

LLOYDS METALS AND ENERGY LIMITED
ANNEXURE A
QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity Lloyds Metals and Energy Limited
2. Quarter ending 30th September, 2025

Title (Mr./Ms.)	Name of the Director	PAN	DIN	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re-ApPOINTment	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Date of Cessation	Tenure (in months)	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & reg. 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)
Mr.	Mukesh R Gupta	AADPG1001A	00028347	Chairperson - Non-Executive - Non Independent Director	21-11-1991	-	Not Applicable	-	-	-	13-06-1958	2	-	1	1
Mr.	Babulal Agarwal	AAAPA6942R	00029389	Non-Executive - Non Independent Director	01-10-2010	08-08-2023	Yes	23-10-2023	-	-	27-11-1946	2	-	-	-
Mr.	Rajesh R Gupta	AKKPG7456N	00028379	Managing Director - Executive Director	21-11-1991	08-08-2023	Not Applicable	-	-	-	10-10-1964	2	-	2	-
Mr.	Balasubramanian Prabhakaran	AEPFP5795L	01428366	Managing Director - Executive Director	07-10-2021	08-08-2023	Not Applicable	-	-	-	17-04-1973	1	-	-	-
Mr.	Madhur Rajesh Gupta	AKOPG3296Q	06735907	Executive Director	13-11-2020	-	Not Applicable	-	-	-	17-06-1991	1	-	-	-
Mr.	Venkateswaran Soundrarajan	AENPV6124M	08035383	Executive Director	08-08-2023	-	Not Applicable	-	-	-	05-06-1970	1	-	-	-
Mr.	Shabbirhusain Saikhadam Khandwawala	AJOPK6278M	10821717	Non-Executive - Non Independent Director	18-12-2024	12-08-2025	Yes	17-01-2024	-	-	08-08-1950	1	-	-	-
Mr.	Ramsh Loharuka	AAAPL5127F	00001380	Non-Executive - Independent Director	07-10-2021	07-10-2021	Not Applicable	-	-	47.23	14-10-1954	1	1	2	1
Mrs.	Seema Saini	BUEPS7427N	09539941	Non-Executive - Independent Director	30-03-2022	30-03-2022	Not Applicable	-	-	42.00	06-02-1965	1	1	-	-
Mr.	Satish Ramchandra Wate	AAEPW7002L	07792398	Non-Executive - Independent Director	20-01-2023	-	Not Applicable	-	-	32.10	22-12-1955	3	3	3	2
Mr.	Subbarao Venkata Munnang	ACWPM1673M	06495576	Non-Executive - Independent Director	16-03-2023	16-03-2023	Not Applicable	-	-	30.14	06-06-1961	2	2	3	-
Mr.	Mahendra Singh Mehta	AACPM9069R	00019566	Non-Executive - Independent Director	23-10-2023	45222	Not Applicable	-	-	23.07	09-12-1955	2	2	3	1
Mr.	Dinesh Kumar Jain	AADPJ2185L	07239310	Non-Executive - Independent Director	23-10-2024	45588	Not Applicable	-	-	11.07	25-01-1959	1	1	-	-
Mr.	Sujit Varma	ABFPV6831J	09075212	Non-Executive - Independent Director	12-08-2025	45881	Not Applicable	-	-	1.18	06-01-1961	4	3	6	3
Ms.	Anita Shantaram	AAHPS4228B	00786517	Non-Executive - Independent Director	12-08-2025	45881	Not Applicable	-	-	1.18	07-07-1968	5	5	8	0



Whether Regular Chairperson appointed Yes
Whether Chairperson is related to Managing Director or CEO Yes
Whether Chairperson is related to Promoter Yes

II. Composition of Committees					
Name of Committee	Name of Committee members	Chairperson/ Membership	Category (Chairperson/Executive/ Non-Executive/ independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Ramesh Loharuka	Chairperson	Non-Executive - Independent Director	11-02-2022	--
	Rajesh R Gupta	Member	Executive Director	11-02-2022	--
	Mahendra Singh Mehta	Member	Non-Executive - Independent Director	12-11-2023	--
	Subbarao Venkata Munnang	Member	Non-Executive - Independent Director	27-05-2024	--
Whether Regular Chairperson appointed	Yes				
2. Nomination & Remuneration Committee	Satish Ramchandra Wate	Chairperson	Non-Executive - Independent Director	27-05-2024	--
	Mahendra Singh Mehta	Member	Non-Executive - Independent Director	12-11-2023	--
	Mukesh R Gupta	Member	Non-Executive - Non Independent Director	08-08-2023	--
Whether Regular Chairperson appointed	Yes				
3. Risk Management Committee	Rajesh R Gupta	Chairperson	Executive Director	11-02-2022	--
	Madhur Rajesh Gupta	Member	Executive Director	11-02-2022	--
	Satish Ramchandra Wate	Member	Non-Executive - Independent Director	12-11-2023	--
	Subbarao Venkata Munnang	Member	Non-Executive - Independent Director	27-05-2024	--
Whether Regular Chairperson appointed	Yes				
4. Stakeholders Relationship Committee	Mukesh R Gupta	Chairperson	Non-Executive - Non Independent Director	08-08-2023	--
	Ramesh Loharuka	Member	Non-Executive - Independent Director	11-02-2022	--
	Mahendra Singh Mehta	Member	Non-Executive - Independent Director	12-11-2023	--
Whether Regular Chairperson appointed	Yes				
5. Corporate Social Responsibility Committee	Seema Saini	Chairperson	Non-Executive - Independent Director	12-11-2023	--
	Ramesh Loharuka	Member	Non-Executive - Independent Director	11-02-2022	--
	Rajesh R Gupta	Member	Executive Director	21-01-2015	--
Whether Regular Chairperson appointed	Yes				
6. Committee of Board of Directors	Rajesh R Gupta	Chairperson	Executive Director	27-10-2014	--
	Mukesh R Gupta	Member	Non-Executive - Non Independent Director	27-10-2014	--
	Balasubramanian Prabhakaran	Member	Executive Director	08-08-2023	--
	Mahendra Singh Mehta	Member	Non-Executive - Independent Director	27-10-2024	--
Whether Regular Chairperson appointed	Yes				

