



Date: 14<sup>th</sup> January, 2016

To, The Secretary, BSE Limited, P.J. Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 539542	To, The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandera (E), Mumbai - 400 051 Symbol: LUXIND	To, The Secretary, The Calcutta Stock Exchange Limited, 7, Lyons Range, Kolkata- 700 001 Scrip Code: 022124	To, The Secretary, The Ahmedabad Stock Exchange Limited, 1st Floor, Kamdhenu Complex, Opp. Sahajanand College, Panjara Pole, Ahmedabad: 380 015 Scrip Code: 32985/LUX HOSIN
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Dear Sir,

**Sub: Submission of quarterly Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> December, 2015**

Pursuant to Regulation 27(2)(a) of the Listing Agreement, we are enclosing herewith the report of Corporate Governance for the quarter ended 31st December, 2015.

Thanking you,

Yours faithfully,  
**for LUX INDUSTRIES LIMITED**

  
**Pankaj Kumar Kedia**  
(Vice President & Company Secretary)

Enclosed: as above

**LUX INDUSTRIES LTD**

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of Listed Entity  
2. Quarter ending

Lux Industries Limited  
31st December 2015

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>&amp;</sup>	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)	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)
Mr.	Ashok Kumar Todl	ABRPT5626R & 00053599	Chairperson - Executive	21/07/1995	-	1	1	-
Mr.	Pradip Kumar Todl	ABTPT2696K & 00246268	Executive	21/07/1995	-	1	-	-
Ms	Prabha Devi Todl	ABPPT9496H & 00246219	Executive	11/02/2015	-	-	-	-
Mr.	Kamal Kishore Agarwal	AC5PA5074G & 01433255	Non-Executive - Independent	01/04/2014	5 Years	1	1	-
Mr.	Nandanadan Mishra	AGUPM9201B & 00031342	Non-Executive - Independent	01/04/2014	5 Years	5	7	4
Mr.	Snehasish Ganguly	ADTPG4242J & 01739432	Non-Executive - Independent	01/04/2014	5 Years	1	2	-

<sup>§</sup> PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</sup> 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.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>§</sup>
1. Audit Committee	Nandanadan Mishra	Non-Executive - Independent - Chairperson
	Snehasish Ganguly	Non-Executive - Independent
	Kamal Kishore Agarwal	Non-Executive - Independent
2. Nomination & Remuneration Committee	Nandanadan Mishra	Non-Executive - Independent - Chairperson
	Snehasish Ganguly	Non-Executive - Independent
	Kamal Kishore Agarwal	Non-Executive - Independent
	Ashok Kumar Todl	Executive
3. Risk Management Committee(if applicable)	Ashok Kumar Todl	Executive - Chairperson
	Pradip Kumar Todl	Executive
	Kamal Kishore Agarwal	Non-Executive - Independent
4. Stakeholders Relationship Committee <sup>§</sup>	Nandanadan Mishra	Non-Executive - Independent - Chairperson
	Snehasish Ganguly	Non-Executive - Independent
	Ashok Kumar Todl	Executive

<sup>§</sup> 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	07/11/2015	84 days

**IV. Meeting of Committees**

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*
07/11/2015	Yes	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**

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

**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 and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/advice of Board of Directors may be mentioned here:

  
**PANKAJ KUMAR KEDIA**  
 Company Secretary

**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.