



LTI/SE/STAT/2016-17/37

L&T Infotech

January 11, 2017

National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex
Bandra (E), Mumbai- 400 051
NSE Symbol: LTI

The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
BSE Scrip Code: 540005

Dear Sirs,

Sub: Report on Corporate Governance pursuant to Regulation 27(2)(a) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Pursuant to the above, we enclose the Corporate Governance Report for the quarter and nine months ended December 31, 2016.

Kindly take the above intimation on records and acknowledge the receipt of the same.

Thanking You,

Yours sincerely,
For Larsen & Toubro Infotech Limited


 **Rajesh S. Narang**
Company Secretary
FCS 4440



Company Name : LARSEN & TOUBRO INFOTECH LIMITED
 Quarter : DECEMBER 2016

I. Composition of Board of Directors										
Title (Mr. / Ms)	Name of the Director	PAN§	DIN	Category (Chairperson/Executive/Non-Executive/ Independent/ Nominee) &	Date of Appointment in the current term/ cessation	Date of cessation	Tenure* (in years)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity #	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
								(Refer Regulation 25(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)
Mr.	Anilkumar Manibhai Naik	AAAPN6700G	00001514	Non-Executive - Non Independent Director, Chairperson	23-12-1996	-	-	3	0	0
Mr.	Sanjay Jalona	AAKPJ6495N	07256786	Executive Director, CEO & MD	10-08-2015	-	-	1	1	0
Mr.	Sekharipuram Narayanan Subrahmanyam	AMHPS2019N	02255382	Non-Executive - Non Independent Director	10-01-2015	-	-	3	3	1
Mr.	Ramamurthi Shankar Raman	AAFP52542C	00019798	Non-Executive - Non Independent Director	28-10-2015	-	-	6	6	0
Mr.	Sudhir Chaturvedi	AGYPC6578R	07180115	Executive Director	09-11-2016	-	-	1	0	0
Mr.	Aftab Zaid Ullah	AARPU8599D	05165334	Executive Director	09-11-2016	-	-	1	0	0
Mr.	Samir Thakorbbhai Desai	AYKPD1408M	01182256	Non-Executive - Independent Director	01-04-2014	-	3	2	2	0
Mr.	Mukund Manohar Chitale	AABPC3022H	00101004	Non-Executive - Independent Director	01-04-2014	-	3	5	8	4
Ms.	Vedika Bhandarkar	AEUPB2687J	00033808	Non-Executive - Independent Director	16-03-2015	-	5	5	8	2
Mr.	Arjun Gupta	BATPG1033R	07320919	Non-Executive - Independent Director	28-10-2015	-	5	2	0	0
Ms.	Shubhalakshmi Aamod Panse	AFEPP0393L	02599310	Non-Executive - Independent Director	25-10-2016	-	5	5	4	0
Mr.	Sanjeev Aga	AAAPA2497D	00022065	Non-Executive - Independent Director	09-11-2016	-	5	6	6	1

§ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories.

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

Includes No. of Chairmanship in Public Companies.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) §
1. Audit Committee	Mukund Manohar Chitale	Chairperson, Non-Executive - Independent Director
	Samir Thakorbbhai Desai	Member, Non-Executive - Independent Director
	Sekharipuram Narayanan Subrahmanyam	Member, Non-Executive - Non Independent Director
	Vedika Bhandarkar	Member, Non-Executive - Independent Director
		Chairperson, Non-Executive - Independent Director
2. Nomination & Remuneration Committee	Samir Thakorbbhai Desai	Member, Non-Executive - Non Independent Director
	Anilkumar Manibhai Naik	Member, Non-Executive - Independent Director
	Mukund Manohar Chitale	Member, Non-Executive - Non Independent Director
	Sekharipuram Narayanan Subrahmanyam	Member, Non-Executive - Non Independent Director
3. Stakeholders Relationship Committee	Sekharipuram Narayanan Subrahmanyam	Chairperson, Non-Executive - Non Independent Director
	Vedika Bhandarkar	Member, Non-Executive - Independent Director
	Sanjay Jalona	Member, Executive Director
4. Corporate Social Responsibility Committee	Sekharipuram Narayanan Subrahmanyam	Chairperson, Non-Executive - Non Independent Director
	Sanjay Jalona	Member, Executive Director
	Arjun Gupta	Member, Non-Executive - Independent Director

§ Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

Other Committees not disclosed as not part of standard report

For LARSEN & TOUBRO INFOTECH LIMITED

Rajuk S
 Company Secretary



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	Maximum gap between any two consecutive (in number of days)
July 28, 2016	November 9, 2016	103

IV. Meeting of Committees : Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholder Relationship Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee (November 9, 2016)	All members were present	July 28, 2016	103
Nomination & Remuneration Committee (November 9, 2016)	All members were present	-	
Stakeholder Relationship Committee (November 9, 2016)	All members were present	-	
Corporate Social Responsibility Committee (November 9, 2016)	All members were present	-	

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance Status (Yes/ No/ N. A.)	If status is "No", details of Non-Compliance may be given
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	N.A.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations

Affirmation	Yes/ No/ N. A.
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:	Yes
a. Audit Committee	Yes
b. Nomination & remuneration committee	Yes
c. Stakeholders relationship committee	N.A.
d. Risk management committee (applicable to the top 100 listed entities)	Yes
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.	Yes
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.	Yes
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:	
6. Information provided in this report is based upon the disclosures received by us	

For LARSEN & TOUBRO INFOTECH LIMITED

Rajesh S

Rajesh S. Narang
Company Secretary (FCS 4440)
Larsen & Toubro Infotech Limited

