

Sect/103

3 October, 2013

By Courier/ Hand/ E-mail

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,

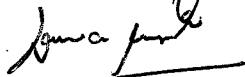
**Compliance Report on Corporate Governance
For the Quarter ended 30 Sept. 2013**

We are pleased to enclose a quarterly Compliance Report on Corporate Governance of our Company for the quarter ended 30 Sept. 2013.

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 ended on : 30 Sept. 2013

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49(I)		
(A) Composition of Board	49(IA)	Yes	Total no. of Directors on Board : 6 No. of Executive Directors : 1 No. of Non Exec. Independent Directors : 3 No. Of other Non- Exec. Directors (including the Chairman) : 2
(B) Non-executive Directors' compensation & disclosures	49(IB)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49(ID)	Yes	Complied with in the Annual Report 2012 for the year ended 31 Dec. 2012.
II. Audit Committee	49(II)		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	
(B) Meeting of Audit Committee	49(IIB)	Yes	
(C) Powers of Audit Committee	49(IIC)	Yes	
(D) Role of Audit Committee	49(II(D)	Yes	
(E) Review of Information by Audit Committee	49(II(E)	Yes	
III. Subsidiary Companies	49(III)	N. A.	The Company does not have any subsidiary.
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49(IVA)	Yes	



(B) Disclosure of Accounting Treatment	49(IVB)	Yes	
(C) Board Disclosures	49(IVC)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	N.A.	
(E) Remuneration of Directors	49(IVE)	Yes	Complied with in the Annual Report 2012 for the year ended 31 Dec. 2012.
(F) Management	49(IVF)	Yes	
(G) Shareholders	49(IVG)	Yes	Complied with in the Annual Report 2012 for the year ended 31 Dec. 2012.
V. CEO/CFO Certification	49(V)	Yes	Complied with in the Annual Report 2012 for the year ended 31 Dec. 2012.
VI. Report on Corporate Governance	49(VI)	Yes	Complied with in the Annual Report 2012 for the year ended 31 Dec. 2012.
VII. Compliance	49(VII)	Yes	Complied with in the Annual Report 2012 for the year ended 31 Dec. 2012.

3 October 2013
Kolkata

Linde India Limited


Pawan Marda
 Asst. Vice President &
 Company Secretary