

## Quarterly Compliance report on Corporate Governance

1. Name of Listed Entity: **BEML Limited**  
 2. Quarter ended : **30<sup>th</sup> September, 2017**

<b>I. Composition of Board of Directors</b>								
<i>Title</i>	<i>Name of the Director</i>	<i>DIN</i>	<i>Category (Chairperson/Executive/Non-Executive/ Independent/ Nominee)</i>	<i>Date of Appointment in the current term/ Cessation*</i>	<i>Tenure</i>	<i>No of Directorships in listed entities including this listed entity [Refer Regulation 25(1) of Listing Regulations]</i>	<i>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations]</i>	<i>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations]</i>
Mr.	D K Hota	06600812	Executive	01.07.2013	NA	1	0	0
Mr.	Aniruddh Kumar	06861374	Executive	18.04.2014	NA	1	0	0
Mr.	B R Viswanatha	07363486	Executive	01.02.2016	NA	1	2	0
Mr.	R H Muralidhara	07363484	Executive	01.03.2016	NA	1	1	0
Smt.	Surina Rajan	06699602	Nominee / Non-Executive	02.06.2016	NA	1	0	0
Mr.	Sanjay Prasad	01577730	Nominee / Non-Executive	01.10.2015	NA	1	0	0
Mr.	Pundareeka Battaje Rao	00467226	Independent	02.12.2015	Up to 01.12.2018	1	1	1
Mr.	Mysore Gopaldaswamyrao Raghuvier	02703301	Independent	02.12.2015	Up to 01.12.2018	1	2	1
Mr.	Sudhir Kumar Beri	07367157	Independent	11.12.2015	Up to 01.12.2018	1	1	0

<b>II. Composition of Committees</b>			
<i>Name of Committee</i>	<i>Name of Committee members Shri/Smt.</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</i>	
1. Audit Committee	Pundareeka Battaje Rao	Chairperson-Independent	
	Sudhir Kumar Beri	Independent	
	Mysore Gopaldaswamyrao Raghuvveer	Independent	
	B R Viswanatha	Executive	
2. Nomination & Remuneration Committee	Sudhir Kumar Beri	Chairperson-Independent	
	Mysore Gopaldaswamyrao Raghuvveer	Independent	
	Pundareeka Battaje Rao	Independent	
3. Risk Management Committee(if applicable)	NA	NA	
4. Stakeholders Relationship Committee	Mysore Gopaldaswamyrao Raghuvveer	Chairperson-Independent	
	B R Viswanatha	Executive	
	R H Muralidhara	Executive	
<b>III. Meeting of Board of Directors</b>			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
12.04.2017 & 30.05.2017	11.08.2017 & 20.09.2017	72	
<b>IV. Meeting of Audit Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
10.08.2017 & 20.09.2017	Yes	11.04.2017 & 24.05.2017	77
<b>V. Related Party Transactions</b>			
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>		
Whether prior approval of audit committee obtained	NA		
Whether shareholder approval obtained for material RPT			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			
<b>VI. Affirmations</b>			
<p>1. The composition of Board of Directors is not in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. Further, the Appointment of 3 Independent Directors is under the consideration of Government of India.</p> <p>2. The composition of the following committees is in compliance with the terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee b. Nomination &amp; Remuneration Committee</p>			

c. Stakeholders Relationship Committee

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.
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.
5. This report would be placed before the Board of Directors at ensuing meeting scheduled to be held during November, 2017.

*Sd/-*

**S V Ravisekhar Rao**  
Company Secretary & Compliance officer

Date: 05.10.2017

**ANNEXURE III**

<i>I Affirmations</i>		
<i>Board heading</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website.	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting.	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting.	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes
<p align="center"><i>Sd/-</i>                      S.V. Ravisekhar Rao                      Company Secretary &amp; Compliance officer</p>		