

| General information about company | |
|--|--------------------------|
| Scrip code | 542669 |
| NSE Symbol | NOT APPLICABLE |
| MSEI Symbol | NOT APPLICABLE |
| ISIN | INE374E01021 |
| Name of the entity | BMW INDUSTRIES LIMITED |
| Date of start of financial year | 01-04-2020 |
| Date of end of financial year | 31-03-2021 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2020 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 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 | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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 (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|-----------------------|------------|----------|-------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1 | Mr | Ram Gopal Bansal | AECPB5157N | 00144159 | Executive Director | Chairperson | | 27-11-1955 | NA | | 21-10-1981 | | | 0 | 1 | 0 | 0 | 0 | | |
| 2 | Mr | Harsh Kumar Bansal | ADDPB5137B | 00137014 | Executive Director | Not Applicable | MD | 05-08-1978 | NA | | 26-12-2006 | | | 0 | 1 | 0 | 1 | 0 | | |
| 3 | Mr | Vivek Kumar Bansal | ADDPB5138Q | 00137120 | Executive Director | Not Applicable | MD | 12-11-1979 | NA | | 26-09-2001 | | | 0 | 1 | 0 | 1 | 0 | | |
| 4 | Mr | Subhash Chandra Gupta | AGTPG7012P | 00056770 | Executive Director | Not Applicable | | 15-03-1950 | NA | | 30-05-2019 | | 10-08-2020 | 0 | 1 | 0 | 0 | 0 | | |

| I. Composition of Board of Directors | | | | | | | | | | | | | | | | | | | |
|--|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|
| Disclosure of notes on composition of board of directors explanatory | | | | | | | | | | | | | | | | | | | |
| Wether the listed entity has a Regular Chairperson | | | | | | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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 (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN |
| 5 | Mr | Debasish Basu | ADBPB4353P | 00581141 | Non-Executive - Independent Director | Not Applicable | | 02-01-1941 | Yes | 24-09-2019 | 28-08-2002 | 24-09-2019 | | 72 | 1 | 1 | 2 | 1 | |
| 6 | Mr | Sunil Kumar Parik | AFVPP5396N | 00884149 | Non-Executive - Independent Director | Not Applicable | | 25-09-1955 | Yes | 24-09-2019 | 15-09-2012 | 24-09-2019 | | 72 | 1 | 1 | 2 | 1 | |
| 7 | Mr | Rampriya Sharan | AISPS3483R | 05304025 | Non-Executive - Independent Director | Not Applicable | | 03-10-1947 | Yes | 24-09-2019 | 15-09-2012 | 24-09-2019 | | 72 | 1 | 1 | 0 | 0 | |
| 8 | Mrs | Gayatri Singh | BHNPS4278P | 07031033 | Non-Executive - Independent Director | Not Applicable | | 25-12-1947 | Yes | 24-09-2019 | 21-11-2014 | 24-09-2019 | | 70 | 1 | 1 | 0 | 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 | 00884149 | Sunil Kumar Parik | Non-Executive - Independent Director | Chairperson | 13-05-2013 | | |
| 2 | 00581141 | Debasish Basu | Non-Executive - Independent Director | Member | 15-06-2013 | | |
| 3 | 00137014 | Harsh Kumar Bansal | Executive Director | Member | 30-01-2017 | | |

| 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 | 00884149 | Sunil Kumar Parik | Non-Executive - Independent Director | Chairperson | 13-05-2013 | | |
| 2 | 00581141 | Debasish Basu | Non-Executive - Independent Director | Member | 17-07-2014 | | |
| 3 | 05304025 | Rampriya Sharan | Non-Executive - Independent Director | Member | 17-07-2014 | | |

| 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 | 00581141 | Debasish Basu | Non-Executive - Independent Director | Chairperson | 17-06-2009 | | |
| 2 | 00884149 | Sunil Kumar Parik | Non-Executive - Independent Director | Member | 18-04-2013 | | |
| 3 | 00137120 | Vivek Kumar Bansal | Executive Director | Member | 14-12-2017 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00137014 | Harsh Kumar Bansal | Executive Director | Chairperson | 28-02-2014 | | |
| 2 | 00581141 | Debasish Basu | Non-Executive - Independent Director | Member | 28-02-2014 | | |
| 3 | 05304025 | Rampriya Sharan | Non-Executive - Independent Director | Member | 28-02-2014 | | |

