

O/o. CS & CGM (Legal)
Corporate Office
Bharat Sanchar Bhawan
2nd Floor, Ph/Fax: 011-2335 3395,
2335 3389



भारत संचार निगम लिमिटेड
(भारत सरकार का उपक्रम)
BHARAT SANCHAR NIGAM LIMITED
(A Govt. of India Enterprise)

Dated: 19th January, 2023

The Manager,
Corporate Relationship Department,
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai-400001

BSE Scrip Code- 960039 & 974458

Sub: Submission of Corporate Governance Report for the quarter ended on 31st December, 2022 – Compliance of regulation 27(2) of the SEBI (LODR) 2015.

Dear Sir,

Pursuant to the Regulation 27(2) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, we are forwarding the report on Corporate Governance for the quarter ended on 31st December, 2022 for your kind information.

Kindly acknowledge the receipt of the same and take the same on record.

Thanking you
Yours faithfully

For BHARAT SANCHAR NIGAM LIMITED

(J.P. Chowdhary)
Company Secretary & GM (L)

Encl: As above

Regd. & Corporate Office: Bharat Sanchar Bhavan, H. C. Mathur Lane, Janpath, New
Delhi-110001

Corporate Identity Number (CIN): U74899DL2000GOI107739
www.bsnl.co.in

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COMPLIANCE REPORT ON CORPORATE GOVERNANCE TO BE SUBMITTED BY LISTED ENTITY

1. Name of Listed Entity: **Bharat Sanchar Nigam Limited (BSNL)**
2. Quarter ending on: **31st DECEMBER, 2022**

I. Composition of Board of Directors												
Titl e(Mr. /Ms)	Name of the Director	PAN & DIN	Category(Chairperso n/Executiv e/Non- Executive/ independe nt &Nominee)	Initial Date of Appoint ment	Date of Reappoi ntment	Date of Cessatio n	Tenur e of directo r (in month s)	Date of Birth	No. of Directorship in listed entities including this listed entity (Reference to Regulation 17A(1)of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/Stakeho lder Committee(s)i ncluding this listed entity (Refer Regulation 26(1)of Listing Regulations)	No. of post of Chairperson in Audit/Stakeh older Committee held in listed entities including this listed entity (Refer Regulation 26(1)of Listing Regulations)
Mr	P.K. PURWAR	AJJPP2796 B & 06619060	Executive Director	01-07- 2019				27-06- 1965	2	0	0	0

(Handwritten signature)

Mr	VIVEK BANZAL	AAAPB15 34G & 08267362	Executive Director	18-10- 2018				20-09- 1966	1	0	2	0
Mr	ARVIND VADNER KAR	ABGPV12 42G & 08597016	Executive Director	14-10- 2019				09-09- 1963	2	0	0	0
Mr	V RAMESH	ABLPV219 1B & 08771524	Executive Director	03-06- 2020				01-08- 1964	2	0	0	0
Ms	YOJANA DAS	ACCPD163 0P & 08987456	Executive Director	16-11- 2020		30-11- 2022		12-11- 1962	2	0	1	0
Mr.	RAJIV KUMAR	AGHPK492 1F & 09811051	Executive Director	01-12- 2022				28-04- 1970	2	0	1	0



Mr	PREMJIT LAL	ABNPL241 3L 07049152	Non- Executive - Nominee Director	17-05- 2022		17-11- 2022		01-07- 1968	2	0	0	0
Mr.	SUNIL KUMAR VERMA	ABVPV000 1C & 09800644	Non- Executive - Nominee Director	17-11- 2022				08-06- 1972	2	0	0	0
Ms.	YASHAS HRI SHUKLA	AKAPS389 3D 08478052	Non- Executive - Nominee Director	14-02- 2022		26-12- 2022		27-03- 1971	1	0	0	0
Mr.	SHIVEND U GUPTA	ACSPG388 4E & 09850201	Non- Executive - Nominee Director	26-12- 2022				04/07/1 971	1	0	0	0
Mr	MANOJ KUMAR	BHVPK94 44D 09392279	Non- Executive - Independe nt Director	01-11- 2021			14	01-06- 1971	1	1	0	0
Mr.	RAVINDR A RAMDAS BORAWA KE	AIMPB388 7C 09389373	Non- Executive - Independe nt Director	01-11- 2021			14	27-01- 1956	1	1	1	1

