| General information about company |  |  |  |
|-----------------------------------|--|--|--|
| Scrip code                        | 504258                                     |  |  |
| Name of the entity                | Lakshmi Electrical Control Systems Limited |  |  |
| Date of start of financial year   | 01-04-2016                                 |  |  |
| Date of end of financial year     | 31-03-2017                                 |  |  |
| Reporting Quarter                 | Yearly                                     |  |  |
| Date of Report                    | 31-03-2017                                 |  |  |
| Risk management committee         | Not Applicable                             |  |  |

| 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                 |    |  |  |  |
| Is there any change in information of board of directors compare to previous quarter | No |  |  |  |

| Annexure 1   |    |  |  |
|--|----|--|--|
| II. Composition of Committees  |    |  |  |
| Disclosure of notes on composition of committees explanatory                 |    |  |  |
| Is there any change in information of committees compare to previous quarter | No |  |  |

| An | nexure 1  |  |   |
|----|---|--|---|
| Ш  | . Meeting of Board of Directors                     |  |   |
|    | Disclosure of notes on mo                           | eeting 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) |
| 1  | 27-10-2016  |  |   |
| 2  |   | 03-02-2017   | 98  |

|    | Annexure 1   |   |  |   |   |   |                         |  |  |
|----|--|---|--|---|---|---|-------------------------|--|--|
| IV | IV. Meeting of Committees                                |   |  |   |   |   |                         |  |  |
|    | Disclosure of notes on meeting of committees explanatory |   |  |   |   |   |                         |  |  |
| Sr | Name of<br>Committee                                     | Date(s) of meeting<br>of the committee in<br>the relevant quarter | Whether requirement of Quorum met (Yes/No) | Requirement<br>of Quorum<br>met (details) | Date(s) of meeting<br>of the committee in<br>the previous quarter | Maximum gap between<br>any two consecutive<br>meetings (in number of<br>days) | Name of other committee |  |  |
| 1  | Audit<br>Committee                                       | 03-02-2017  | Yes  | All members present                       | 27-10-2016  | 98  |                         |  |  |
| 2  | Stakeholders<br>Relationship<br>Committee                | 03-02-2017  | Yes  | All members present                       |   |   |                         |  |  |

|  | Annexure 1   |                                  |  |  |  |  |
|--|--|----------------------------------|--|--|--|--|
| V.   | V. Related Party Transactions  |                                  |  |  |  |  |
| Sr   | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>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 |                                  |  |  |  |  |
| Di   | Disclosure of notes of material transaction with related party  Textual Information(1)                 |                                  |  |  |  |  |

|  | Text Block |  |  |
|--|------------|--|--|
| Textual Information(1) Lakshmi Machine Works Limited Rs.58.27 Crores |            |  |  |

|    | Annexure 1   |                                  |  |  |  |  |
|----|--|----------------------------------|--|--|--|--|
| VI | VI. Affirmations   |                                  |  |  |  |  |
| Sr | Subject  | Compliance<br>status<br>(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 100 listed entities) | NA                               |  |  |  |  |
| 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 II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of Listing Regulations

| Sr | Item  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. | Web address       |  |  |
|----|---|----------------------------------|--|-------------------|--|--|
| 1  | Details of business   | Yes                              |  | www.lecsindia.com |  |  |
| 2  | Terms and conditions of appointment of independent directors            | Yes                              |  | www.lecsindia.com |  |  |
| 3  | Composition of various committees of board of directors                 | Yes                              |  | www.lecsindia.com |  |  |
| 4  | Code of conduct of board of directors and senior management personnel   | Yes                              |  | www.lecsindia.com |  |  |
| 5  | Details of establishment of vigil mechanism/<br>Whistle Blower policy   | Yes                              |  | www.lecsindia.com |  |  |
| 6  | Criteria of making payments to non-executive directors                  | Yes                              |  | www.lecsindia.com |  |  |
| 7  | Policy on dealing with related party transactions                       | Yes                              |  | www.lecsindia.com |  |  |
| 8  | Policy for determining 'material' subsidiaries                          | NA                               |  |                   |  |  |
| 9  | Details of familiarization programmes imparted to independent directors | Yes                              |  | www.lecsindia.com |  |  |

|      | Annexure II   |                                     |  |                   |  |  |  |
|------|---|-------------------------------------|--|-------------------|--|--|--|
|      | Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)                         |                                     |  |                   |  |  |  |
| I. I | Disclosure on website in terms of Listing Regulations   |                                     |  |                   |  |  |  |
| Sr   | Item  | Compliance<br>status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address       |  |  |  |
| 10   | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                                 |  | www.lecsindia.com |  |  |  |
| 11   | email address for grievance redressal and other relevant details  | Yes                                 |  | www.lecsindia.com |  |  |  |
| 12   | Financial results   | Yes                                 |  | www.lecsindia.com |  |  |  |
| 13   | Shareholding pattern  | Yes                                 |  | www.lecsindia.com |  |  |  |
| 14   | Details of agreements entered into with the media companies and/or their associates   | NA                                  |  |                   |  |  |  |
| 15   | New name and the old name of the listed entity  | NA                                  |  |                   |  |  |  |