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LLOYDS METALS AND ENERGY LIMITED ANNEXURE A QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE							
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	Whether requirement of Quorum met* (Yes/No)	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)		
25-04-2025		Yes	10	5			
30-05-2025		Yes	11	6	34		
	12-08-2025	Yes	13	7	73		
<i>*Details given for current quarter</i>							
IV. Meeting of Committees							
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes/No)	No. of Directors present*	Number of Independent Directors present*	No. of members attending the meeting (other than Board of Directors)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee Meeting		Yes	4	3	--	25-04-2025	
Audit Committee Meeting		Yes	4	3	--	30-05-2025	34
Audit Committee Meeting	12-08-2025	Yes	4	3	--	--	73
Nomination and Remuneration Committee		Yes	3	2	--	25-04-2025	--
Nomination and Remuneration Committee	12-08-2025	Yes	3	2	--	--	109
Corporate Social Responsibility Committee		Yes	2	1	--	25-04-2025	--
Risk Management Committee	12-08-2025	Yes	4	2	--	--	--
<i>*Details given for current quarter</i>							
V. Related Party Transactions							
Subject			Compliance status (Yes/No/NA)				
Whether prior approval of audit committee obtained			Yes				
Whether shareholder approval obtained for material RPT			Yes				
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes				
Note							
Details of Cyber security incidents							
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				
Date of the event			Brief details of the event				
Not Applicable			Not Applicable				
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							
d. Risk management 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 and/or the report submitted in the previous quarter has been placed before the Board of Directors.							
For Lloyds Metals and Energy Limited							
 Akshay Vora Company Secretary Membership No.: ACS43122							

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**INTEGRATED FILING (GOVERNANCE)
ANNEXURE B
INVESTOR GRIEVANCE REDRESSAL REPORT**

No. of investor complaints pending at the beginning of Quarter	-
No. of investor complaints received during the Quarter	3
No. of investor complaints disposed off during the Quarter	3
No. of investor complaints those remaining unresolved at the end of the Quarter	-

For Lloyds Metal and Energy Limited



Akshay Vora
Company Secretary
Membership No.: ACS43122





INTEGRATED FILING (GOVERNANCE)

ANNEXURE C

DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Sr. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Mandovi River Pellets Private Limited	12th September, 2025	0	19.40%	19.40%

For Lloyds Metal and Energy Limited

Akshay Vora
Company Secretary
Membership No.: ACS43122



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**INTEGRATED FILING (GOVERNANCE)
ANNEXURE D
DISCLOSURE OF IMPOSITION OF FINE OR PENALTY**

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
Nil					

For Lloyds Metal and Energy Limited

Akshay Vora
Company Secretary
Membership No.: ACS43122



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INTEGRATED FILING (GOVERNANCE)

ANNEXURE E

DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
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Nil

For Lloyds Metal and Energy Limited



Akshay Vora

Company Secretary

Membership No.: ACS43122



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INTEGRATED FILING (GOVERNANCE)

ANNEXURE F

DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC.

Applicability of Disclosure

Half year ending

30th September, 2025

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	70,52,00,000	
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by		
KMPs or any other entity controlled by them		

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Corporate Guarantee	16,92,50,00,000	3,48,96,61,907
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For Lloyds Metals and Energy Limited


Riyaz Shaikh
Chief Financial Officer



Lloyds Metals and Energy Limited

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**INTEGRATED FILING (GOVERNANCE)
ANNEXURE G
AFFIRMATIONS ON COMPLIANCE REQUIREMENT FOR AGM**

I Affirmations

Broad Heading	Regulation Number	Compliance status (Yes/No/NA)
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
Presence of Chairperson of the Stakeholders Relationship Committee at the Annual General Meeting	20(3)	Yes
Disclosure of Secretarial Audit Report of the listed entity and the material in the Annual Report	24A(1)	Yes
Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For Lloyds Metal and Energy Limited

Akshay Vora
Company Secretary
Membership No.: ACS43122



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