

## CORPORATE GOVERNANCE REPORT AS ON 31.03.2021

### General Information about Company

BSE Scrip Code	539992
NSE Symbol	LSIL
MSEI Symbol	-
ISIN	INE093R01011
Name of the Entity	LLOYDS STEELS INDUSTRIES LIMITED
Date of Start of Financial Year	01-04-2020
Date of End of Financial Year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk Management Committee	Not Applicable
Market Capitalization as per immediate previous Financial Year	Top 2000 Listed Entities

## ANNEXURE - I

## ANNEXURE I TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS

## I. COMPOSITION OF BOARD OF DIRECTORS

## DISCLOSURE OF NOTES ON COMPOSITION OF BOARD OF DIRECTORS EXPLANATORY

WHETHER THE LISTED ENTITY HAS A REGULAR CHAIRPERSON

YES

WHETHER CHAIRPERSON IS RELATED TO MD OR CEO

YES

Sr. No	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of Directors	Category 2 of Directors	Category 3 of Directors	Date of Birth	Whether Special Resolution Passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of Passing Special Resolution	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Ashok Satyanarayan Tandon	AARPT3998B	00028301	Executive Director	Chairperson	MD	13-10-1958	Not Applicable	-	20-01-2016	20-01-2019	31-03-2021		1	0	0	0		
2	Mr	Satyendra Narian Singh	ADCP50244B	00398484	Non-Executive - Independent Director	Not Applicable		25-05-1948	Not Applicable	-	31-08-2016	31-08-2016	-	55	2	2	2	1		
3	Mrs.	Bela Sundar Rajan	AGZPK8930A	00548367	Non-Executive - Independent Director	Not Applicable		04-06-1954	Not Applicable	-	31-08-2016	31-08-2016	-	55	1	1	2	1		
4	Mr	Rajashekhkar Mallikarjun Alegavi	AABPA1805E	03584302	Non-Executive - Non Independent Director	Not Applicable		24-04-1950	Not Applicable	-	26-10-2018	26-10-2018	-	29	1	0	1	1		
5	Mr	Lakshman Ananthsubramanian	AERPA4329A	08648489	Non-Executive - Independent Director	Not Applicable		19/06/1949	Not Applicable	-	24/01/2020	24/01/2020	-	14	1	1	2	1		
6	Mr	Kishorkumar Mohanlal Pradhan	AKAPP3305R	02749508	Non-Executive - Non Independent Director	Not Applicable		13/08/1958	Not Applicable	-	11/09/2020	11/09/2020	-	7	1	0	0	0		

<b>AUDIT COMMITTEE DETAILS</b>							
Whether the Audit Committee has a Regular Chairperson						Yes	
Sr.No	DIN No.	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	00398484	Satyendra Narian Singh	Non-Executive - Independent Director	Chairperson	31-08-2016		
2	00548367	Bela Sundar Rajan	Non-Executive - Independent Director	Member	31-08-2016		
3	08648489	Lakshman Ananthsubramanian	Non-Executive - Independent Director	Member	24-01-2020		

<b>NOMINATION AND REMUNERATION COMMITTEE</b>							
Whether the Nomination and Remuneration Committee has a Regular Chairperson						Yes	
Sr.No	DIN No.	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	08648489	Lakshman Ananthsubramanian	Non-Executive - Independent Director	Chairperson	24-01-2020		
2	00398484	Satyendra Narian Singh	Non-Executive - Independent Director	Member	31-08-2016		
3	00548367	Bela Sundar Rajan	Non-Executive - Independent Director	Member	31-08-2016		

<b>STAKEHOLDERS RELATIONSHIP COMMITTEE</b>							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr.No	DIN No.	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	00548367	Bela Sundar Rajan	Non-Executive - Independent Director	Chairperson	31-08-2016		
2	08648489	Lakshman Ananthsubramanian	Non-Executive - Independent Director	Member	24-01-2020		
3	00398484	Satyendra Narian Singh	Non-Executive - Independent Director	Member	31-08-2016		

### III. Meeting of Board of Directors

#### Disclosure of Notes on Meeting of Board of Directors Explanatory

Sr. No	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum Gap between any two Consecutive (in number of days)	Notes for not Providing Date	Whether requirement of Quorum met (Yes/No)	No. of Directors Present	No. of Independent Directors Attending the Meeting
1	11-11-2020		-	Yes	6	3
2	27-01-2021	76	-	Yes	6	3
3	10-02-2021	13	-	Yes	6	3
4	24-03-2021	41	-	Yes	6	3

