Form No. MGT-7

Form language

(•) English ( ) Hindi

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

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*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) — L74899DL1964GOI004281

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) — 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) — 31/03/2025

(c) *Type of Annual filing — (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	BHARAT HEAVY ELECTRICALS LIMITED	BHARAT HEAVY ELECTRICALS LIMITED
Registered office address	BHEL HOUSE SIRI FORT,NA,NEW DELHI,Delhi,India,110049	BHEL HOUSE SIRI FORT,NA,NEW DELHI,Delhi,India,110049
Latitude details	28.551961	28.551961
Longitude details	77.212072	77.212072

(a) *Photograph of the registered office of the Company showing external building and name prominently visible — PHOTOGRAPH OF REGISTERED OFFICE.pdf

(b) *Permanent Account Number (PAN) of the company — AA******6P

(c) *e-mail ID of the company — *****nysecretary@bhel.in

(d) *Telephone number with STD code — 01*******98

(e) Website | www.bhel.com

iv *Date of Incorporation (DD/MM/YYYY) | 13/11/1964

v (a) *Class of Company (as on the financial year end date) | Public company
(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares
(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Union Government Company
(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) | (●) Yes ( ) No

vii (a) Whether shares listed on recognized Stock Exchange(s) | (●) Yes ( ) No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent | 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
U74210DL1991PLC042569	ALANKIT ASSIGNMENTS LIMITED	205-208ANARKALI COMPLEX JHANDEWALAN EXTENSION, NEW DELHI,Delhi,India,110055	INR000002532

ix * (a) Whether Annual General Meeting (AGM) held | (●) Yes ( ) No

(b) If yes, date of AGM (DD/MM/YYYY) | 19/08/2025

(c) Due date of AGM (DD/MM/YYYY) | 31/08/2025

(d) Whether any extension for AGM granted | ( ) Yes (●) No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	28	Manufacture of machinery and equipment n.e.c.	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 5

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U51505TG1997PTC040657		BHEL-GE GAS TURBINE SERVICES PRIVATE LIMITED	Associate	49.99
2	U40102DL2008PTC177307		NTPC BHEL POWER PROJECTS PRIVATE LIMITED	Associate	50
3	U40101KA2009PLC049582		RAICHUR POWER CORPORATION LIMITED	Associate	22.14
4	U23935OD2024GOI045884		BHARAT COAL GASIFICATION AND CHEMICALS LIMITED	Associate	49
5	U28991DL2003PTC120915		POWERPLANT PERFORMANCE IMPROVEMENT PRIVATE LIMITED	Associate	49.99

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	10000000000.00	3482063355.00	3482063355.00	3482063355.00
Total amount of equity shares (in rupees)	20000000000.00	6964126710.00	6964126710.00	6964126710.00

Number of classes: 1

Class of shares 1	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	10000000000	3482063355	3482063355	3482063355
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	20000000000.00	6964126710.00	6964126710	6964126710

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes: 0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital

Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	845629	3481217726	3482063355.00	6964126710	6964126710	
Increase during the year	0.00	87074.00	87074.00	174148.00	174148.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify DEMATERIALISATION OF SHARES	0	87074	87074.00	174148	174148	
Decrease during the year	87074.00	0.00	87074.00	174148.00	174148.00	0
i Buy-back of shares	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify DEMATERIALISATION OF SHARES	87074	0	87074.00	174148	174148	
At the end of the year	758555.00	3481304800.00	3482063355.00	6964126710.00	6964126710.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE257A01026

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares	

Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes | 0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00

Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures) 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover 273551700000

ii * Net worth of the Company 251130100000

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	2199650402	63.17	0	0.00
	(ii) State Government	0	0.00	0	0.00

	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	2199650402.00	63.17	0.00	0

Total number of shareholders (promoters) 1

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	423011268	12.15	0	0.00
	(ii) Non-resident Indian (NRI)	17387323	0.50	0	0.00
	(iii) Foreign national (other than NRI)	774	0.00	0	0.00
2	Government				
	(i) Central Government	7235	0.00	0	0.00
	(ii) State Government	1500.00	0.00	0	0.00

