

## Compliance report on Corporate Governance quarterly basis

1. Name of Listed Entity: **BEML Limited**  
 2. Quarter ended : **31<sup>st</sup> December, 2015**

<b>I. Composition of Board of Directors</b>								
<i>Title</i>	<i>Name of the Director</i>	<i>PAN &amp; 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.	Padagi Dwarakanath	02107805	Executive	01.03.2008	NA	1	0	0
Mr.	Chandakacharla Narasimha Durgesh	03487810	Executive	18.03.2011	NA	1	0	0
Mr.	Priyadarshan Ramakrishna Naik	03579729	Executive	01.07.2011	NA	1	0	0
Mr.	Deepak Kumar Hota	06600812	Executive	01.07.2013	NA	1	1	0
Mr.	Pradeep Swaminathan	06565229	Executive	01.10.2013	NA	1	2	0
Mr.	Aniruddh Kumar	06861374	Executive	18.04.2014	NA	1	0	0
Mr.	Rajnish Kumar	06368293	Nominee / Non-Executive	02.08.2012	NA	1	1	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 Gopalaswamyrao Raghuvveer	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/S</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</i>	
1. Audit Committee	Pundareeka Battaje Rao	Chairperson-Independent	
	Rajnish Kumar	Nominee / Non-Executive	
	Sudhir Kumar Beri	Independent	
	Mysore Gopaldaswamyrao Raghuv eer	Independent	
2. Nomination & Remuneration Committee	Sudhir Kumar Beri	Chairperson-Independent	
	Rajnish Kumar	Nominee / Non-Executive	
	Pundareeka Battaje Rao	Independent	
3. Risk Management Committee(if applicable)	NA	NA	
4. Stakeholders Relationship Committee	Mysore Gopaldaswamyrao Raghuv eer	Chairperson-Independent	
	Deepak Kumar Hota	Executive	
	Pradeep Swaminathan	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>	
10.07.2015, 17.07.2015, 14.08.2015 and 15.09.2015	06.11.2015 and 21.12.2015	52	
<b>IV. Meeting of 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>
NIL*	NA	13.08.2015 (Audit Committee)	NA
· There were no Independent Directors on the Board of Directors. Hence, no Audit Committee was convened during the relevant quarter.			
<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 not in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. Further, the Appointment of 5 Independent Directors including at least one woman Director is under the consideration of Government of India.			
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			

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 on Feb 12, 2016.

*Sd/-*

M E V Selvamm  
Company Secretary