



LML LIMITED

LML

An ISO 9001:2008 Company

C-10, Panki Industrial Estate
Kanpur - 208022, India
Tel. : 91-512-6660300, 2691381
Fax : 91-512-6660301, 2691391
E-mail : lmlknp@lml-india.com

LML: SE: 2016-17

October 4, 2016

The Manager,
Capital Market (Listing),
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra-Kurla Complex,
Bandra (E)
Mumbai - 400 051

The Manager (Listing),
The Corporate Relationship Department,
BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sirs,

Sub: Compliance Report on Corporate Governance for the Q.E. 30.09.2016


Refer: (Scrip Code:- BSE: 500255, NSE: LML)

Pursuant to Regulation 27 (2) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 effective from 01.12.2015, we are enclosing herewith copy of Compliance Report on Corporate Governance, for the Quarter Ended on 30th September, 2016 in the prescribed format.

Kindly bring it to the notice of all concerned.

Thanking you,

Yours faithfully,
For LML LIMITED


K C Agarwal
Senior President (Commercial) &
Company Secretary

Encl.: As above

General information about company	
Scrip code	500255
Name of the entity	LML LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Half Yearly
Date of Report	30-09-2016
Risk management committee	Not Applicable

For LML LIMITED


(K C Agarwal)
Senior President (Commercial)
& Company Secretary

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														
Is there any change in information of board of directors compare to previous quarter												Yes		
Sr	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
1	Mr	Deepak Kumar Singhania	AAYP59886Q	00012037	Executive Director	Chairperson	MD	05-10-2013			1	2	0	
2	Mr	Lalit Kumar Singhania	AAXPS7839J	00014318	Executive Director	Not Applicable		27-03-2013	25-08-2016		1	1	0	
3	Mr	Anurag Kumar Singhania	EBVPS2476G	00080925	Executive Director	Not Applicable		27-06-2013			1	0	0	
4	Mr	Ram Kumar Srivastava	AYUPS6760R	00763948	Executive Director	Not Applicable		07-09-2014			1	0	0	



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Annexure I to be submitted by listed entity on quarterly basis														
I. Composition of Board of Directors														
Sr	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
5	Mr	Sanjeev Shriya	AAVPS6151R	00014402	Non-Executive - Non Independent Director	Not Applicable		17-07-2014			6	0	0	
6	Mr	Anish babu Venugopal	ADBPV6962C	02830575	Non-Executive - Nominee Director	Not Applicable		14-02-2015			3	1	0	
7	Mr	Satinder Kumar Aggarwal	AAHPA0817E	00014489	Non-Executive - Independent Director	Not Applicable		24-05-2014		328	1	0	2	
8	Mr	Shiromani Sharma	AGIPS4463P	00014619	Non-Executive - Independent Director	Not Applicable		24-05-2014		176	3	2	1	



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I. Composition of Board of Directors														
Sr	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
9	Mr	Vivek Kumar Agnihotri	AEAPA2125A	06585035	Non-Executive - Independent Director	Not Applicable		24-05-2014		28	1	1	0	
10	Mr	Ranjendra Kumar Jain	ABPPJ4442D	03497362	Non-Executive - Independent Director	Not Applicable		24-05-2014		28	1	0	0	
11	Mr	Santosh Kumar Shivshanker Shukla	AJKPS9392N	06770309	Non-Executive - Independent Director	Not Applicable		23-09-2014		24	1	0	0	
12	Mrs	Ritu Schimar Dhingra	AGGPD5194C	01186286	Non-Executive - Independent Director	Not Applicable		23-09-2014		24	1	0	0	



Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					
Is there any change in information of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Satinder Kumar Aggarwal	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Anish babu Venugopal	Non-Executive - Nominee Director	Member	
3	Audit Committee	Shiromani Sharma	Non-Executive - Independent Director	Member	
4	Audit Committee	Vivek Kumar Agnihotri	Non-Executive - Independent Director	Member	
5	Audit Committee	Deepak Kumar Singhania	Executive Director	Member	
6	Audit Committee	Ranjendra Kumar Jain	Non-Executive - Independent Director	Member	
7	Stakeholders Relationship Committee	Satinder Kumar Aggarwal	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Shiromani Sharma	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Deepak Kumar Singhania	Executive Director	Member	
10	Nomination and remuneration committee	Satinder Kumar Aggarwal	Non-Executive - Independent Director	Chairperson	



Annexure 1					
II. Composition of Committees					
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Nomination and remuneration committee	Shiromani Sharma	Non-Executive - Independent Director	Member	
12	Nomination and remuneration committee	Anish babu Venugopal	Non-Executive - Nominee Director	Member	
13	Nomination and remuneration committee	Vivek Kumar Agnihotri	Non-Executive - Independent Director	Member	



Annexure 1			
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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	26-05-2016		
2		12-08-2016	77



Annexure 1							
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 (details)	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
1	Audit Committee	12-08-2016	Yes	5 Members of the Committee were present	26-05-2016	77	
2	Stakeholders Relationship Committee	12-08-2016	Yes	3 members of the Committee were present	26-05-2016	77	



Annexure 1			
V. Related Party Transactions			
Sr	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	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	



Annexure 1		
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)	NA
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



Annexure III				
Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year				
I. Affirmations				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	Mr. Satinder Kumar Aggarwal informed and authorised vide his letter dated 01-09-2016, Mr. Shiromani Sharma to act as a Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee at 40th AGM on 15-09-2016
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Mr. Satinder Kumar Aggarwal informed and authorised vide his letter dated 01-09-2016, Mr. Shiromani Sharma to act as a Chairperson of the Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee at 40th AGM on 15-09-2016
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
	Any other information to be provided			



Signatory Details	
Name of signatory	K C AGARWAL
Designation of person	Company Secretary
Place	GURGAON
Date	04-10-2016

