

General information about company

| | |
|--|------------------------|
| Scrip code | 542669 |
| NSE Symbol | Not Listed |
| MSEI Symbol | Not Listed |
| ISIN | INE374E01021 |
| Name of the entity | BMW Industries Limited |
| Date of start of financial year | 01-04-2019 |
| Date of end of financial year | 31-03-2020 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2019 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Any other |

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 | 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 | 21-10-1981 | | | | 1 | 0 | 0 | 0 | | |
| 2 | Mr | Harsh Kumar Bansal | ADDPB5137B | 00137014 | Executive Director | Not Applicable | MD | 05-08-1978 | 26-12-2006 | | | | 1 | 0 | 1 | 0 | | |
| 3 | Mr | Vivek Kumar Bansal | ADDPB5138Q | 00137120 | Executive Director | Not Applicable | MD | 12-11-1979 | 26-09-2001 | | | | 1 | 0 | 1 | 0 | | |
| 4 | Mr | Subhash Chandra Gupta | AGTPG7012P | 00056770 | Executive Director | Not Applicable | | 15-03-1950 | 30-05-2019 | | | | 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 | 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 |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 5 | Mr | Debasish Basu | ADBPB4353P | 00581141 | Non-Executive - Independent Director | Not Applicable | | 02-01-1941 | 28-08-2002 | 24-09-2019 | | 60 | 1 | 1 | 2 | 1 | | |
| 6 | Mr | Sunil Kumar Parik | AFVPP5396N | 00884149 | Non-Executive - Independent Director | Not Applicable | | 25-09-1955 | 15-09-2012 | 24-09-2019 | | 60 | 1 | 1 | 2 | 1 | | |
| 7 | Mr | Rampriya Sharan | AISPS3483R | 05304025 | Non-Executive - Independent Director | Not Applicable | | 03-10-1947 | 15-09-2012 | 24-09-2019 | | 60 | 1 | 1 | 0 | 0 | | |
| 8 | Ms | Gayatri Singh | BHNPS4278P | 07031033 | Non-Executive - Independent Director | Not Applicable | | 25-12-1947 | 21-11-2014 | 24-09-2019 | | 58 | 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 | | |

| 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 | 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 | 00144159 | Ram Gopal Bansal | Finance Committee | Executive Director | Chairperson | |
| 2 | 00137014 | Harsh Kumar Bansal | Finance Committee | Executive Director | Member | |
| 3 | 00137120 | Vivek Kumar Bansal | Finance Committee | Executive Director | Member | |
| 4 | 00884149 | Sunil Kumar Parik | Finance Committee | Non-Executive - Independent 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 | 30-05-2019 | | | Date of Board Meeting from the date of 01-04-2019 to 30-06-2019 was 30-05-2019. Last Board Meeting of the previous quarter was on 27-03-2019 maximum time gap is 63 days | Yes | 4 | 2 |
| 2 | | 14-08-2019 | 75 | | Yes | 4 | 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 | 30-05-2019 | | | | Yes | 3 | 2 |
| 2 | Audit Committee | 14-08-2019 | 75 | | | Yes | 3 | 2 |
| 3 | Nomination and remuneration committee | 30-05-2019 | | | | Yes | 3 | 3 |
| 4 | Nomination and remuneration committee | 14-08-2019 | 75 | | | Yes | 3 | 3 |
| 5 | Other Committee | 26-09-2019 | 42 | Finance Committee | | Yes | 4 | 1 |

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 | Arbind Kumar Jain |
| 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) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 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 | Arbind Kumar Jain |
| 2 | Designation | Company Secretary and Compliance Officer |

Signatory Details

| | |
|-----------------------|--|
| Name of signatory | Arbind Kumar Jain |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Kolkata |
| Date | 11-10-2019 |

