



# LML LIMITED

**LML**

105, 3rd Floor  
Sector 44  
Gurgaon - 122003, India  
Tel. : 91-124-4500500  
Fax : 91-124-4500501

LML: SE: 2016-17

January 9, 2017

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,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**Mumbai – 400 001**

Dear Sirs,


**Sub: Compliance Report on Corporate Governance for the Quarter Ended 31.12.2016**  
**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 a copy of Compliance Report on Corporate Governance, for the Quarter Ended on 31<sup>st</sup> December, 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



<b>General information about company</b>	
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	Quarterly
Date of Report	31-12-2016
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														
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 Singhamia	AAYP59886Q	00012037	Executive Director	Chairperson	MD	06-10-2016			1	2	0	Textual Information (2)
2	Mr	Anurag Kumar Singhamia	EBVPS2476G	00080925	Executive Director	Not Applicable		28-06-2016			1	0	0	
3	Mr	Ram Kumar Srivastava	AYUPS6760R	00763948	Executive Director	Not Applicable		07-09-2014			1	0	0	
4	Mr	Sanjeev Shriya	AAVPS6151R	00014402	Non-Executive - Non Independent Director	Not Applicable		17-07-2014			6	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	Anish babu Venugopal	ADBPV6962C	02830575	Non-Executive - Nominee Director	Not Applicable		14-02-2015			3	1	0	Textual Information (3)
6	Mr	Satinder Kumar Aggarwal	AAHPA0817E	00014489	Non-Executive - Independent Director	Not Applicable		24-05-2014		331	1	2	2	Textual Information (4)
7	Mr	Shromani Sharma	AGIPS4463P	00014619	Non-Executive - Independent Director	Not Applicable		24-05-2014		179	3	2	0	Textual Information (5)
8	Mr	Vivek Kumar Agnihotri	AEAPA2125A	06585035	Non-Executive - Independent Director	Not Applicable		24-05-2014		31	1	2	0	Textual Information (6)



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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
9	Mr	Ranjendra Kumar Jain	ABPPJ4442D	03497362	Non-Executive - Independent Director	Not Applicable		24-03-2014		31	1	1	0	Textual Information (7)
10	Mr	Santosh Kumar Shrivshanker Shukla	AJKPS9392N	06770309	Non-Executive - Independent Director	Not Applicable		23-09-2014		27	1	0	0	
11	Mrs	Ritu Schimar Dhingra	AGGPD5194C	01186286	Non-Executive - Independent Director	Not Applicable		23-09-2014		27	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	Stakeholders Relationship Committee	Dr. Vivek Kumar Agnihotri	Non-Executive - Independent Director	Member	



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	Satinder Kumar Aggarwal	Non-Executive - Independent Director	Chairperson	
12	Nomination and remuneration committee	Shiromani Sharma	Non-Executive - Independent Director	Member	
13	Nomination and remuneration committee	Anish babu Venugopal	Non-Executive - Nominee Director	Member	
14	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	12-08-2016		
2		11-11-2016	90





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	11-11-2016	Yes	5 Members of the Committee were present	12-08-2016	90	
2	Stakeholders Relationship Committee	11-11-2016	Yes	3 Members of the Committee were present	12-08-2016	90	



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



Signatory Details	
Name of signatory	K C AGARWAL
Designation of person	Company Secretary
Place	Gurgaon
Date	05-01-2017

