

CORPORATE GOVERNANCE REPORT AS ON 31.03.2019	
General Information about Company	
Scrip Code	539992
NSE Symbol	LSIL
MSEI Symbol	-
ISIN	INE093R01011
Name of the Entity	LLOYDS STEELS INDUSTRIES LIMITED
Date of Start of Financial Year	01-04-2018
Date of End of Financial Year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31.03.2019
Risk Management Committee	Not Applicable

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
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Is there any change in information of Board of Directors compare to previous quarter	
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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 appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	20.01.2016	-	-	1	0	0	-	-
2.	Mr	Vishal Agarwal	ADNPA0354P	00168370	Non-Executive – Independent Director	Not Applicable	-	31.08.2016	-	31	1	2	1	-	-
3.	Mr	Satyendra Narian Singh	ADCP50244B	00398484	Non-Executive – Independent Director	Not Applicable	-	31.08.2016	-	31	2	3	0	-	-
4.	Mrs.	Bela Sundar Rajan	AGZPK8930A	00548367	Non-Executive – Independent Director	Not Applicable	-	31.08.2016	-	31	1	2	1	-	-
5	Mr.	Rajashekhkar Mallikarjun Alegavi	AABPA1805E	03584302	Non-Executive Non-Independent Director	Not Applicable	-	26.10.2018	-	5	1	0	0		

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II. COMPOSITION OF COMMITTEES

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson				Yes			
Sr. No	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	00168370	VISHAL AGARWAL	Non-Executive-Independent Director	Chairperson	31.08.16		
2	00398484	SATYENDRA NARAIN SINGH	Non-Executive-Independent Director	Member	31.08.16		
3	00548367	BELA SUNDAR RAJAN	Non-Executive-Independent Director	Member	31.08.16		

Nomination and remuneration committee							
Whether the Nomination and Remuneration Committee has a Regular Chairperson						Yes	
Sr. No	DIN Number	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation	Remarks
1	00398484	SATYENDRA NARAIN SINGH	Non-Executive-Independent Director	Chairperson	31.08.16		
2	00548367	BELA SUNDAR RAJAN	Non-Executive-Independent Director	Member	31.08.16		
3	00168370	VISHAL AGARWAL	Non-Executive-Independent Director	Member	31.08.16		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr. No	DIN Number	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	31.08.16		
2.	00398484	SATYENDRA NARAIN SINGH	Non-Executive-Independent Director	Member	31.08.16		
3.	00168370	VISHAL AGARWAL	Non-Executive-Independent Director	Member	31.08.16		

III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
Sr.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1.	26-10-2018		
2.		29-01-2019	94



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IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1.	Audit Committee	29-01-2019	Yes	3	26-10-2018	94		
2.	Stakeholders Relationship Committee	29-01-2019	Yes	3				No Committee Meeting held during the period from 1 st October 2018 to 31 st December 2018
3.	Nomination and Remuneration Committee	29-01-2019	Yes	3	26-10-2018	94		

V. Related Party Transactions

Sr.	Subject	Compliance status (Yes/No/NA)	If status is "No" details of noncompliance may be given here.
1.	Whether prior approval of Audit Committee obtained	NA	
2.	Whether Shareholder approval obtained for material RPT	NA	
3.	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

VI. Affirmations

Sr.	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 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 100 listed entities)	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 have been placed before Board of Directors.	Yes



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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. No.	Item	Compliance Status (Yes/No/N.A)	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 Director	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 Director	Yes		www.lloydsengg.in
7	Policy on dealing with Related Party Transactions	Yes		www.lloydsengg.in
8	Policy for determining "Material" subsidiaries.	N.A		www.lloydsengg.in
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	E-mail address for Grievance Re-dressal 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.	N.A		www.lloydsengg.in
15	New Name and the Old Name of the Listed Entity	N.A		www.lloydsengg.in



II. Annual Affirmations				
Sr. No.	Particulars	Regulation Number	Compliance Status (Yes/No/NA)	If status is "No" details of non-compliance may be given here
1	Independent Director(s) have been appointed in terms of specified Criteria of "Independence" and/or Eligibility	16(1) (b) & 25 (6)	Yes	
2	Board Composition	17 (1)	Yes	
3	Meeting of Board of Directors	17 (2)	Yes	
4	Review of Compliance Reports	17 (3)	Yes	
5	Plans for orderly succession for Appointments	17 (4)	Yes	
6	Code of Conduct	17 (5)	Yes	
7	Fees/Compensation	17 (6)	Yes	
8	Minimum Information	17 (7)	Yes	
9	Compliance Certificate	17 (8)	Yes	
10	Risk Assessment & Management	17 (9)	Yes	
11	Performance Evaluation of Independent Directors	17 (10)	Yes	
12	Composition of Audit Committee	18 (1)	Yes	
13	Meeting of Audit Committee	18 (2)	Yes	
14	Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and Role of Risk Management Committee	21(1),(2), (3), (4)	N.A	
17	Vigil Mechanism	22	Yes	
18	Policy for Related Party Transaction	23(1), (5), (6), (7) & (8)	Yes	
19	Prior or Omnibus Approval of Audit Committee for all Related Party Transactions	23(2), (3)	N.A	
20	Approval for material Related Party Transactions	23 (4)	N.A	
21	Composition of Board of Directors of unlisted material subsidiary	24 (1)	N.A	
22	Other Corporate Governance requirements with respect to subsidiary of Listed Entity	24(2), (3), (4),(5) & (6)	N.A	
23	Maximum Directorship & Tenure	25 (1)& (2)	Yes	
24	Meeting of Independent Directors	25 (3) & (4)	Yes	
25	Familiarization of Independent Directors	25 (7)	Yes	
26	Memberships in Committees	26 (1)	Yes	
27	Affirmation with Compliance to Code of Conduct from Members of Board of Directors and Senior Management Personnel	26 (3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26 (4)	Yes	
29	Policy with respect to Obligations of Directors and Senior Management	26 (2) & 26 (5)	Yes	
	Any other information to be provided - Add Notes			

III. Affirmations		
Sr No.	Particulars	Compliance Status (Yes/No/N.A)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	N.A.
	Any other information to be provided	

Signatory Details	
Name of signatory	P. R. Ravi Ganesan
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	06.04.2019



For Lloyds Steels Industries Ltd.

P. R. Ravi Ganesan
Company Secretary