

# 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             - **30-Jun-2022**

## **i. Composition Of Board Of Director**

Title (Mr./Ms.)	Name of the Director	DIN		Category (Chairpersons on /Executive/ Non- Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Tenure (In Month from date of appointment)	Date of Birth	No. of Directors hip 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	Membership in Committees of the Company
Mr.	Siddharth Mishra	08367035		C & ED	CEO-MD	01-Mar-2019	01-Mar-2019		25-Mar-1963	1	0	0	0	
Mr.	Diwakar Nayeeni	08207722		ED		01-Sep-2018	01-Sep-2018		13-Aug-1962	1	0	0	0	RMC
Mr.	Radha Krishna Potluri	08437975		ED		01-Jun-2019	01-Jun-2019		30-Jun-1963	1	0	0	0	
Mr.	N Srinivasulu	08744682		ED		01-Jul-2020	01-Jul-2020		26-Jan-1964	1	0	1	0	SC
Mr.	Chandraker Bharti	02599261		NED,ND		02-Feb-2021	02-Feb-2021		30-Oct-1967	2	0	0	0	
Mr.	BHVS Narayana Murthy	09286096		NED,ND		25-Aug-2021	25-Aug-2021		23-May-1963	1	0	0	0	
Mr.	Sunil Chintaman Mone	09223235		ID		24-Dec-2021	24-Dec-2021	6	05-Dec-1957	1	1	2	1	AC,SC,RC,NRC
Mrs.	Sanghamitra Mishra	09448680		ID		27-Dec-2021	27-Dec-2021	6	04-Dec-1970	1	1	2	0	AC,SC,RC,NRC
Mr.	Rajendra Singh Shekhawat	09449860		ID		28-Dec-2021	28-Dec-2021	6	05-Feb-1959	1	1	2	0	AC,SC,RC,NRC

Mr.	Nanda Kumar Subburaman	0061 1401	ID	24-Dec-2021	24-Dec-2021	6	30-Jun-1959	3	3	2	1	AC,SC,RC,NRC
Mr.	Pawan Sthapak	0360 5320	ID	24-Dec-2021	24-Dec-2021	6	25-May-1962	1	1	2	0	AC,SC,RC,NRC

Company Remarks	The appointment of one more Independent Director is in process
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
1	Sunil Chintaman Mone	ID	Chairperson	03-Jan-2022	
2	Sanghamitra Mishra	ID	Member	03-Jan-2022	
3	Rajendra Singh Shekhawat	ID	Member	03-Jan-2022	
4	Nanda Kumar Subburaman	ID	Member	03-Jan-2022	
5	Pawan Sthapak	ID	Member	03-Jan-2022	

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	Nanda Kumar Subburaman	ID	Chairperson	03-Jan-2022	
2	Sunil Chintaman Mone	ID	Member	03-Jan-2022	
3	Rajendra Singh Shekhawat	ID	Member	03-Jan-2022	
4	Sanghamitra Mishra	ID	Member	03-Jan-2022 w	
5	Pawan Sthapak	ID	Member	03-Jan-2022 w	
6	N Srinivasulu	ED	Member	03-Jan-2022 w	

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	Pawan Sthapak	ID	Chairperson	03-Jan-2022	
2	Sunil Chintaman Mone	ID	Member	03-Jan-2022	
3	Rajendra Singh Shekhawat	ID	Member	03-Jan-2022	
4	Nanda Kumar Subburaman	ID	Member	03-Jan-2022	
5	Sanghamitra Mishra	ID	Member	03-Jan-2022	
6	Diwakar Nayeeni	ED	Member	03-Jan-2022	

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	Sanghamitra Mishra	ID	Chairperson	03-Jan-2022	
2	Sunil Chintaman Mone	ID	Member	03-Jan-2022	
3	Rajendra Singh Shekhawat	ID	Member	03-Jan-2022	
4	Nanda Kumar Subburaman	ID	Member	03-Jan-2022	
5	Pawan Sthapak	ID	Member	03-Jan-2022	

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
14-Feb-2022	26-May-2022	Yes	10	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	100

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
Audit Committee	14-Feb-2022		Yes	5	5
Audit Committee	21-Mar-2022		Yes	5	5
Audit Committee		26-May-2022	Yes	4	4
Company Remarks					
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]			65		

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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.	

VI. Affirmations

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

NO COMMENTS WERE RECEIVED FROM THE DIRECTORS.

Name : N Nagaraja  
Designation : Company Secretary & Compliance Officer