	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	301554769	8.66	0	0.00
4	Banks	3989260	0.11	0	0.00
5	Financial institutions	36353246	1.04	0	0.00
6	Foreign institutional investors	250444508	7.19	0	0.00
7	Mutual funds	211889898	6.09	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	17630063	0.51	0	0.00
10	Others QIB, CM, IEPF etc.	20143109	0.58	0	0.00
	Total	1282412953.00	36.83	0.00	0

Total number of shareholders (other than promoters) 2175534

Total number of shareholders (Promoters + Public/Other than promoters) 2175535.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	2175535
	Total	2175535.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 438

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	24676747	0.71

AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHEDMUMBAI	01/04/2024	United States	18269659	0.52
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	16318523	0.47
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	9779395	0.28
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	9390608	0.27
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	8328484	0.24
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	6385656	0.18
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	5607892	0.16
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	5072186	0.15
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	4324246	0.12
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	4262233	0.12
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	3854407	0.11
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	3824194	0.11
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	3763404	0.11
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	3326312	0.1
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	3312382	0.1
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	3044697	0.09
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2824543	0.08
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2705771	0.08
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2598294	0.07
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2520268	0.07
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2187196	0.06
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2161564	0.06
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2136088	0.06
AS PER DETAIL ATTACHED	AS PER DETAIL ATTACHED	01/04/2024	United States	2015793	0.06

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	1	1
Members (other than promoters)	1534575	2175534
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	2	0	2	0	0
B Non-Promoter	5	3	5	3	0.00	0.00
i Non-Independent	5	0	5	0	0	0
ii Independent	0	3	0	3	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	5	5	5	5	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 11

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
KRISHNA KUMAR THAKUR	10172666	Whole-time director	0	
TAJINDER GUPTA	10327530	Whole-time director	0	
VIJAY MITTAL	09548096	Nominee Director	0	
ARTI BHATNAGAR	10065528	Nominee Director	0	
RAMESH PATLYA MAWASKAR	10194932	Director	0	
KOPPU SADASHIV MURTHY	09184201	Whole-time director	0	
RAJESH KUMAR DWIVEDI	10048893	Whole-time director	0	
AASHISH CHATURVEDI	00534621	Additional Director	0	
ASHOK KUMAR ASERI	09405164	Additional Director	0	
YOGESH R CHHABRA	AEUPC6459H	Company Secretary	0	
BANI VARMA	10337787	Whole-time director	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 16

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
ASHOK KUMAR ASERI	09405164	Additional Director	29/03/2025	Appointment
KOPPU SADASHIV MURTHY	AFJPM0104R	CFO	25/04/2024	Appointment
JAI PRAKASH SRIVASTAVA	ACRPS1121P	CFO	25/04/2024	Cessation
RAJESH KUMAR DWIVEDI	10048893	Additional Director	19/06/2024	Appointment
KOPPU SADASHIV MURTHY	AFJPM0104R	CFO	19/06/2024	Cessation
RAJEEV KALRA	ADRPK3985A	Company Secretary	10/07/2024	Cessation
RAJESH KUMAR DWIVEDI	ABFPD2617N	CFO	19/06/2024	Appointment
TAJINDER GUPTA	10327530	Whole-time director	22/08/2024	Change in designation

YOGESH R CHHABRA	AEUPC6459H	Company Secretary	11/07/2024	Appointment
AASHISH CHATURVEDI	00534621	Additional Director	29/03/2025	Appointment
RAJESH KUMAR DWIVEDI	10048893	Whole-time director	22/08/2024	Change in designation
KOPPU SADASHIV MURTHY	09184201	Whole-time director	22/08/2024	Change in designation
JAI PRAKASH SRIVASTAVA	09703643	Whole-time director	31/12/2024	Cessation
SIVAPRASAD KODUNGALLUR	09392812	Director	01/11/2024	Cessation
LEKHASRI SAMANTSINGHAR	09392192	Director	12/04/2024	Cessation
BANI VARMA	10337787	Whole-time director	22/08/2024	Change in designation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held: 1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
AGM	22/08/2024	2038946	206	63.29

