

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: Linde India Limited
2. Quarter ending: 30 June 2019

I. Composition of Board of Directors										
(Mr./Ms.)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson /Executive/ Non-Executive/ independent /Nominee) ⁶	Date of Birth	Date of Appointment in the Current term/Date of re-appointment /Date of cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Reg.17A (1) of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (Refer Reg.17A(1) of Listing Regulations)	No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Reg. 26(1) of Listing Regulations)#	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Reg. 26(1) of Listing Regulations) #
Mr.	Robert John Hughes	PAN - N.A. DIN - 08493540	Non-Executive	07/11/1962	28/06/2019	N.A.	1	0	0	0
Mr.	Abhijit Banerjee	PAN - ACWPB2656H DIN - 08456907	Executive - Managing Director	06/12/1967	07/06/2019	N.A.	1	0	Stakeholder - 1	0
Ms.	Desiree Co. Bacher	PAN - N.A. DIN- 07097389	Non-Executive	16/09/1971	17/02/2015	N.A.	1	0	0	0
Mr.	Arun Balakrishnan	PAN - ABVPB1917F DIN - 00130241	Non-Executive - Independent	25/07/1950	01/10/2014	Appointed for a term of 5 consecutive years w.e.f. 01/10/2014	3 [^]	3	Audit - 6 Stakeholder - 1	Audit - 3 Stakeholder - 1
Mr.	Jyotin Kantilal Mehta	PAN - AAHPM2575M DIN - 00033518	Non-Executive - Independent	16/02/1958	01/10/2014	Appointed for a term of 5 consecutive years w.e.f. 01/10/2014	3 [^]	3	Audit - 5 Stakeholder - 2	Audit - 4 Stakeholder-0
Ms.	Shalini Sarin	PAN - ABKPS6867L DIN - 06604529	Non-Executive - Independent	15/06/1965	10/07/2018	Appointed for a term of 5 consecutive years w.e.f. 10/07/2018	2 [^]	2	Audit - 1	0



Mr.	Moloy Banerjee	PAN - ACVPB9297R DIN - 00273101	Executive - Managing Director	11/08/1966	30/07/2013 30/07/2016 07/06/2019	N.A.	1 [*]	0	Stakeholder - 1	0
Mr.	Sanjiv Lamba	PAN - ABCPL6646A DIN - 00320753	Non-Executive Chairman	12/09/1964	07/06/2005 17/05/2019	N.A.	1	0	Audit - 1	0

Includes committee position in listed & unlisted public limited companies.

^ Excludes directorships in unlisted public limited and private limited companies.

\$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 separating them with hyphen

*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.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Chairman/Independent)
Audit Committee	Mr. Jyotin Mehta	Chairman/Independent
	Mr. Arun Balakrishnan	Independent
	Dr. Shalini Sarin	Independent
Nomination & Remuneration Committee	Mr. Arun Balakrishnan	Chairman/Independent
	Mr. Jyotin Mehta	Independent
	Ms. Desiree Co Bacher	Non-Executive
Risk Management Committee (if applicable)	Mr. Arun Balakrishnan	Chairman/Independent
	Mr. Jyotin Mehta	Independent
	Mr. Abhijit Banerjee	Executive
Stakeholders' Relationship Committee	Mr. Arun Balakrishnan	Chairman/Independent
	Mr. Jyotin Mehta	Independent
	Mr. Abhijit Banerjee	Executive

&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

III. Meeting of Board of Directors

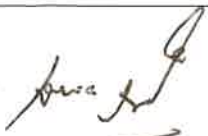
Date(s) of Meeting (if any) in the previous quarter (January - March 2019)	Date(s) of Meeting (if any) in the relevant quarter (April - June 2019)	Maximum gap between any two consecutive meetings in number of days
19 February 2019 22 March 2019	13 May 2019 6 June 2019	51 (Fifty-One)

IV. Meeting of Committees


Date(s) of meeting of the committee in the relevant quarter (April - June 2019)	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter (January - March 2019)	Maximum gap between any two consecutive meetings in number of days*
Audit Committee			
13 May 2019 6 June 2019	Yes (3 members were present) Yes (All members were present)	19 February 2019	82 (Eighty-Two)



Nomination & Remuneration Committee			
6 June 2019	Yes (All members were present)	Nil	Not Applicable
Stakeholders Relationship Committee			
6 June 2019	Yes (All members were present)	Nil	Not Applicable
Corporate Social Responsibility Committee			
Nil	Not Applicable	22 March 2019	Not Applicable
*This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.			

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
There were no material transactions with any Related Party for the period April - June 2019.	
Note 1 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. 2 If status is "No" details of non-compliance may be given here.	
VI. Affirmations	
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 b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee 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 have been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: The Compliance Report on Corporate Governance for the quarter ended 31 March 2019 was placed and noted by the Board of Directors at its meeting held on 13 May 2019.	
 Pawan Marda Asst. Vice President & Company Secretary	

**Compliance Report on Corporate Governance for
six months period ended 30 June 2019**

I. Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) ^{refer note below}
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 [for the year ended 31 December 2018]
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>1. 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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
 <p>Pawan Marda Asst. Vice President & Company Secretary</p>		