman | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 5 | 03605320 | Pawan Sthapak | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 6 | 10055098 | Jashwant Lal | Non-Executive - Independent Director | Member | 25-05-2023 | | |

The Audit committee was suspended w.e.f 28 Dec 2024 due to lack of representation of Independent directors on the Board of BDL. Further it may be noted that BDL being government company all appointment to the Board is being done by the government of India.

| 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 | 09448680 | Sanghamitra Mishra | Non-Executive - Independent Director | Chairperson | 03-01-2022 | 27-12-2024 | |
| 2 | 09223235 | Sunil Chintaman Mone | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 3 | 09449860 | Rajendra Singh Shekhawat | Non-Executive - Independent Director | Member | 03-01-2022 | 28-12-2024 | |
| 4 | 00611401 | Nandakumar Subburaman | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 5 | 03605320 | Pawan Sthapak | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 6 | 10055098 | Jashwant Lal | Non-Executive - Independent Director | Member | 25-05-2023 | | |

The Nomination & Remuneration committee was suspended w.e.f 28 Dec 2024 due to lack of representation of Independent directors on the Board of BDL. Further it may be noted that BDL being government company all appointment to the Board is being done by the government of India.

| 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 | 00611401 | Nandakumar Subburaman | Non-Executive - Independent Director | Chairperson | 03-01-2022 | 24-12-2024 | |
| 2 | 10055098 | Jashwant Lal | Non-Executive - Independent Director | Chairperson | 25-05-2023 | | |
| 3 | 09223235 | Sunil Chintaman Mone | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 4 | 03605320 | Pawan Sthapak | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 5 | 09448680 | Sanghamitra Mishra | Non-Executive - Independent Director | Member | 03-01-2022 | 27-12-2024 | |
| 6 | 09449860 | Rajendra Singh Shekhawat | Non-Executive - Independent Director | Member | 03-01-2022 | 28-12-2024 | |
| 7 | 10271259 | P.V Raja Ram | Executive Director | Member | 28-12-2024 | | |
| 8 | 10652125 | D V Srinivas Rao | Executive Director | Member | 28-12-2024 | | |
| 9 | 10877803 | G. Gayatri Prasad | Executive Director | Member | 28-12-2024 | | |

| 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 | 03605320 | Pawan Sthapak | Non-Executive - Independent Director | Chairperson | 03-01-2022 | 24-12-2024 | |
| 2 | 10271259 | P.V Raja Ram | Executive Director | Chairperson | 03-11-2023 | | |
| 3 | 09223235 | Sunil Chintaman Mone | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 4 | 00611401 | Nandakumar Subburaman | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 5 | 09448680 | Sanghamitra Mishra | Non-Executive - Independent Director | Member | 03-01-2022 | 27-12-2024 | |
| 6 | 09449860 | Rajendra Singh Shekhawat | Non-Executive - Independent Director | Member | 03-01-2022 | 28-12-2024 | |
| 7 | 10055098 | Jashwant Lal | Non-Executive - Independent Director | Member | 25-05-2023 | | |
| 8 | 10652125 | D V Srinivas Rao | Executive Director | Member | 14-11-2024 | | |
| 9 | 10877803 | G. Gayatri Prasad | Executive Director | Member | 28-12-2024 | | |

| 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 | 09449860 | Rajendra Singh Shekhawat | Non-Executive - Independent Director | Chairperson | 03-01-2022 | 28-12-2024 | |
| 2 | 10055098 | Jashwant Lal | Non-Executive - Independent Director | Chairperson | 25-05-2023 | | |
| 3 | 09223235 | Sunil Chintaman Mone | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 4 | 00611401 | Nandakumar Subburaman | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 5 | 03605320 | Pawan Sthapak | Non-Executive - Independent Director | Member | 03-01-2022 | 24-12-2024 | |
| 6 | 09448680 | Sanghamitra Mishra | Non-Executive - Independent Director | Member | 03-01-2022 | 27-12-2024 | |
| 7 | 10271259 | P.V Raja Ram | Executive Director | Member | 03-11-2023 | | |
| 8 | 10652125 | D V Srinivas Rao | Executive Director | Member | 28-12-2024 | | |
| 9 | 10877803 | G. Gayatri Prasad | Executive Director | Member | 28-12-2024 | | |

Annexure 1

Annexure 1

III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory | | | | | | | | |
|--|---|--|---|------------------------------|--|---|---|---|
| Sr | 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 | 09-08-2024 | | | | Yes | 10 | 10 | 6 |
| 2 | | 25-10-2024 | 76 | | Yes | 11 | 10 | 6 |
| 3 | | 14-11-2024 | 19 | | Yes | 11 | 10 | 6 |
| 4 | | 09-12-2024 | 24 | | Yes | 11 | 11 | 6 |

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 | 09-08-2024 | | | | Yes | 6 | 6 | 6 | 0 |
| 2 | Audit Committee | 14-11-2024 | 96 | | | Yes | 6 | 6 | 6 | 0 |
| 3 | Audit Committee | 09-12-2024 | 24 | | | Yes | 6 | 6 | 6 | 0 |
| 4 | Nomination and remuneration committee | 09-08-2024 | | | | Yes | 6 | 6 | 6 | 0 |
| 5 | Nomination and remuneration committee | 13-11-2024 | 95 | | | Yes | 6 | 6 | 6 | 0 |
| 6 | Risk Management Committee | 13-11-2024 | | | | Yes | 7 | 7 | 6 | 0 |

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 | Stakeholders Relationship Committee | 10-12-2024 | 26 | | | Yes | 6 | 6 | 6 | 0 |
| 8 | Corporate Social Responsibility Committee | 13-11-2024 | | | | Yes | 7 | 7 | 6 | 0 |
| 9 | Corporate Social Responsibility Committee | 09-12-2024 | 25 | | | Yes | 7 | 7 | 6 | 0 |

| Annexure 1 | | | |
|---|--|----------------------------------|--|
| V. Related Party Transactions | | | |
| Sr | Subject | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
| 1 | Whether prior approval of audit committee obtained | NA | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA | |
| Disclosure of notes on related party transactions | | | Textual Information(1) |

| Text Block | |
|--|---|
| <input type="checkbox"/> -- Textual Information(1) | There are no related party transactions except remuneration to Directors & KMP. |

Annexure 1

VI. 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 |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Textual Information(1) |

Text Block

| | |
|------------------------|---|
| Textual Information(1) | NO COMMENTS WERE RECEIVED FROM THE DIRECTORS. |
|------------------------|---|

| 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 | | ---- |
| | | |

| Signatory Details | |
|-----------------------|--|
| Name of signatory | N Nagaraja |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Hyderabad |
| Date | 07-01-2025 |