

ANNEXURE I

1. Name of Listed Entity : BMW Industries Limited

2. Quarter ending: 31st March, 2017

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive/ in dependent/ Nominee) *	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr	Ram Gopal Bansal	AECPB5157M & 00144159	Executive Director	21/10/1981	NA	1		
Mr	Vivek Kumar Bansal	ADDPB5138Q & 00137120	Executive Director	26/09/2001	NA	1		
Mr	Harsh Kumar Bansal	ADDPB5137B & 00137014	Executive Director	26/12/2006	NA	1	1	
Mr	Debasish Basu	ADB8P84353P & 00581141	Non-Executive - Independent	28/08/2002	31.03.19	1	2	
Mr	Sunil Kumar Parik	AFVPP5396N & 00884149	Non-Executive - Independent	15/09/2012	31.03.19	1		2
Mr	Prahlad Kumar	AJKPK5077C & 05174446	Non-Executive - Independent	17/01/2012	31.03.19	1	1	
Mr	Ram Priya Sharan	AISPS3483R & 05304025	Non-Executive - Independent	15/09/2012	31.03.19	1		
Mrs	Gayatri Singh	BHNPS4278P & 07031033	Non-Executive - Independent	21/11/2014	31.03.20	1		

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non- Executive/independent/Nominee) *
1. Audit Committee	1. Harsh Kumar Bansal	Executive Director
	2. Debasish Basu	Independent Director
	3. Sunil Kumar Parik	Independent Director
2. Nomination & Remuneration Committee	1. Debasish Basu	Independent Director
	2. Sunil Kumar Parik	Independent Director
	3. Ram Priya Sharan	Independent Director
3. Risk Management Committee(if applicable)	Not Applicable	Not Applicable
4. Corporate Social Responsibility Committee	1. Harsh Kumar Bansal	Executive Director
	2. Debasish Basu	Independent Director
	3. Ram Priya Sharan	Independent Director
5. Stakeholders Relationship Committee	1. Debasish Basu	Independent Director
	2. Sunil Kumar Parik	Independent Director
	3. Prahlad Kumar	Independent Director

*Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14.11.16	14.02.17	92 days

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee 14.11.2016	Yes	14.02.17	92 days

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
 - Risk management committee (applicable to the top 100 listed entities)

- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - 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
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:



For BMW Industries Limited
 Sweta Prasad
 (Sweta Prasad)
 Company Secretary & Compliance Officer, Company Secretary

ANNEXURE II

To be submitted by listed entity at the end of the financial year for 31st March, 2017

I. Disclosure on website in terms of Listing Regulations		
Item		Compliance Status
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding Pattern		Yes
Details of agreements entered into with the media companies and/or their associates		NA
New name and the old name of the listed entity		Yes
II Annual Affirmations		
Particulars	Regulation Number	Compliance Status
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	NA
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	NA
Compliance Certificate	17(8)	NA
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	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
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	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
Note		
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/ N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.		
2 If status is "No" details of non-compliance may be given here.		
3 If the Listed Entity would like to provide any other information the same may be indicated here.		
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.		
BMW INDUSTRIES LIMITED Sweta Prasad <i>Sweta Prasad</i> Company Secretary Company Secretary		

