

General information about company

Scrip code	512455
NSE Symbol	LLOYDSME
MSEI Symbol	
ISIN	INE281B01032
Name of the entity	Lloyds Metals and Energy Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Mukesh Rajnarayan Gupta	AADPG1001A	00028347	Non-Executive - Non Independent Director	Chairperson		13-06-1958
2	Mr	Babulal Agarwal	AAAPA6942R	00029389	Non-Executive - Non Independent Director	Not Applicable		27-11-1946
3	Mr	Rajesh Rajnarayan Gupta	AKKPG7456N	00028379	Executive Director	Not Applicable	MD	10-10-1964
4	Mr	Balasubramanian Prabhakaran	AEFPP5795L	01428366	Executive Director	Not Applicable	MD	17-04-1973
5	Mr	Madhur Rajesh Gupta	AKOPG3296Q	06735907	Executive Director	Not Applicable		17-06-1991
6	Mr	Soundararajan Venkateswaran	AENPV6124M	08035383	Executive Director	Not Applicable		05-06-1970
7	Mr	Devidas Kashinath Kambale	AAPPK3187P	00020656	Non-Executive - Independent Director	Not Applicable		01-06-1951
8	Mr	Jagannath Pandharinath Dange	AEAPD5412P	01569430	Non-Executive - Independent Director	Not Applicable		01-06-1951
9	Mrs	Bhagyam Ramani	AGEPR8495C	00107097	Non-Executive -	Not Applicable		09-01-

					Independent Director			1952
10	Mr	Ramesh Luharuka	AAAPL5127F	00001380	Non-Executive - Independent Director	Not Applicable		14-10- 1954
11	Mrs	Seema Saini	BUEPS7427N	09539941	Non-Executive - Independent Director	Not Applicable		06-02- 1965
12	Mr	Satish Wate	AAEPW7002L	07792398	Non-Executive - Independent Director	Not Applicable		22-12- 1955
13	Mr	Subbarao Munnang	ACWPM1673M	06495576	Non-Executive - Independent Director	Not Applicable		06-06- 1961
14	Mr	Mahendra Singh Mehta	AACPM9069R	00019566	Non-Executive - Independent Director	Not Applicable		09-12- 1955

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Inactive
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active
13	No				Active
14	No				Active

I. Composition of Board of Directors												
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		21-11-1991				2	0	1	1		
2	Yes	23-10-2023	08-08-2023				2	0	0	0		
3	NA		21-11-1991				2	0	1	0		
4	NA		07-10-2021				1	0	0	0		
5	NA		13-11-2020				1	0	0	0		
6	NA		08-08-2023				1	0	0	0		
7	NA		12-11-2013	12-11-2018	12-11-2023	122	1	1	0	0		
8	NA		26-05-2014	25-05-2019		113	1	1	1	0		
9	NA		27-10-2014	26-10-2019		113	5	5	4	0		

10	NA		07-10-2021			30	1	1	2	1		
11	NA		30-03-2022			21	1	1	0	0		
12	NA		20-01-2023			12	3	3	2	1		
13	NA		16-03-2023			10	1	1	0	0		
14	NA		23-10-2023			3	2	2	1	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001380	Ramesh Luharuka	Non-Executive - Independent Director	Chairperson	07-10-2021		
2	00028379	Rajesh Rajnarayan Gupta	Executive Director	Member	21-11-1991		
3	01569430	Jagannath Pandharinath Dange	Non-Executive - Independent Director	Member	26-05-2014		
4	00020656	Devidas Kashinath Kambale	Non-Executive - Independent Director	Member	12-11-2013	12-11-2023	
5	00019566	Mahendra Singh Mehta	Non-Executive - Independent Director	Member	23-10-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01569430	Jagannath Pandharinath Dange	Non-Executive - Independent Director	Chairperson	26-05-2014		
2	00028347	Mukesh Rajnarayan Gupta	Non-Executive - Non Independent Director	Member	21-11-1991		
3	00020656	Devidas Kashinath Kambale	Non-Executive - Independent Director	Member	12-11-2013	12-11-2023	
4	00019566	Mahendra Singh Mehta	Non-Executive - Independent Director	Member	23-10-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00028347	Mukesh Rajnarayan Gupta	Non-Executive - Non Independent Director	Chairperson	21-11-1991		
2	00020656	Devidas Kashinath Kambale	Non-Executive - Independent Director	Member	12-11-2013	12-11-2023	
3	00001380	Ramesh Luharuka	Non-Executive - Independent Director	Member	07-10-2021		
4	00019566	Mahendra Singh Mehta	Non-Executive - Independent Director	Member	23-10-2023		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00028379	Rajesh Rajnarayan Gupta	Executive Director	Chairperson	21-11-1991		
2	06735907	Madhur Rajesh Gupta	Executive Director	Member	13-11-2020		
3	00020656	Devidas Kashinath Kambale	Non-Executive - Independent Director	Member	12-11-2013	12-11-2023	
4	01569430	Jagannath Pandharinath Dange	Non-Executive - Independent Director	Member	26-05-2014		
5	07792398	Satish Wate	Non-Executive - Independent Director	Member	20-01-2023		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00020656	Devidas Kashinath Kambale	Non-Executive - Independent Director	Chairperson	12-11-2013	12-11-2023	
2	00028379	Rajesh Rajnarayan Gupta	Executive Director	Member	21-11-1991		
3	00001380	Ramesh Luharuka	Non-Executive - Independent Director	Member	07-10-2021		
4	09539941	Seema Saini	Non-Executive - Independent Director	Member	30-03-2022		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00028347	Mukesh Rajnarayan Gupta	Committee of Board of Directors	Non-Executive - Non Independent Director	Chairperson	
2	00028379	Rajesh Rajnarayan Gupta	Committee of Board of Directors	Executive Director	Member	
3	00107097	Bhagyam Ramani	Committee of Board of Directors	Non-Executive - Independent Director	Member	
4	01428366	Balasubramanian Prabhakaran	Committee of Board of Directors	Executive Director	Member	

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	08-08-2023				Yes	13	13	7
2		23-10-2023			Yes	14	14	8
3		08-12-2023			Yes	13	13	7

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	08-08-2023				Yes	4	4	3	2
2	Audit Committee	23-10-2023	75			Yes	4	4	3	2
3	Nomination and remuneration committee	07-08-2023				Yes	3	3	2	2
4	Nomination and remuneration committee	23-10-2023	76			Yes	3	3	2	2
5	Nomination and remuneration committee	18-12-2023	55			Yes	3	3	2	2
6	Risk Management Committee	07-08-2023				Yes	4	4	2	2

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block

Textual Information(1)

As per Regulation 2(zb)(b)(ii) of SEBI (LODR) Regulations, 2015, Sunflag Iron and Steel Co Limited (Sunflag), a public shareholder of the Company, holding 11.89% of the equity share capital of the Company and hence, is a related party.

Pursuant to the Arbitration Award dtd. 22nd April, 2022 and Supplemental / Additional Award dated 28th April, 2022, the Company had signed an Ore Purchase Agreement (OPA) dtd. 02nd May, 2022 with Sunflag for sale of iron ore. The sale of iron ore to Sunflag is at a pre-determined rate as per the OPA which is governed by the above-mentioned Arbitration Awards. Hence, such transactions at all times will not be on arms lengths basis and not entered in the ordinary course of the Companys business.

The said related party transaction being not at arms length and not in ordinary course of business is approved by the Members of the Company vide Postal Ballot resolution dtd. 23rd October, 2023.

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Trushali Shah
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter

No

Signatory Details	
Name of signatory	Trushali Shah
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-01-2024