



LLOYD ELECTRIC & ENGINEERING LIMITED

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

Phone : +91-11-40627200, 40627300 Fax : +91-11-41609909

Website : www.lloydengg.com

CIN : L29120RJ1987PLC012841

October 10, 2016

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: LLOYDELENG

**Subject: Compliance Report on Corporate Governance for the Quarter and Half Year ended
September 30, 2016.**

Dear Sir/Madam,

In pursuance of regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith compliance report on corporate governance in a prescribed format for the quarter and half year ended September 30, 2016.

Kindly acknowledge the receipt.

Thanking You,

Yours Truly,

For Lloyd Electric & Engineering Limited

Anita K. Sharma
Company Secretary

Encl: a/a



Quarterly Compliance Report on Corporate Governance.

1. Name of the Listed Entity: Lloyd Electric & Engineering Limited

2. Quarter Ending: September 30, 2016.

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	AAKPP0573D 00080956	Chairperson-Executive Director (Chairman & Managing Director)	10.11.1987	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.	Nipun Singhal	AFFPG0064A 02026825	Executive Director (Whole-time Director)	30.05.2013	N.A.	1	Nil	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 [#]	ALQPD5401 M 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 Sahaj [^]	AAAPS9990H 07529738	Non- Executive- Independent Director	30.05.2016	3 yrs.	1	Nil	Nil

^SPAN 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.

[^]Ms. Deepti Sahai who has been appointed as Non-Executive Independent Director (additional) w.e.f. 30.05.2016 for a term of 3 years subject to the approval of shareholder, in place of Mr. Gopal Kacker, Non-Executive Independent Director who has resigned w.e.f. 30.05.2016, has been duly appointed by shareholders in their General Meeting held on 26.08.2016.

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 (in number of days)
30.05.2016	31.08.2016	92 days

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			
31.08.2016	Yes	30.05.2016	92 days
(b) Nomination & Remuneration Committee			
-	NA	30.05.2016	NA

(c) Stakeholders Relationship Committee			
13.07.2016, 21.07.2016, 30.07.2016, 11.08.2016, 19.08.2016, 01.09.2016, 14.09.2016, 21.09.2016, 30.09.2016.	Yes	12.04.2016, 21.04.2016, 30.04.2016, 14.05.2016, 24.05.2016, 31.05.2016, 10.06.2016, 24.06.2016, 30.06.2016.	

*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.

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	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
 1. 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.
 2. If status is "No" details of non-compliance may be given here.

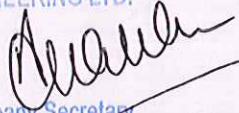
VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. 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 LLOYD ELECTRIC & ENGINEERING LTD.

Company Secretary

Annexure III

I Affirmations		
Broad Heading	Regulation No.	Compliance Status (Yes/ No/NA) ^{refer note below}
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
Presence of Chairperson of Audit Committee at the Annual General Meeting.	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting.	19(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with Para C of Schedule V.	YES
Note: <ol style="list-style-type: none"> 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. If the Listed Entity would like to provide any other information the same may be indicated here. 		
<p>For LLOYD ELECTRIC & ENGINEERING LTD.</p> <p> Company Secretary</p> <p>Anita K. Sharma Company Secretary</p>		