

ISO 9001 COMPANY



LIVE THE FUTURE

## LLOYD ELECTRIC & ENGINEERING LIMITED

159, Okhla Industrial Estate, Phase - III, New Delhi-110 020 (INDIA)

Phone : +91-11-40627200, 40627300 Fax : +91-11-41609909

Website : [www.lloydengg.com](http://www.lloydengg.com)

CIN : L29120RJ1987PLC012841

January 11, 2017.

### The Listing Department

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street

Mumbai-400001

Maharashtra.

### The Listing Department

National Stock Exchange of India Limited

Bandra-Kurla Complex, Bandra East,

Exchange Plaza, Plot No C/1, G Block,

Mumbai -400051, Maharashtra

**BSE SCRIP CODE: 517518**

**NSE SYMBOL: LLOYDELENG**

**Subject: Compliance Report on Corporate Governance for the Quarter ended December 31, 2016.**

Dear Sir/Madam,

In pursuance of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith compliance report on Corporate Governance in the prescribed format for the Quarter ended December 31, 2016.

Kindly acknowledge the receipt.

Thanking you,

Yours Truly,

For Lloyd Electric & Engineering Limited

Anita K. Sharma

Company Secretary

Encl: as above

## Quarterly Compliance Report on Corporate Governance.

1. Name of the Listed Entity: Lloyd Electric & Engineering Limited
2. Quarter Ending: December 31, 2016.

I. Composition of Board of Directors								
Title (Mr./ Mrs.)	Name of the Director	PAN <sup>5</sup> & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) <sup>&amp;</sup>	Date of Appointment in the current term / Cessation	Tenure*	No. of Directorships in Listed Entities including this Listed Entity	No. of Directorships in Audit/ Stakeholder Committee(s) including this Listed Entity.	No. of post of Chairperson in Audit/ Stakeholder Committee held in Listed Entities including this Listed Entity.
-----Same as previous quarter-----								

<sup>5</sup>PAN number of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup>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 the Committees	Name of Committee Members	Category ( Chairperson/ Executive / Non-Executive/ Independent/ Nominee) <sup>&amp;</sup>
1. Audit Committee	Same as previous quarter	
2. Nomination & Remuneration Committee	Same as previous quarter	
3. Stakeholders Relationship Committee	Same as previous quarter	
4. Risk Management Committee	Not Applicable	

<sup>&</sup>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	Maximum Gap between any two consecutive (in number of days)
31.08.2016	23.11.2016	83 days

IV. Meeting of Committees <sup>#</sup>			
Date(s) of meeting of committee in the relevant quarter.	Whether requirement of quorum met (details)	Date(s) of meeting of the committee in the previous quarter.	Maximum gap between any two consecutive meetings (in number of days)*
<b>(a) Audit Committee</b>			
23.11.2016	Yes	31.08.2016	83 days

<b>(b) Nomination &amp; Remuneration Committee</b>			
23.11.2016	Yes	-	-
<b>(c) Stakeholders Relationship Committee</b>			
14.10.2016, 28.10.2016, 11.11.2016, 24.11.2016, 09.12.2016, 23.12.2016, 31.12.2016.	Yes	13.07.2016, 21.07.2016, 30.07.2016, 11.08.2016, 19.08.2016, 01.09.2016, 14.09.2016, 21.09.2016. 30.09.2016.	14 days
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional #Details of mandatory committees as per listing regulations have been given.			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance Status (YES/NO/NA)</b> <small>refer note below</small>	
Whether prior approval of audit committee obtained		YES	
Whether shareholder approval obtained for material RPT		NA (No material related party transaction entered by the Company)	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA	
<p>Note</p> <ol style="list-style-type: none"> <li>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.</li> <li>If status is "No" details of non-compliance may be given here.</li> </ol>			
<b>VI. Affirmations</b>			
<ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> </ol> </li> <li>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>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.</li> <li>This report shall be placed before the Board in next Board Meeting and the report submitted in the previous quarter has been placed before Board of Directors.</li> </ol>			

For Lloyd Electric & Engineering Limited

For Lloyd Electric & Engineering Limited

  
Company Secretary

Anita K. Sharma  
Company Secretary

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