B BOARD MEETINGS

*Number of meetings held: 10

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2024	9	9	100
2	21/05/2024	9	9	100

3	19/06/2024	9	9	100
4	09/07/2024	10	9	90
5	19/07/2024	10	10	100
6	31/07/2024	10	10	100
7	05/09/2024	10	10	100
8	28/10/2024	10	10	100
9	28/01/2025	8	7	87.5
10	10/03/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held: 28

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	CORPORATE SOCIAL RESPONSIBILITY	21/05/2024	3	2	66.67
2	STAKEHOLDERS RELATIONSHIP	21/05/2024	3	3	100
3	ARBITRATION & MAJOR LEGAL DISPUTES AND ALTERNATIVE DISPUTE RESOLUTION	21/05/2024	5	3	60
4	AUDIT	21/05/2024	3	3	100
5	NOMINATION & REMUNERATION	09/07/2024	3	2	66.67
6	AUDIT	19/07/2024	3	3	100
7	RISK MANAGEMENT	23/07/2024	9	8	88.89
8	STAKEHOLDERS RELATIONSHIP	31/07/2024	3	3	100
9	AUDIT	31/07/2024	3	3	100
10	SHARE TRANSFER	31/07/2024	3	3	100
11	HR	04/09/2024	4	4	100

12	ARBITRATION & MAJOR LEGAL DISPUTES AND ALTERNATIVE DISPUTE RESOLUTION	05/09/2024	5	5	100
13	INDEPENDENT DIRECTORS	05/09/2024	2	2	100
14	SHARE TRANSFER	18/10/2024	3	3	100
15	CORPORATE SOCIAL RESPONSIBILITY	28/10/2024	3	3	100
16	STAKEHOLDERS RELATIONSHIP	28/10/2024	3	3	100
17	AUDIT	28/10/2024	3	3	100
18	NOMINATION & REMUNERATION	29/10/2024	3	3	100
19	SHARE TRANSFER	05/11/2024	3	3	100
20	PROJECT REVIEW	14/11/2024	4	4	100
21	ARBITRATION & MAJOR LEGAL DISPUTES AND ALTERNATIVE DISPUTE RESOLUTION	29/11/2024	5	5	100
22	SHARE TRANSFER	08/01/2025	2	2	100
23	STAKEHOLDERS RELATIONSHIP	27/01/2025	3	3	100
24	RISK MANAGEMENT	27/01/2025	8	7	87.5
25	ARBITRATION & MAJOR LEGAL DISPUTES AND ALTERNATIVE DISPUTE RESOLUTION	28/01/2025	5	5	100
26	CORPORATE SOCIAL RESPONSIBILITY	10/03/2025	3	3	100
27	SHARE TRANSFER	12/03/2025	2	2	100
28	SHARE TRANSFER	27/03/2025	2	2	100

D ATTENDANCE OF DIRECTORS

S. No	**Name of the Director**	**Board Meetings**			**Committee Meetings**			**Whether attended AGM held on**
		Number of Meetings which director was entitled to attend	**Number of Meetings attended**	**% of attendance**	**Number of Meetings which director was entitled to attend**	**Number of Meetings attended**	**% of attendance**	19/08/2025 (Y/N/NA)

