

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity                   **-LG Balakrishnan & Bros Limited**  
 2. Quarter ending                         **- 31-Mar-2018**

<b>I. Composition of Board of Directors</b>										
Title (Mr./Ms)	Name of the Director	DI N	P A N	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation	Tenure	No of Directorships in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of positions of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	B VIJAY AKU MAR	0000015583	ABT PV3 639 A	C & ED	25-Nov-1986		31	4	2	0
Mr.	P PRAB AKA RAN	0001709564	AIQ PP3 756 J	ED	30-May-2008		9	1	0	0
Mr.	V RAJV IRDH AN	0000156787	AES PR9 477 G	NED	04-Nov-2010		7	2	1	0
Mrs.	V.RA JSRI	0000018244	AD GPR 454 5J	NED	30-Oct-2006		11	1	0	0
Mr.	T BALAJI	00002755	AC QP B73 51P	NED, ID	09-Jul-2014		3	2	0	0
Mr.	P SHANMUGAS	00001194	AA MP S28 73D	NED, ID	01-Sep-2014		3	2	2	2

	UND ARA M	11								
Mr.	P BALA SUBR AMA NIAN	00 00 01 81 97	AAT PB8 556 F	NED,ID	01-Sep- 2014		3	1	1	0
Mr.	V GOVI NDA RAJU LU	00 00 01 61 08	ACY PG4 767 C	NED,ID	01-Sep- 2014		3	1	2	1
Mr.	S SIVA KUM AR	00 00 01 60 40	ALY PS2 558 J	NED	28-Jun- 1996		21	1	0	0
Mr.	R VIDH YA SHA NKA R	00 00 00 24 98	AB GP V60 23P	NED,ID	01-Sep- 2014		3	2	2	1

## II. Composition of Committees

<b>Audit Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	P SHANMUGASUNDARAM	NED,ID	Chairperson
2	V GOVINDARAJULU	NED,ID	Member
3	P BALASUBRAMANIAN	NED,ID	Member

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	B VIJAYAKUMAR	C & ED	Member
2	V GOVINDARAJULU	NED,ID	Chairperson
3	R VIDHYA SHANKAR	NED,ID	Member

<b>Risk Management Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	R VIDHYA SHANKAR	NED,ID	Chairperson
2	V GOVINDARAJULU	NED,ID	Member
3	B VIJAYAKUMAR	C & ED	Member
4	P BALASUBRAMANIAN	NED,ID	Member

**III. Meeting of Board of Directors**

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
31-Oct-2017	30-Jan-2018	90

**IV. Meeting of Committees**

<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	29-Jan-2018	3	30-Oct-2017	90
Stakeholders Relationship Committee	12-Jan-2018	3	20-Oct-2017	
Stakeholders Relationship Committee	30-Jan-2018	3	31-Oct-2017	
Stakeholders Relationship Committee	15-Feb-2018	3	01-Nov-2017	
Stakeholders	16-Feb-2018	3	15-Nov-2017	

Relati onshi p Com mitte e				
Stake holde rs Relati onshi p Com mitte e	28-Feb-2018	3	15-Dec-2017	
Stake holde rs Relati onshi p Com mitte e	09-Mar-2018	3	30-Dec-2017	
Stake holde rs Relati onshi p Com mitte e	23-Mar-2018	3		
Stake holde rs Relati onshi p Com mitte e	31-Mar-2018	3		

<b>V. RelatedPartyTransactions</b>	
<i>Subject</i>	<i>Compliancestatus(Yes/</i>

	<b>No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

## **VI. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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. - **Yes**
5. a. This report and/or the reports submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

<b>This report will be placed at the ensuing board meeting</b>
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**Name** : m lakshmi kanth joshi  
**Designation** : Company Secretary

## ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Detail of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)&25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1)&(2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Yes
<i>Prior or Omnibus approval of Audit Committee of or all related party transactions</i>	23(2),(3)	Yes

<i>Approvalformaterialrelatedpartytra nsactions</i>	23(4)	No
<i>CompositionofBoardofDirectorsofunl istedmaterialSubsidiary</i>	24(1)	Not Applicable
<i>OtherCorporateGovernancerequirementsw ithrespecttosubsidiaryoflistedentity</i>	24(2),(3),(4),(5)&(6)	Yes
<i>MaximumDirectorship&amp;Tenure</i>	25(1)&(2)	Yes
<i>Meetingofindependentdirectors</i>	25(3)&(4)	Yes
<i>Familiarizationofindependentdirectors</i>	25(7)	Yes
<i>MembershipsinCommittees</i>	26(1)	Yes
<i>Affirmationwithcompliancetocodeofco nductfrommembersofBoardofDirector sandSeniormanagementpersonnel</i>	26(3)	Yes
<i>DisclosureofShareholdingbyNon- ExecutiveDirectors</i>	26(4)	Yes
<i>PolicywithrespecttoObligationsofdir ectorsandseniormanagement</i>	26(2)&26(5)	Yes

### **III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

**Name** : **M. Lakshmi Kanth Joshi**  
**Designation** : **Company Secretary**