|     | Annexure II   |                      |                                     |  |  |  |
|-----|---|----------------------|-------------------------------------|--|--|--|
| II. | II. Annual Affirmations   |                      |                                     |  |  |  |
| Sr  | Particulars   | Regulation<br>Number | Compliance<br>status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. |  |  |
| 1   | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) &<br>25(6)  | Yes                                 |  |  |  |
| 2   | Board composition   | 17(1)                | Yes                                 |  |  |  |
| 3   | Meeting of Board of directors   | 17(2)                | Yes                                 |  |  |  |
| 4   | Review of Compliance Reports  | 17(3)                | Yes                                 |  |  |  |
| 5   | Plans for orderly succession for appointments   | 17(4)                | Yes                                 |  |  |  |
| 6   | Code of Conduct   | 17(5)                | Yes                                 |  |  |  |
| 7   | Fees/compensation   | 17(6)                | Yes                                 |  |  |  |
| 8   | Minimum Information   | 17(7)                | Yes                                 |  |  |  |
| 9   | Compliance Certificate  | 17(8)                | Yes                                 |  |  |  |
| 10  | Risk Assessment & Management  | 17(9)                | Yes                                 |  |  |  |

|     | Annexure II   |                             |                                  |  |  |  |  |
|-----|---|-----------------------------|----------------------------------|--|--|--|--|
| II. | II. Annual Affirmations   |                             |                                  |  |  |  |  |
| Sr  | Particulars   | Regulation<br>Number        | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. |  |  |  |
| 11  | Performance Evaluation of Independent Directors                                 | 17(10)                      | Yes                              |  |  |  |  |
| 12  | Composition of Audit Committee  | 18(1)                       | Yes                              |  |  |  |  |
| 13  | Meeting of Audit Committee  | 18(2)                       | Yes                              |  |  |  |  |
| 14  | Composition of nomination & remuneration committee                              | 19(1) & (2)                 | Yes                              |  |  |  |  |
| 15  | Composition of Stakeholder Relationship<br>Committee                            | 20(1) & (2)                 | Yes                              |  |  |  |  |
| 16  | Composition and role of risk management committee                               | 21(1),(2),(3),<br>(4)       | NA                               |  |  |  |  |
| 17  | Vigil Mechanism   | 22                          | Yes                              |  |  |  |  |
| 18  | Policy for related party Transaction  | 23(1),(5),(6),<br>(7) & (8) | Yes                              |  |  |  |  |
| 19  | Prior or Omnibus approval of Audit Committee for all related party transactions | 23(2), (3)                  | Yes                              |  |  |  |  |
| 20  | Approval for material related party transactions                                | 23(4)                       | Yes                              |  |  |  |  |

|                         | Annexure II   |                                |                                     |  |  |  |
|-------------------------|---|--------------------------------|-------------------------------------|--|--|--|
| II. Annual Affirmations |   |                                |                                     |  |  |  |
| Sr                      | Particulars   | Regulation<br>Number           | Compliance<br>status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. |  |  |
| 21                      | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                          | NA                                  |  |  |  |
| 22                      | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),(3),<br>(4),(5) &<br>(6) | NA                                  |  |  |  |
| 23                      | Maximum Directorship & Tenure   | 25(1) &<br>(2)                 | Yes                                 |  |  |  |
| 24                      | Meeting of independent directors  | 25(3) &<br>(4)                 | Yes                                 |  |  |  |
| 25                      | Familiarization of independent directors  | 25(7)                          | Yes                                 |  |  |  |
| 26                      | Memberships in Committees   | 26(1)                          | Yes                                 |  |  |  |
| 27                      | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                          | Yes                                 |  |  |  |
| 28                      | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                          | Yes                                 |  |  |  |
| 29                      | Policy with respect to Obligations of directors and senior management   | 26(2) &<br>26(5)               | Yes                                 |  |  |  |
|                         | Any other information to be provided - Add Notes  |                                | •                                   | <u> </u>   |  |  |

|    | Annexure II  |                                  |  |  |  |
|----|--|----------------------------------|--|--|--|
| Ш  | III. Affirmations  |                                  |  |  |  |
| Sr | Particulars  | Compliance status<br>(Yes/No/NA) |  |  |  |
| 1  | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | NA                               |  |  |  |
|    | Any other information to be provided   |                                  |  |  |  |

| Signatory Details     |                   |  |  |  |
|-----------------------|-------------------|--|--|--|
| Name of signatory     | S.Sathyanarayanan |  |  |  |
| Designation of person | Company Secretary |  |  |  |
| Place                 | Coimbatore        |  |  |  |
| Date                  | 12-04-2017        |  |  |  |