1	KRISHNA KUMAR THAKUR	10	10	100	17	17	100	Yes
2	TAJINDER GUPTA	10	10	100	7	7	100	Yes
3	VIJAY MITTAL	10	9	90	7	5	71	Yes
4	ARTI BHATNAGAR	10	9	90	6	5	83	Yes
5	RAMESH PATLYA MAWASKAR	10	10	100	19	19	100	Yes
6	KOPPU SADASHIV MURTHY	10	10	100	1	0	0	Yes
7	ASHOK KUMAR ASERI	0	0	0	0	0	0	Yes
8	BANI VARMA	10	10	100	18	17	94	Yes
9	RAJESH KUMAR DWIVEDI	7	7	100	4	4	100	Yes
10	AASHISH CHATURVEDI	0	0	0	0	0	0	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered: 6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KOPPU SADASHIV MURTHY	Managing Director	6569779	0	0	0	6569779.00
2	JAI PRAKASH SRIVASTAVA	Whole-time director	8099578	0	0	0	8099578.00
3	KRISHNA KUMAR THAKUR	Whole-time director	5445820	0	0	0	5445820.00
4	TAJINDER GUPTA	Whole-time director	6697336	0	0	0	6697336.00
5	BANI VARMA	Whole-time director	7056255	0	0	0	7056255.00
6	RAJESH KUMAR DWIVEDI	Whole-time director	4861420	0	0	0	4861420.00
	Total		38730188.00	0.00	0.00	0.00	38730188.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered: 2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAJEEV KALRA	Company Secretary	1577398	0	0	0	1577398.00
2	YOGESH R CHHABRA	Company Secretary	3858845	0	0	0	3858845.00
	Total		5436243.00	0.00	0.00	0.00	5436243.00

C *Number of other directors whose remuneration details to be entered

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SIVAPRASAD KODUNGALLUR	Director	0	0	0	500000	500000.00
2	LEKHASRI SAMANTSINGHAR	Director	0	0	0	0	0.00
3	RAMESH PATLYA MAWASKAR	Director	0	0	0	680000	680000.00
4	ASHOK KUMAR ASERI	Director	0	0	0	0	0.00
5	AASHISH CHATURVEDI	Director	0	0	0	0	0.00
	Total		0.00	0.00	0.00	1180000.00	1180000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

◉ Yes ○ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS

☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder 2175535

XIV Attachments

(a) List of share holders, debenture holders	Details of Shareholder or Debenture holder_BHEL_15.xlsm Details of Shareholder or Debenture holder_BHEL_13.xlsm Details of Shareholder or Debenture holder_BHEL_9.xlsm Details of Shareholder or Debenture holder_BHEL_10.xlsm Details of Shareholder or Debenture holder_BHEL_11.xlsm Details of Shareholder or Debenture holder_BHEL_12.xlsm Details of Shareholder or Debenture holder_BHEL_14.xlsm Details of Shareholder or Debenture holder_BHEL_6.xlsm Details of Shareholder or Debenture holder_BHEL_8.xlsm Details of Shareholder or Debenture holder_BHEL_7.xlsm Details of Shareholder or Debenture holder_BHEL_5.xlsm Details of Shareholder or Debenture holder_BHEL_4.xlsm Details of Shareholder or Debenture holder_BHEL_3.xlsm Details of Shareholder or Debenture holder_BHEL_2.xlsm Details of Shareholder or Debenture holder_BHEL_1.xlsm
(b) Optional Attachment(s), if any	MGT 8 BHEL.pdf FII DETAIL.pdf CLARIFICATION.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of BHARAT HEAVY ELECTRICALS LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1 its status under the Act;

2 maintenance of registers/records & making entries therein within the time prescribed therefor;

3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;

4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5 closure of Register of Members / Security holders, as the case may be.

6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;

7 contracts/arrangements with related parties as specified in section 188 of the Act;

8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;

9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act

10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;

11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by	
Name	GARIMA DUGGAL
Date (DD/MM/YYYY)	23/09/2025
Place	FARIDABAD

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number | 8*1*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person | AEUPC6459H

*(b) Name of the Designated Person | YOGESH R CHHABRA

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 465-35 dated* (DD/MM/YYYY) 14/11/2014 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation | Director

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator | 1*0*8*9*

***To be digitally signed by**

● Company Secretary ○ Company secretary in practice

*Whether associate or fellow:

○ Associate ● Fellow

Membership number | 7*6*

Certificate of practice number	

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)	AB7213895
eForm filing date (DD/MM/YYYY)	30/09/2025

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company