

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company :

*Lux Industries Limited*

Quarter ending on :

*31st March, 2015*

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		-
(A) Composition of Board	49 (IIA)	Yes	The Company's Board consists Six Directors on the Board, out of which, three Directors are Non-Executive Independent Director.
(B) Independent Directors	49 (IIB)	Yes	The Company board consist of three independent Director.
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Only sitting fee is being paid to the Non - Executive Directors. The required disclosures shall be made in the Annual Report.
(D) Other provisions as to Board and Committee	49 (IID)	Yes	The Board has reviewed periodically the status of legal compliances and steps taken to rectify instances of non-compliance.
(E) Code of Conduct	49 (IIE)	Yes	Affirmation of compliance has been obtained from all board members and senior management personnel based on which the declaration by the Managing Director is included in the Annual Report.
(F) Whistle Blower Policy	49 (IIF)	Yes	The company has establish vigil mechanism for directors and employees.
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	The Committee consists of three Directors with all the Directors being Non Executive and Independent. The chairman of the Committee is also an Independent Non-Executive Director.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-

(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	-
IV. Nomination and Remuneration Committee	49 (IV)	Yes	The Committee consists of four Directors out of which three Directors being Non Executive and Independent. The chairman of the Committee is also an Independent Non-Executive
V. Subsidiary Companies	49 (V)	NA	-
VI. Risk Management	49 (VI)	NA	-
VII. Related Party Transactions	49 (VII)	Yes	-
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	Details will be furnished in the Annual Report.
(D) Management	49 (VIII D)	Yes	Details will be furnished in the Annual Report.
(E) Shareholders	49 (VIII E)	Yes	Details will be furnished in the Annual Report.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	Yes	In Last quarter company has made allotment of Non-Convertible Redeemable Preference Share in lieu of conversion of outstanding Unsecured Loan of Promoter Group Companies..
IX. CEO/CFO Certification	49 (IX)	Yes	-
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in the Annual Report. Quarterly compliance reports are regularly submitted to Stock Exchanges.
XI. Compliance	49 (XI)	Yes	Will be complied in the Annual Report.

*for LUX INDUSTRIES LIMITED*

Place: Kolkata  
Date: 31/03/2015

**COMPANY SECRETARY**