### IV. Meeting of Committees

#### Disclosure of Notes on Meeting of Committees Explanatory

Sr No.	Name of the Committee	Date(s) of Meeting (Enter Dates of Previous Quarter and Current Quarter in Chronological Order)	Maximum Gap between any Two Consecutive (in Number of Days)	Name of Other Committee	Reason for not Providing Date	Whether Requirement of Quorum met (Yes/No)	Number of Directors Present	No. of Independent Directors attending the Meeting*
1	Audit Committee	11-11-2020				Yes		
2	Audit Committee	10-02-2021	90			Yes	3	3
3	Nomination and Remuneration Committee	27-01-2021	-			Yes	3	3
4	Nomination and Remuneration Committee	24-03-2021	-					
3	Stakeholders Relationship Committee	10-02-2021	-			Yes	3	3

## V. Related Party Transactions

Sr No	Subject	Compliance Status (Yes/No/NA)	If Status is "NO" Details of non-Compliance may be given here
1	Whether prior approval of Audit Committee Obtained	N. A	
2	Whether Shareholder Approval obtained for material RPT	N.A	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A	

## ANNEXURE - II

## Annexure - II to be submitted by Listed Entity at the end of the Financial Year (For the Whole of Financial Year)

## I. Disclosure on website in terms of Listing Regulations

Sr.	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web Address
1	Details of Business	Yes		www.lloydsengg.in
2	Terms and Conditions of Appointment of Independent Directors	Yes		www.lloydsengg.in
3	Composition of Various Committees of Board of Directors	Yes		www.lloydsengg.in
4	Code of Conduct of Board of Directors and Senior Management Personnel	Yes		www.lloydsengg.in
5	Details of Establishment of Vigil Mechanism/ Whistle Blower Policy	Yes		www.lloydsengg.in
6	Criteria of making Payments to Non-Executive Directors	Yes		www.lloydsengg.in
7	Policy on dealing with Related Party Transactions	Yes		www.lloydsengg.in
8	Policy for determining 'Material' Subsidiaries	NA		
9	Details of Familiarization Programmes Imparted to Independent Directors	Yes		www.lloydsengg.in
10	Contact information of the Designated Officials of the Listed Entity who are responsible for assisting and handling Investor Grievances	Yes		www.lloydsengg.in
11	Email address for Grievance Redressal and other relevant details	Yes		www.lloydsengg.in
12	Financial Results	Yes		www.lloydsengg.in
13	Shareholding Pattern	Yes		www.lloydsengg.in
14	Details of Agreements entered into with the Media Companies and/or their Associates	NA		
15	Schedule of Analyst or Institutional Investor meet and presentations made by the Listed Entity to analysts or institutional Investors simultaneously with submission to Stock Exchange	NA		
16	New Name and the Old Name of the Listed Entity	NA		
17	Advertisements as per Regulation 47 (1)	Yes		www.lloydsengg.in
18	Credit Rating or Revision in Credit Rating obtained	NA		
19	Separate Audited Financial Statements of each subsidiary of the Listed Entity in respect of a relevant Financial Year	NA		
20	Whether Company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.lloydsengg.in
21	Materiality Policy as per Regulation 30	NA		
22	Dividend Distribution Policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.lloydsengg.in
24	Disclosure of notes on website in terms of Listing Regulations Explanatory		Add Notes	

## VI. Affirmations

Sr. No	Subject	Compliance Status (Yes/No)
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 in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <b>(a) Audit Committee</b>	Yes
3	The Composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <b>(b) Nomination &amp; Remuneration Committee</b>	Yes
4	The Composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <b>(c) Stakeholders Relationship Committee</b>	Yes
5	The Composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <b>(d) Risk Management Committee (Applicable to the top 100 Listed Entities)</b>	N.A
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 and/or the report submitted in the previous Quarter has been placed before Board of Directors	Yes
9	Any Comments/Observations/Advice of Board of Directors may be mentioned here:	

## ANNEXURE - II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Annual Secretarial Compliance Report	16(1)(b) & 25(6)	Yes	
2	Board Composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of Directors	17(2)	Yes	
4	Quorum of Board Meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for Orderly Succession for Appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/Compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee Meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and Role of Risk Management Committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for Related Party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus Approval of Audit Committee for all Related Party Transactions	23(2), (3)	NA	
27	Approval for Material Related Party Transactions	23(4)	NA	
28	Disclosure of Related Party Transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of Unlisted Material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of Independent Directors	25(3) & (4)	Yes	
35	Familiarization of Independent Directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to Code of Conduct from Members of Board of Directors and Senior Management Personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	<b>Any other information to be provided</b>			



**ANNEXURE - II****III. Affirmations:**

Sr No	Particulars	Compliance Status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance Requirements with respect to subsidiary of Listed Entity have been complied.	Not Applicable

**SIGNATORY DETAILS**

Name of the Signatory	Meenakshi A. Pansari
Designation of Person	Company Secretary & Compliance Officer
Place	Mumbai
Date	14-04-2021