

ANNEXURE I

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-Mar-2023**

i. Composition of Board of Director

Name of the Director Title (Mr./Ms)	DIN		Categor y (Chairper son /Executive /Non- Executive/ Independ ent/ Nominee)	Sub Categ ory	Initial Date of Appoint ment	Date of Appo intm ent	Date of cessa tion	Tenure (months)	Date of Birth	No. of Directors hip in listed entities including this listed entity [in reference to Regula tion 17A (1)]	No of Independe nt Directorshi p in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of members hips in Audit/ Stakehol der Committ ee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memb ership in Comm ittees of the Comp any
Siddharth Mishra	08367035		C & ED	CEO -MD	01-Mar-2019	01-Mar-2019	31-Mar-2023		25-Mar-1963	1	0	0	0	
Radha Krishna Potluri	08437975		ED		01-Jun-2019	01-Jun-2019			30-Jun-1963	1	0	0	0	
N Srinivasulu	08744682		ED		01-Jul-2020	01-Jul-2020			26-Jan-1964	1	0	1	0	SC
A. Madhavarao	09808949		ED		02-Jan-2023	02-Jan-2023			02-Apr-1966	1	0	0	0	
Anurag Bajpai	08948155		NED,ND		14-Sep-2022	14-Sep-2022			13-Jul-1970	2	0	0	0	
BHVS Narayana Murthy	09286096		NED,ND		25-Aug-2021	25-Aug-2021			23-May-1963	1	0	0	0	

Sunil Chintaman Mone	09223 235	ID		24-Dec-2021	24-Dec-2021		15	05-Dec-1957	1	1	2	1	AC,S C,RC, NRC
Sanghamitra Mishra	09448 680	ID		27-Dec-2021	27-Dec-2021		15	04-Dec-1970	1	1	2	0	AC,S C,RC, NRC
Rajendra Singh Shekhawat	09449 860	ID		28-Dec-2021	28-Dec-2021		15	05-Feb-1959	1	1	2	0	AC,S C,RC, NRC
Nandakumar Subburaman	00611 401	ID		24-Dec-2021	24-Dec-2021		15	30-Jun-1959	3	3	2	1	AC,S C,RC, NRC
Pawan Sthapak	03605 320	ID		24-Dec-2021	24-Dec-2021		15	25-May-1962	1	1	2	0	AC,S C,RC, NRC
Jashwant Lal	10055 098	ID		24-Feb-2023	24-Feb-2023		1	05-Oct-1970	1	1	2	0	

Company Remarks	-
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 Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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	Nandakumar Subburaman	ID	Member	03-Jan-2022	
5	Pawan Sthapak	ID	Member	03-Jan-2022	

Company Remarks	-
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Nandakumar 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	
5	Pawan Sthapak	ID	Member	03-Jan-2022	
6	N Srinivasulu	ED	Member	03-Jan-2022	

Company Remarks	-
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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	Nandakumar Subburaman	ID	Member	03-Jan-2022	
5	Sanghamitra Mishra	ID	Member	03-Jan-2022	

Company Remarks	-
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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	Nandakumar Subburaman	ID	Member	03-Jan-2022	
5	Pawan Sthapak	ID	Member	03-Jan-2022	

Company Remarks	-
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
11-Nov-2022	Yes	10	10	5
07-Feb-2023	Yes	11	11	5
31-Mar-2023	Yes	12	12	6

Company Remarks	-
Maximum gap between any two consecutive (in number of days)	87

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	10-Nov-2022	Yes	5	5	5	0
Audit Committee	06-Feb-2023	Yes	5	5	5	0
Stakeholders Relationship Committee	06-Feb-2023	Yes	6	5	5	0
Risk Management Committee	06-Feb-2023	Yes	5	5	5	0

Company Remarks	-
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	87

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 except remuneration to Directors & KMP.
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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. - **Yes**
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 1000 listed entities) - **Yes**
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 WERE RECEIVED FROM THE DIRECTORS.



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

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
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Terms and conditions of appointment of independent directors	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Composition of various committees of board of directors	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Code of conduct of board of directors and senior management	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Criteria of making payments to non-executive directors	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Policy on dealing with related party transactions	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Policy for determining 'material' subsidiaries	NA		
Details of familiarization programs imparted to independent	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Contact information of the designated officials of the listed entity	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Financial results	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Shareholding pattern	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Details of agreements entered into with the media companies and/or their associates	NA		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
New name and the old name of the listed entity	Not		
Advertisements as per regulation 47 (1)	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Credit rating or revision in credit rating obtained by the entity for all	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Separate audited financial statements of each subsidiary of the	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Materiality Policy as per Regulation 30	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations
It is certified that these contents on the website of the listed entity	Yes		https://bdl-india.in/disclosures-under-regulation-46-sebi-listing-regulations

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), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	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)	Not Applicable	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	

Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
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	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	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	There are no related party transactions except remuneration to Directors & KMP.
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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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N. Nagaraja

Name : N Nagaraja
Designation : Company Secretary & Compliance Officer

ANNEXURE IV

Bharat Dynamics Limited

For the quarter ended on 31 March 2023

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them
0	0	0	0	0	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Name: N Srinivasulu
Designation: Chief Executive Officer
Place: Hyderabad
Date: 12-Apr-2023

Ny2m