

Corporate Governance Report Q1 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	30-06-2024
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

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	Anurag Bajpai	08948155		Non-Executive - Nominee Director	Not Applicable		13-07-1970
4	Mr	U Raja Babu	10212986		Non-Executive - Nominee Director	Not Applicable		04-06-1966
5	Mr	Sunil Chintaman Mone	09223235		Non-Executive - Independent Director	Not Applicable		05-12-1957
6	Mrs	Sanghamitra Mishra	09448680		Non-Executive - Independent Director	Not Applicable		04-12-1970
7	Mr	Rajendra Singh Shekhawat	09449860		Non-Executive - Independent Director	Not Applicable		05-02-1959
8	Mr	Nandakumar Subburaman	00611401		Non-Executive - Independent Director	Not Applicable		30-06-1959
9	Mr	Pawan Sthapak	03605320		Non-Executive - Independent Director	Not Applicable		25-05-1962
10	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

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	0	0			
3	NA		14-09-2022	14-09-2022			2	0	0	0			
4	NA		21-07-2023	21-07-2023			1	0	0	0			
5	NA		24-12-2021	24-12-2021		30	1	1	2	1			
6	NA		27-12-2021	27-12-2021		30	1	1	2	0			
7	NA		28-12-2021	28-12-2021		30	1	1	2	0			
8	NA		24-12-2021	24-12-2021		30	1	1	2	1			
9	NA		24-12-2021	24-12-2021		30	1	1	2	0			
10	NA		24-02-2023	24-02-2023		16	1	1	2	0			

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		
2	09448680	Sanghamitra Mishra	Non-Executive - Independent Director	Member	03-01-2022		
3	09449860	Rajendra Singh Shekhawat	Non-Executive - Independent Director	Member	03-01-2022		
4	00611401	Nandakumar Subburaman	Non-Executive - Independent Director	Member	03-01-2022		
5	03605320	Pawan Sthapak	Non-Executive - Independent Director	Member	03-01-2022		
6	10055098	Jashwant Lal	Non-Executive - Independent Director	Member	25-05-2023		

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		
2	09223235	Sunil Chintaman Mone	Non-Executive - Independent Director	Member	03-01-2022		
3	09449860	Rajendra Singh Shekhawat	Non-Executive - Independent Director	Member	03-01-2022		
4	00611401	Nandakumar Subburaman	Non-Executive - Independent Director	Member	03-01-2022		
5	03605320	Pawan Sthapak	Non-Executive - Independent Director	Member	03-01-2022		
6	10055098	Jashwant Lal	Non-Executive - Independent Director	Member	25-05-2023		

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		
2	09448680	Sanghamitra Mishra	Non-Executive - Independent Director	Member	03-01-2022		
3	09223235	Sunil Chintaman Mone	Non-Executive - Independent Director	Member	03-01-2022		
4	09449860	Rajendra Singh Shekhawat	Non-Executive - Independent Director	Member	03-01-2022		
5	03605320	Pawan Sthapak	Non-Executive - Independent Director	Member	03-01-2022		
6	10055098	Jashwant Lal	Non-Executive - Independent Director	Member	25-05-2023		

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		
2	00611401	Nandakumar Subburaman	Non-Executive - Independent Director	Member	03-01-2022		
3	09448680	Sanghamitra Mishra	Non-Executive - Independent Director	Member	03-01-2022		
4	09223235	Sunil Chintaman Mone	Non-Executive - Independent Director	Member	03-01-2022		
5	09449860	Rajendra Singh Shekhawat	Non-Executive - Independent Director	Member	03-01-2022		
6	10055098	Jashwant Lal	Non-Executive - Independent Director	Member	25-05-2023		
7	10271259	P.V Raja Ram	Executive Director	Member	03-11-2023		

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		
2	03605320	Pawan Sthapak	Non-Executive - Independent Director	Member	03-01-2022		
3	09448680	Sanghamitra Mishra	Non-Executive - Independent Director	Member	03-01-2022		
4	00611401	Nandakumar Subburaman	Non-Executive - Independent Director	Member	03-01-2022		
5	09223235	Sunil Chintaman Mone	Non-Executive - Independent Director	Member	03-01-2022		
6	10055098	Jashwant Lal	Non-Executive - Independent Director	Member	25-05-2023		
7	10271259	P.V Raja Ram	Executive Director	Member	03-11-2023		

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	24-01-2024				Yes	11	9	5
2	21-03-2024		56		Yes	10	9	6
3		30-05-2024	69		Yes	10	9	5

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	24-01-2024				Yes	6	5	5	0
2	Audit Committee	21-03-2024	56			Yes	6	6	6	0
3	Audit Committee	30-05-2024	69			Yes	6	5	5	0
4	Corporate Social Responsibility Committee	24-01-2024				Yes	7	6	5	0
5	Corporate Social Responsibility Committee	30-05-2024	126			Yes	7	6	5	0
6	Risk Management Committee	24-01-2024				Yes	7	6	5	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	Risk Management Committee	30-05-2024	126			Yes	7	6	5	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

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
Other details of cyber security incidence or breaches or loss of data event		Textual Information(1)
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Text Block	
Textual Information(1)	No such incidence