



To:

1. BSE Limited, Mumbai (Through BSE Listing Centre)
2. National Stock Exchange of India Ltd., Mumbai (Through NEAPS)

Sub: Disclosure under Regulation 30 of the SEBI (LODR) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, it is intimated that the Company is in receipt of notices dated 27.05.2026 from BSE and NSE each imposing a fine of Rs. 5,49,880/- (inclusive of GST) for non-compliance of certain clauses of Regulation 17, 18 and 19 of SEBI (LODR) Regulations, 2015 for the quarter ending March, 2026.

It is submitted that as on 31.03.2026, there remained non-compliances in respect of composition of Board {Regulation 17 (1)} as the number of Independent Directors (IDs) was less than 50% of the actual strength of the Board (*including at least one independent woman director*). Further, the composition of Audit Committee & Nomination and Remuneration Committee (NRC) were in compliance with SEBI (LODR) Regulations, 2015 upto 27.03.2026. However, on completion of tenure of two IDs on 27.03.2026, only one ID is left on the Board of BHEL, resulting in non-compliance with the composition of Audit Committee {Regulation 18 (1)} and NRC {Regulation 19 (1)} w.e.f. 28.03.2026.

In this regard, it is informed that as per the provisions of SOP Circular issued by Stock Exchanges, BHEL is proposing to seek waiver of fines levied by Stock Exchanges. It is pertinent to mention that BHEL is a Government Company and the Directors including Independent Directors are appointed by Government of India. BHEL is regularly taking up with the Government of India for appointment of requisite number of Independent Directors so as to ensure compliance with the aforesaid Regulations.

This is for your information and record.

Regards

No. AA/SCY/SEs
Dated: 28.05.2026

(Dr. Yogesh R Chhabra)
Company Secretary
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