

General information about company

Scrip code	512455
NSE Symbol	LLOYDSME
MSEI Symbol	LLOYDSME
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	Half Yearly
Date of Report	30-09-2023
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							Textual Information(1)	
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	Rajesh Rajnarayan Gupta	AKKPG7456N	00028379	Executive Director	Not Applicable	MD	10-10-1964
3	Mr	Babulal Agarwal	AAAPA6942R	00029389	Non-Executive - Non Independent Director	Not Applicable		27-11-1946
4	Mr	Madhur Rajesh Gupta	AKOPG3296Q	06735907	Executive Director	Not Applicable		17-06-1991
5	Mr	Balsubramanian Prabhakaran	AEFPP5795L	01428366	Executive Director	Not Applicable	MD	17-04-1973
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

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				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active
13	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	0	1		
2	NA		21-11-1991				2	0	1	0		
3	No		08-08-2023		07-08-2023		2	0	0	0		
4	NA		13-11-2020				1	0	0	0		
5	NA		07-10-2021				1	0	0	0		
6	NA		08-08-2023				0	0	0	0		
7	NA		12-11-2013	12-11-2018		119	1	1	2	0		
8	NA		26-05-2014	25-05-2019		110	1	1	1	0		
9	NA		27-10-2014	26-10-2019		110	4	4	3	0		

10	NA		07-10-2021			27	1	1	2	1		
11	NA		30-03-2022			18	1	1	0	0		
12	NA		20-01-2023			9	3	3	2	2		
13	NA		16-03-2023			7	1	1	0	0		

Text Block

Textual Information(1)

- a. Mr. Babulal Agarwal, (DIN: 00029389) was re-appointed as the Managing Director of the Company w.e.f. 01st January, 2023 for one year upto 31st December, 2023 (both days inclusive)
- b. However, Mr. Babulal Agarwal, (DIN: 00029389) resigned w.e.f. closing of business hours of 07th August, 2023
- c. Pursuant to the recommendation of the Nomination and Remuneration Committee the Board of Directors appointed Mr. Babulal Agarwal, (DIN: 00029389) as an Additional Non-Executive Promoter Director of the Company w.e.f. 08th August, 2023
- d. The Company has circulated a Notice of Postal Ballot dtd. 08th August, 2023 for obtaining approval of the Members of the Company for appointing him as a Non-Executive Promoter Director. Mr. Babulal Agarwal has attained the age of 76 years and hence, pursuant to Section 196(3) of the Companies Act, 2013 and Reg. 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2013 approval of the Members is also sought for the same. The e-voting for the same will end on 23rd October, 2023.
- e. Pursuant to the recommendation of the Nomination and Remuneration Committee the Board of Directors appointed Mr. Rajesh Gupta, (DIN: 00028379) as the Managing Director of the Company w.e.f. 08th August, 2023
- f. Pursuant to the recommendation of the Nomination and Remuneration Committee the Board of Directors appointed Mr. Balasubramanian Prabhakaran, (DIN: 01428366) as the Managing Director of the Company w.e.f. 08th August, 2023

Annexure 1**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

- a. Pursuant to restructuring of the Board, Mr. Mukesh Gupta (DIN:00028347) forms part of the Nomination and Remuneration Committee w.e.f. 08th August, 2023. Earlier to his induction in the Committee Mr. Madhur Gupta(DIN:06735907), Executive Director was a part of the Committee
- b. a. Pursuant to restructuring of the Board, Mr. Mukesh Gupta (DIN:00028347) forms part of the Stakeholders Relationship Committee w.e.f. 08th August, 2023. Earlier to his induction in the Committee Mr. Rajesh Gupta(DIN:00028379), Managing Director was a part of the Committee

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		

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		

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		
3	00001380	Ramesh Luharuka	Non-Executive - Independent Director	Member	07-10-2021		

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		
4	01569430	Jagannath Pandharinath Dange	Non-Executive - Independent Director	Member	26-05-2014		

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		
2	00028379	Rajesh Rajnarayan Gupta	Executive Director	Member	21-11-1991		
3	00001380	Ramesh Luharuka	Non-Executive - Independent Director	Member	07-10-2021		

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	Investment Committee	Non-Executive - Non Independent Director	Chairperson	
2	00028379	Rajesh Rajnarayan Gupta	Investment Committee	Executive Director	Member	
3	00107097	Bhagyam Ramani	Investment Committee	Non-Executive - Independent Director	Member	
4	01428366	Balasubramanian Prabhakaran	Investment Committee	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	25-04-2023				Yes	12	11	6
2	09-06-2023				Yes	12	12	7
3		08-08-2023			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	25-04-2023				Yes	4	4	3	0
2	Audit Committee	09-06-2023				Yes	4	4	3	0
3	Audit Committee	08-08-2023				Yes	4	4	3	0
4	Nomination and remuneration committee	09-06-2023				Yes	3	3	2	0
5	Nomination and remuneration committee	07-08-2023				Yes	3	2	2	0
6	Risk Management Committee	07-08-2023				Yes	4	4	2	2

Annexure 1

IV. Meeting of Committees

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)
7	Corporate Social Responsibility Committee	25-04-2023				Yes	3	3	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	

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

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

1	Name of signatory	Trushali Shah
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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.		Yes	Textual Information(3)
Name	Riyaz Shaikh		
Designation	CFO		
Place	Mumbai		
Date	12-10-2023		

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	12-10-2023