

LEEL Electricals Limited

(Formerly Lloyd Electric & Engineering Ltd.)

159, Okhla Industrial Estate, Phase-III, New Delhi - 110 020 (INDIA)

Tel. : +91-11-40627200, 40627300 Fax : +91-11-41609909

CIN : L29120UP1987PLC091016

January 11, 2018

The Listing Department

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street

Mumbai-400001

Maharashtra.

The Listing Department

National Stock Exchange of India Limited

Bandra-Kurla Complex, Bandra East,

Exchange Plaza, Plot No C/1, G Block,

Mumbai -400051, Maharashtra

BSE SCRIP CODE: 517518

NSE SYMBOL: LEEL

Subject: Compliance Report on Corporate Governance for the Quarter ended on December 31, 2017.

Dear Sir/Madam,

In pursuance of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith compliance report on Corporate Governance in the prescribed format for the Quarter ended on December 31, 2017.

Kindly acknowledge the receipt.

Thanking you

Yours Truly

For LEEL Electricals Limited

Anita K. Sharma

Company Secretary & VP Finance

Encl: as above

Quarterly Compliance Report on Corporate Governance.

1. Name of the Listed Entity: LEEL Electricals Limited

2. Quarter Ending: December 31, 2017

I. Composition of Board of Directors								
Title (Mr./Mrs.)	Name of the Director	PAN ^S & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) ^{&}	Date of Appointment in the current term /Cessation	Tenure*	No. of Directorships in Listed Entities including this Listed Entity	No. of Directorships in Audit/ Stakeholder Committee(s) including this Listed Entity.	No. of post of Chairperson in Audit/ Stakeholder Committee held in Listed Entities including this Listed Entity.
Mr.	Brij Raj Punj ^A	AAKPP0573D 00080956	Chairperson- Executive Director (Chairman & Managing Director)	10.11.1987/ 05.12.2017	N.A.	2	Nil	Nil
Mr.	Bharat Raj Punj	AAHPP4196K 01432035	Executive Director (Deputy Managing Director)	08.08.2012	N.A.	1	Nil	Nil
Mr.	Achin Kumar Roy	AACPR6406K 01475456	Executive Director (Whole-time Director)	28.04.2007	N.A.	1	1	Nil
Mr.	Mukat B. Sharma	AIYPS6825M 02942036	Executive Director (Whole-time Director & CFO)	28.01.2010	N.A.	1	1	Nil
Mr.	Surjit Krishan Sharma#	AUQPS5234A 00058581	Non- Executive- Independent Director	07.03.2015	5 yrs.	1	2	2
Mr.	Ajay Dogra#	ALQPD5401M 02430117	Non- Executive- Independent Director	07.03.2015	5 yrs.	1	Nil	Nil

Dr. (Mrs.)	Geeta Ajit Teckchand#	AAAPT0907H 02937277	Non- Executive- Independent Director	07.03.2015	5 yrs.	1	2	Nil
Mr.	Ramesh Kumar Vasudeva#	ABUPV4877F 06368045	Non- Executive- Independent Director	07.03.2015	5 yrs.	1	1	Nil
Ms.	Deepti Sahai	AAAPS9990H 07529738	Non- Executive- Independent Director	30.05.2016	3 yrs.	1	Nil	Nil

[§]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.

[#] Existing Independent Directors appointed as independent director in pursuance of the provisions of the Companies Act, 2013 and clause 49 of the erstwhile Listing Agreement.

[^] Mr. Brij Raj Punj, Chairman & Managing Director of the Company ceased to be Director of the Company due to his demise on December 05, 2017.

II. Composition of Committees

Name of the Committees	Name of Committee Members	Category (Chairperson/ Executive / Non-Executive/ Independent/ Nominee) ^{&}
1. Audit Committee		Same as previous quarter
2. Nomination & Remuneration Committee		Same as previous quarter
3. Stakeholders Relationship Committee		Same as previous quarter
4. Risk Management Committee		Not Applicable

[&]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 meetings (in number of days)
10.08.2017	14.11.2017	95

IV. Meeting of Committees[#]

Date(s) of meeting of 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)*
(a) Audit Committee			
14.11.2017	Yes	10.08.2017	95

(b) Nomination & Remuneration Committee

Yes

10.08.2017

(c) Stakeholders Relationship Committee⁵13.10.2017, 23.10.2017,
31.10.2017, 10.11.2017,
16.11.2017

Yes

14.07.2017, 28.07.2017,
11.08.2017, 21.08.2017,
31.08.2017, 07.09.2017,
18.09.2017, 29.09.2017

13

*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
 #Details of mandatory committees as per listing regulations have been given.

⁵ The Board had, in its meeting held on 14.11.2017 changed the terms of reference of the committee by further delegating the power of transfer/transmission of securities to the Company Secretary of the Company alongwith Registrar and Share Transfer Agent of the Company, who shall attend the formalities pertaining to transfer of securities at least once in a fortnight. The Company Secretary then shall report to the Committee and Board in their next succeeding meeting.

V. Related Party Transactions

Subject	Compliance Status (YES/NO/NA) <small>refer note below</small>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA (No material related party transaction entered by the Company)
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

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
- 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 shall be placed before the Board in next Board Meeting and the report submitted in the previous quarter has been placed before Board of Directors.

For LEEL Electricals Limited
 For LEEL Electricals Limited



Anita K. Sharma
 Company Secretary & VP Finance