

Sect/4

By E-mail /Courier/ Hand

15 January 2015

The Secretary
The Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata-700001

The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
New Trading Ring, Rotunda Building 1st Floor
P.J.Towers, Dalal Street
Fort, Mumbai 400001

The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G- Block
Bandra Kurla Complex, Bandra (E)
Mumbai-400051

Dear Sir,

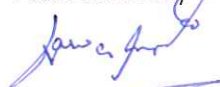
Compliance Report on Corporate Governance
for the quarter ended 31 December 2014

We are pleased to enclose a quarterly Compliance Report on Corporate Governance of our Company along with Annexure 1 containing disclosure on material transactions with related party for the quarter ended 31 December 2014.

This may be treated as compliance with Clause 49 of the Listing Agreement.

Thanking you,

Yours faithfully



Pawan Marda
Asst. Vice President & Company Secretary

Encl:

Quarterly Compliance Report on Corporate Governance

Name of the Company : Linde India Limited
 Quarter ending on : 31 December 2014

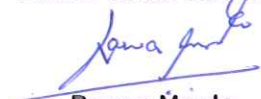
Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49(II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
III. Audit Committee	49(III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of Information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	N.A.	The Company does not have any Subsidiary
VI. Risk Management	49(VI)	Yes	Risk Management Committee not applicable to the Company
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49(VIII)		
(A) Related Party Transactions	49(VIII A)	Yes	Enclosed as per Annexure 1
(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	
(C) Remuneration of Directors	49(VIII C)	Yes	Complied with in the Annual Report 2013



			for the year ended 31 Dec 2013
(D) Management	49 (VIII D)	Yes	Complied with in the Annual Report 2013 for the year ended 31 Dec 2013.
(E) Shareholders	49(VIII E)	Yes	Complied with in the Annual Report 2013 for the year ended 31 Dec 2013
(F) Disclosure of resignation of Directors	49 (VIII F)	N.A.	
(G) Disclosure of formal letter of appointment	49 (VIII G)	Yes	
(H) Disclosure in the Annual Report	49 (VIII H)	Yes	Complied with in the Annual Report 2013 for the year ended 31 Dec 2013
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	N.A.	
IX. CEO/CFO Certification	49(IX)	Yes	Complied with in the Annual Report 2013 for the year ended 31 Dec 2013
X. Report on Corporate Governance	49(x)	Yes	Complied with in the Annual Report 2013 for the year ended 31 Dec 2013
XI. Compliance	49(XI)	Yes	Complied with in the Annual Report 2013 for the year ended 31 Dec 2013

15 Jan 2015
Kolkata

Linde India Limited


Rawan Marda
Asst. Vice President &
Company Secretary

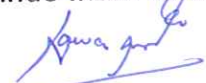
Annexure 1 to Quarterly Compliance Report on Corporate Governance for Q.E. 31/12/2014

Summary of transactions with Linde AG (Unaudited)

Amounts in Rupees million

Related party and nature of relationship	Nature of transactions	Amount for Q4 of 2014	Amount as at 31.12.2014
Linde AG, Germany (Ultimate Holding Company)	Purchase of goods: purchase of equipment/spares for third party projects executed by our engineering division. Purchase of special gases	0.08	5.47
	Purchase of fixed assets: - includes purchase of capital spares, equipment for setting up of major projects	4.91	12.06
	Services received: - Includes monthly IS support service charge, Rental for equipment	43.10	128.53
	Sale of Fixed assets/Spares	55.17	99.86
	Cost recharges recovered - Recharge of personnel cost	15.92	21.89
	Cost recharge received: - Recharge of personnel cost	8.60	16.09
	Borrowings during the year: - external commercial borrowings (ECBs) to fund major project installation	425.34	2,109.31
	Borrowings repaid during the year: - repayment of above ECBs as per payment schedule	-	1,364.13
	Finance cost: - interest cost for above ECBs	167.98	666.32
	Advances paid: - Advances paid for purchase of capital equipment	-	595.21
	Borrowings outstanding	11,510.38	11,510.38

Linde India Limited


Pawan Marda
Asst. Vice President &
Company Secretary