

## Quarterly Compliance report on Corporate Governance

1. Name of Listed Entity: **BEML Limited**

2. Quarter ended: **31<sup>ST</sup> March, 2022**

<b>I Composition of Board of Directors</b>												
<i>Title</i> <i>Mr./</i> <i>Ms.</i>	<i>Name of the Director</i>	<i>PAN &amp; DIN</i>	<i>Category (Chairperson/Executive/Non-Executive/Independent / Nominee)</i>	<i>Initial Date of Appointment</i>	<i>date of re-appointment</i>	<i>date of cessation</i>	<i>Tenure</i>	<i>Date of Birth</i>	<i>No of Directorships in listed entities including this listed entity [Refer Regulation 17A of Listing Regulations]</i>	<i>No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]</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.	AMIT BANERJEE	AALPB0725C & 08783660	Chairman and Managing Director	27-08-2021	--	--	NA	10-07-1963	1	0	1	0
Mr.	MALYALA VENKATA RAJASEKHAR	ABLPR6173K & 08467141	Executive	01-06-2019	--	--	NA	10-10-1962	1	0	1	0
Mr.	AJIT KUMAR SRIVASTAV	AJQPS8137D & 08741858	Executive	01-06-2020	--	--	NA	10-02-1965	1	0	1	0
Mr.	ANIL JERATH	AADPJ4114B & 09543904	Executive	22-03-2022	--	--	NA	12-08-1966	1	0	0	0
Mr.	SURENDRA PRASAD YADAV	AAHPY1054B & 02267582	Non-Executive - Nominee Director	08-11-2021	--	--	NA	10-12-1968	2	0	0	0
Mr.	ARVIND KUMAR ARORA	AAAPA2792F & 07409509	Independent	10-07-2019	--	--	31 months	10-01-1956	1	1	2	2
Ms.	BALMURI VANITHA	AGKPB4231G & 08679028	Independent	24-01-2020	--	--	25 months	02-06-1970	1	1	1	0
Mr.	ARUN DAGA	ACGPD7953H & 07054958	Independent	24-12-2021	--	--	4 months	30-05-1967	1	1	1	0
Mr.	VIKAS RAMKRISHNA KAKATKAR	ABGPK1655E & 02372234	Independent	24-12-2021	--	--	4 months	06-06-1957	1	1	0	0

Mr.	MRUTYUNJ AYA SIVA KUMAR LINGAM MAKUTAM	AIOPM0365J & 09450599	Independent	28-12-2021	--	--	4 months	06-10-1979	1	1	0	0
Whether Regular chairperson appointed											Yes	
Whether Chairperson is related to Managing Director or CEO											Yes	

<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	<i>Whether regular chairperson appointed</i>	<i>Name of Committee members Shri / Smt.</i>	<i>Category (Chairperson / Executive / Non-Executive / independent / Nominee)</i>	<i>Dates of Appointment</i>	<i>Dates of Cessation</i>
1. Audit Committee	Yes	Arvind Kumar Arora	Chairperson - Independent Director	10-07-2019	--
		Balmuri Vanitha	Independent Director	24-01-2020	--
		Malyala Venkata Rajasekhar	Executive Director	01-06-2019	--
		Arun Daga	Chairperson-Independent Director	01-03-2022	--
2. Nomination & Remuneration Committee	Yes	Arvind Kumar Arora	Chairperson - Independent Director	04-12-2019	--
		Balmuri Vanitha	Independent Director	24-09-2020	--
		Vikas Ramkrishna Kakatkar	Independent Director	01-03-2022	
		Surendra Prasad Yadav	Government Nominee Director	08-11-2021	28-02-2022
3. Risk Management Committee	Yes	Malyala Venkata Rajasekhar	Chairperson - Executive Director	01-06-2019	--
		Ajit Kumar Srivastav	Executive Director	01-07-2020	--
		Arvind Kumar Arora	Independent Director	11-06-2021	--
		Anil Jerath	Executive Director	22-03-2022	
4. Stakeholders Relationship Committee	Yes	Arvind Kumar Arora	Chairperson-Independent Director	04-12-2019	--
		Ajit Kumar Srivastav	Executive Director	09- 04-2021	--
		Amit Banerjee	Executive Director	24-09-2020	--
5. Corporate Social Responsibility Committee	Yes	Balmuri Vanitha	Chairperson - Independent Director	10-08-2021	--
		Malyala Venkata Rajasekhar	Executive Director	21-03-2019	--
		Ajit Kumar Srivastav	Executive Director	21-03-2019	--

		Mrutyunjaya Siva Kumar Lingam	Independent Director	01-03-2022	--
<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>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of Independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
12.10.2021	21.01.2022	Yes	9	5	68
13.11.2021	10.02.2022	Yes	9	5	19
--	22.03.2022	Yes	9	5	39
<i>*for current quarter meetings</i>					
<b>IV. Meetings of Committees:</b>					
<b>a. Audit Committee</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of Independent directors present*</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>
09.02.2022	Yes	3	2	12.10.2021	89
--	--	--	--	11.11.2021	--
<i>*for current quarter meetings</i>					
<b>b. Nomination and Remuneration Committee</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details) *</i>	<i>Number of Directors present*</i>	<i>Number of Independent directors present*</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>
19.01.2022	Yes	2	2	-	-
<i>*for current quarter meetings</i>					
<b>c. Stakeholders' Relationship Committee</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details) *</i>	<i>Number of Directors present*</i>	<i>Number of Independent directors present*</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>

03.03.2022	Yes	3	1	-	-
<b>d. Risk Management Committee</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details) *</i>	<i>Number of Directors present*</i>	<i>Number of Independent directors present*</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>
03.03.2022	Yes	3	1	--	-
<i>*for current quarter meetings</i>					
<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>					
1. The composition of Board of Directors is in line with SEBI (Listing obligations and disclosure requirements) Regulations, 2015.					
2. The composition of the following committees is in compliance with the terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management 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 April, 2022 and the report submitted in the previous quarter ended 31.12.2021 was placed before the Board.					

*Sd/-*

**S V Ravisekhar Rao**

Company Secretary & Compliance officer

Date: 13.04.2022

**VII. Half Yearly Affirmations**

Sl. No.	Particulars	Regulation Number	Compliance Status (Yes/ No/NA)
01	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
02	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
03	Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes
04	Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
05	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of schedule V	Yes

**Annexure III**

1	Name of signatory	SV RAVISEKHAR RAO
2	Designation	Company Secretary and Compliance Officer

**Additional Half yearly Disclosure**

<b>Applicability of disclosure</b>	<b>Not Applicable</b>
<b>Reason for Non Applicability</b>	BEML Limited being a Government Company, no loan or any other form of debt advanced or any guarantee or comfort letter or any security by whatever name called, provided by the Company directly or indirectly, to its Promoter, Promoter Group, Directors and KMP.

**I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below**

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

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA

Promoter Group or any other entity controlled by them	NA	NA	
Directors (including relatives) or any other entity controlled by them	NA	NA	
KMPs or any other entity controlled by them	NA	NA	
<b>(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</b>			
<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months(taking into account any invocation)</b>
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them			
<b>(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</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
<b>Affirmations</b>		<b>Compliance Status</b>	<b>Company Remarks</b>

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.		
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