

Corporate Governance Report to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **LML LIMITED**
2. Quarter ending: **DECEMBER, 2015**

I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee) ^a	Date of Appointment in the current term/ cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. 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)
Mr.	Deepak Kumar Singhania	AAYPS9886Q & 00012037	Executive, Chairman & Managing Director	18/07/1984	-	01	02	-
Mr.	Lalit Kumar Singhania	AAXPS7839J & 00014318	Executive, Whole-Time Director	27/09/1988	-	01	01	-
Mr.	Anurag Kumar Singhania	EBVPS2476G & 00080925	Executive, Whole-Time Director	28/06/2005	-	01	-	-
Mr.	Ram Kumar Srivastava	AYUPS6760R & 00763948	Executive, Whole-Time Director	08/09/2006	-	01	-	-
Mr.	Sanjeev Shriya	AAVPS6151R & 00014402	Non-Executive Director	09/10/1982	-	06	-	-
Mr.	Anish Babu Venugopal	ADBPV6962C & 02830575	Non-Executive, Nominee Director	14/02/2015	-	03	01	-



Mr.	Satinder Kumar Aggarwal [@]	AAHPA0817E & 00014489	Non-Executive, Independent Director	16/05/1989	26 years, 7 month & 16 days	02	-	02
Mr.	Shiromani Sharma [@]	AGIPS4463P & 00014619	Non-Executive, Independent Director	28/01/2002	13 year, 11 months & 4 days	03	02	01
Mr.	Vivek Kumar Agnihotri [@]	AEAPA2125A & 06585035	Non-Executive, Independent Director	24/05/2013	2 years, 7 month & 7 days	01	01	-
Mr.	Rajendra Kumar Jain	ABPPJ4442D & 03497362	Non-Executive, Independent Director	24/05/2014	1 year, 7 months & 7 days	02	-	-
Mr.	Santosh Kumar Shivshankar Shukla	AJKPS9392N & 06770309	Non-Executive, Independent Director	23/09/2014	1 year, 3 months & 7 days	01	-	-
Ms.	Ritu Schimar Dhingra	AGGPD5194C & 01186286	Non-Executive, Independent Director	23/09/2014	1 year, 3 months & 7 days	01	-	-

^{\$} PAN number of any director would not be displayed on the website of Stock Exchange

[&] 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.

[@] The Directors are re-appointed as an Independent Director in the Board Meeting held on 24/05/2014 as per the Companies Act, 2013



II. Composition of Committees			
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)^{&}	
1. Audit Committee	Mr. Satinder Kumar Aggarwal	Chairperson, Non-Executive, Independent Director	
	Mr. Anish Babu Venugopal	Non-Executive, Nominee Director	
	Mr. Shiromani Sharma	Non-Executive, Independent Director	
	Dr. Vivek Kumar Agnihotri	Non-Executive, Independent Director	
	Mr. Deepak Kumar Singhania	Executive Director	
2. Nomination & Remuneration Committee	Mr. Satinder Kumar Aggarwal	Chairperson, Non-Executive, Independent Director	
	Mr. Shiromani Sharma	Non-Executive, Independent Director	
	Mr. Anish Babu Venugopal	Non-Executive, Nominee Director	
	Dr. Vivek Kumar Agnihotri	Non-Executive, Independent Director	
3. Stakeholders Relationship Committee'	Mr. Satinder Kumar Aggarwal	Chairperson, Non-Executive, Independent Director	
	Mr. Shiromani Sharma	Non-Executive, Independent Director	
	Mr. Lalit Kumar Singhania	Executive Director	
	Mr. Deepak Kumar Singhania	Executive Director	
^{&} 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)	
14.08.2015	05.11.2015	84 days	
IV. Meeting of Committees – Audit Committee			
Date(s) of meeting of the 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*
05.11.2015	Yes, all the members of Committee were present	14.08.2015	84 days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) <small>refer note below</small>
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

Note

- 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.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
 - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report will be placed before Board of Directors in the next meeting to be held in February, 2016. Placing of CG Report before Board in the previous quarter was not there in the Listing Agreement.
Any comments/ observations/ advice of Board of Directors may be mentioned here:

Name & Designation


K C Agarwal (Senior President (Commercial) & Company Secretary)
 (Company Secretary / Compliance Officer / Managing Director / CEO)

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.