| Other Committee | | | | | | |
|-----------------|------------|---------------------------|-------------------------|--------------------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1 | 00884149 | Sunil Kumar Parik | Finance Committee | Non-Executive - Independent Director | Chairperson | |
| 2 | 00144159 | Ram Gopal Bansal | Finance Committee | Executive Director | Member | |
| 3 | 00137014 | Harsh Kumar Bansal | Finance Committee | Executive Director | Member | |
| 4 | 00137120 | Vivek Kumar Bansal | Finance Committee | Executive Director | Member | |

| 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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | | 10-07-2020 | | <p>Due to Covid situation, Head office and plants are complete shut during the period from 22-03-2020 to 31-05-2020. However plants situated at Jhamshepur starts operation on 15th May, 2020. Though No Plants at West Bengal resume operation during the abovementioned period. Company open its Head Office for Finalising Annual Financial Statements as on 31-03-2020 and making vendor payments on 2nd June, 2020. As the SEBI made some relaxation for Finalising Annual Financial Statements as on 31-03-2020, we called Board Meeting for the 4th Quarter, 2019-20 on 6th July, 2020 which was adjourned due to Covid Situation and Office premises sanitization and the adjourned meeting was held on 10th July, 2020.</p> <p>For the 1st Quarter of 2020-21, again the meeting for adoption of unaudited financial results held on 14th September, 2020 as per the SEBI relaxation due to Covid situation.</p> | Yes | 5 | 2 |
| 2 | | 14-09-2020 | 65 | | Yes | 5 | 2 |

| 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) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 10-07-2020 | | | <p>Due to Covid situation, Head office and plants are complete shut during the period from 22-03-2020 to 31-05-2020. However plants situated at Jhamshepur starts operation on 15th May, 2020. Though No Plants at West Bengal resume operation during the abovementioned period. Company open its Head Office for Finalising Annual Financial Statements as on 31-03-2020 and making vendor payments on 2nd June, 2020. As the SEBI made some relaxation for Finalising Annual Financial Statements as on 31-03-2020, we called Board Meeting for the 4th Quarter, 2019-20 on 6th July, 2020 which was adjourned due to Covid Situation and Office premises sanitization and the adjourned meeting was held on 10th July, 2020.</p> <p>For the 1st Quarter of 2020-21, again the meeting for adoption of unaudited financial results held on 14th September, 2020 as per the SEBI relaxation due to Covid situation.</p> | Yes | 3 | 2 |
| | | | | | | | | |

| | | | | | | | | |
|---|---------------------------------------|------------|----|--|--|-----|---|---|
| 2 | Audit Committee | 14-09-2020 | 65 | | | Yes | 3 | 2 |
| 3 | Nomination and remuneration committee | 10-07-2020 | | | | Yes | 2 | 2 |
| 4 | Nomination and remuneration committee | 14-09-2020 | 65 | | | Yes | 2 | 2 |

| 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 | Yes | |
| 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 | Yes | |

| 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 500 listed entities) | NA |
| 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 |

| Annexure 1 | | |
|-------------------|-------------------|--|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | VIKRAM KAPUR |
| 2 | Designation | Company Secretary and Compliance Officer |

| Annexure III | | | | |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| III. Affirmations | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | 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) | No | ACCOUNTS APPROVAL DATED 10-07-2020, APPROVAL OF DIRECTORS REPORT DT 14-09-2020, STILL AGM TO CONVEY, AGM COULD BE HELD ON END OF DECEMBER, BEFORE THAT ANNUAL ACCOUNTS, BRR, DIRECTORS REPORT WILL BE UPLOADED ON PORTAL |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | NA | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | NA | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | NA | |
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

| Annexure III | | |
|---------------------|-------------------|--|
| 1 | Name of signatory | VIKRAM KAPUR |
| 2 | Designation | Company Secretary and Compliance Officer |

| Signatory Details | |
|--------------------------|--|
| Name of signatory | VIKRAM KAPUR |
| Designation of person | Company Secretary and Compliance Officer |
| Place | KOLKATA |
| Date | 14-10-2020 |