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Mr.	SEIKHOJ AM KIPGEN	BKZPK333 1E 09392274	Non- Executive - Independe nt Director	01-11- 2021			14	27-04- 1976	1	1	2	1
Ms.	TRUPTI KAMLES H PATEL	DAVPP372 0G 09392198	Non- Executive - Independe nt Director	01-11- 2021			14	10-07- 1973	1	1	0	0
			Whether Regular chairperson appointed – YES									
			Whether Chairperson is related to managing director or CEO – YES									
			^s PAN number of any director would not be displayed on the website of Stock Exchange. ^{&} 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. [*] to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.									
II Composition of Committees												
Name of Committee		Whether Regular chairperson appointed	Name of Committee members		Category (Chairperson/Executive/Non- Executive/independent/Nominee)			Date of Appointment		Date of Cessation		
1. Audit Committee		Yes	(a) Shri Ravindra Ramdas Borawake		Chairperson (Independent Director)			11-02-2022				
			(b) Shri SEIKHOJAM KIPGEN		Non-Executive - Independent Director			11-02-2022				
			(c) Shri VIVEK BANZAL		Executive Director			23-09-2020				
2. Nomination & Remuneration Committee		Yes	Shri RAVINDRA RAMDAS BORAWAKE		Non-Executive - Independent Director			11-02-2022				
			Shri MANOJ KUMAR		Non-Executive - Independent Director			11-02-2022				

		Ms. TRUPTI KAMLESH PATEL	Non-Executive - Independent Director	11-02-2022	
		Ms. YASHASHRI SHUKLA	Non-Executive - Nominee Director	28-03-2022	26-12-2022
3. Risk Management Committee (if applicable)	Yes	Ms. YOJANA DAS	Executive Director	11-02-2022	30-11-2022
		Mr. RAJIV KUMAR	Executive Director	29-12-2022	
		SHRI ARVIND VADNERKAR	Executive Director	11-02-2022	
		SHRI VIVEK BANZAL	Executive Director	11-02-2022	
		SHRI V. RAMESH	Executive Director	11-02-2022	
		Ms. TRUPTI KAMLESH PATEL	Non-Executive - Independent Director	11-02-2022	
4.Stakeholders Relationship Committee	Yes	SHRI SEIKHOJAM KIPGEN	Non-Executive - Independent Director	11-02-2022	
		SHRI VIVEK BANZAL	Executive Director	11-02-2022	
		Ms. YOJANA DAS	Executive Director	11-02-2022	30-11-2022
		Mr. RAJIV KUMAR	Executive Director	29-12-2022	
5. Corporate Social Responsibility Committee	No	SHRI MANOJ KUMAR	Non-Executive - Independent Director	11-02-2022	
		SHRI ARVIND VADNERKAR	Executive Director	11-02-2022	
		SHRI V. RAMESH	Executive Director	01.08.2022	

[&]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	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive meetings (in number of days)

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MEETING NO. 214 th DATED 12 th AUGUST 2022	MEETING NO. 217 th DATED 20 th OCTOBER 2022	Yes	11/11	4/4	23
MEETING NO. 215 th DATED 31 st AUGUST 2022	MEETING NO. 218 th DATED 12 th NOVEMBER 2022	Yes	10/11	4/4	22
MEETING NO. 216 th DATED 26 th SEPTEMBER 2022	MEETING NO. 219 th DATED 29 th DECEMBER 2022	Yes	9/11	4/4	46

IV. Meeting of Committees

Date(s) of meeting of the Audit Committee/ other committee in the relevant quarter		Whether requirement of Quorum met(details)	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	Meeting No. 101 st dtd. 20 th October, 2022	Yes	3/3	2/2	Meeting No. 99 th dtd. 12 th August, 2022	23
	Meeting No. 102 nd dtd. 12 th November, 2022	Yes	3/3	2/2	Meeting No. 100 th dtd. 26 th September, 2022	22
Risk Management Committee	Meeting No. 5 th dtd. 12 th November, 2022	Yes	5/5	1/1	-	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
 **to be filled in only for current quarter meetings

V. Related Party Transactions

Subject	Compliance status(Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	NA

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Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

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.

VI. Affirmations

S.NO.	Subjects	Compliance Status
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 1000 listed entities)	YES
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 submitted in the previous quarter ended 30.09.2022 has been placed before Board of Directors in its 218th meeting held on 12.11.2022.	YES

Name & Designation


(J.P. Chowdhary)
Company Secretary

