



**Quarterly Compliance Report on Corporate Governance**

1. Name of Listed Entity: Linde India Limited
2. Quarter ending: 30 September 2023

I. Composition of Board of Directors										
(Mr./Ms.)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>§</sup>	Date of Birth	Date of Initial Appointment /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) <sup>#</sup>	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Reg. 26(1) of Listing Reg. <sup>#</sup>
Mr.	Michael James Devine	PAN - N.A. DIN - 10042702	Non-Executive Non-Independent (Chairperson)	11/10/1968	15/02/2023	N.A.	1	0	Audit - 1	0
Mr.	Abhijit Banerjee	PAN - ACWPB2656H DIN - 08456907	Executive - Managing Director	06/12/1967	07/06/2019 07/06/2022	N.A.	1	0	Stakeholder - 1	0
Mr.	Arun Balakrishnan	PAN - ABVPB1917F DIN - 00130241	Non-Executive - Independent	25/07/1950	01/10/2014 01/10/2019	108 months; Appointed for a term of 5 consecutive years w.e.f. 01/10/2019	1 <sup>^</sup>	1	Audit - 3 Stakeholder - 1	Audit - 1 Stakeholder - 1
Mr.	Jyotin Kantilal Mehta	PAN - AAHPM2575M DIN - 00033518	Non-Executive - Independent	16/02/1958	01/10/2014 01/10/2019	108 months; Appointed for a term of 5 consecutive years w.e.f. 01/10/2019	4 <sup>^</sup>	4	Audit - 7 Stakeholder - 2	Audit - 5 Stakeholder - 1
Ms.	Shalini Sarin	PAN - ABKPS6867L DIN - 06604529	Non-Executive - Independent	15/06/1965	10/07/2018 10/07/2023	62 months; Appointed for a term of 5 consecutive years w.e.f. 10/07/2023	5 <sup>^</sup>	5	Audit - 2	0
Ms.	Mannu Sanganeria	PAN - ATBPS8221R DIN - 09243027	Non-Executive Non-Independent	25/02/1976	29/07/2021	N.A.	1	0	0	0

# Includes committee position in listed & unlisted public limited companies.

<sup>^</sup> Excludes directorships in unlisted public limited and private limited companies.

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<sup>§</sup>Category of director means executive/non-executive/independent/nominee. If a Director fits into more than one category write all categories separating with hyphen

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

**Note:** Passing of Special Resolution under Regulation 17 (1A) of Listing Regulations, 2015 - Not Applicable

**Registered Office**

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II. Composition of Committees			
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non- Executive/independent/Nominee) <sup>§</sup>	Date of Appointment
Audit Committee	Mr. Jyotin Mehta	Chairman/Independent	19/11/2001
	Mr. Arun Balakrishnan	Independent	09/02/2012
	Dr. Shalini Sarin	Independent	23/07/2018
	Mr. Michael James Devine	Non-Executive (Non-Independent)	20/03/2023
Nomination & Remuneration committee	Mr. Arun Balakrishnan	Chairman/Independent	09/02/2012
	Mr. Jyotin Mehta	Independent	18/10/2011
	Mr. Michael James Devine	Non-Executive (Non-Independent)	20/03/2023
Risk Management Committee	Mr. Arun Balakrishnan	Chairman/Independent	22/03/2019
	Mr. Jyotin Mehta	Independent	22/03/2019
	Mr. Abhijit Banerjee	Executive (Managing Director)	07/06/2019
Stakeholders' Relationship Committee	Mr. Arun Balakrishnan	Chairman/Independent	23/07/2018
	Mr. Jyotin Mehta	Independent	08/10/2004
	Mr. Abhijit Banerjee	Executive (Managing Director)	07/06/2019
Corporate Social Responsibility Committee	Dr. Shalini Sarin	Chairperson/Independent	23/07/2018
	Mr. Arun Balakrishnan	Independent	07/02/2014
	Mr. Abhijit Banerjee	Executive (Managing Director)	07/06/2019



<sup>§</sup>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 (Apr – Jun '23)	Date(s) of Meeting (if any) in the relevant quarter (Jul – Sept'23)	Whether requirement of Quorum met (details)	No. of Directors present	No. of Independent Directors present	Maximum gap between any two consecutive meetings in no. of days
23 May 2023	8 August 2023	Yes (All members present)	Six	Three	76 (Seventy -Six)

IV. Meeting of Committees					
Date(s) of meeting of the committee in the previous quarter (Apr – Jun '23)	Date(s) of Meeting of the committee in relevant quarter (Jul – Sept'23)	Whether requirement of Quorum met (details)	No. of Directors present	No. of Independent Directors present	Maximum gap between any two consecutive meetings in no. of days*
<b>Audit Committee</b>					
23 May 2023	8 August 2023	Yes (All members present)	Four	Three	76 (Seventy -Six)
<b>Nomination &amp; Remuneration Committee</b>					
22 May 2023	Nil	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Stakeholders Relationship Committee</b>					
22 May 2023	Nil	Not Applicable	Not Applicable	Not Applicable	Not Applicable
<b>Corporate Social Responsibility Committee</b>					
22 May 2023	8 August 2023	Yes (All members present)	Three	Two	Not Applicable
<b>Risk Management Committee</b>					
Nil	8 August 2023	Yes (All members present)	Three	Two	Not Applicable



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



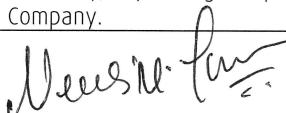
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA) refer note below</b>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N/A	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
There were no related party transactions during the period 1 July 2023 – 30 September 2023, which are material in nature.			
<b>Note</b>			
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.			
<b>VI. Details of Cyber Security Incidence</b>			
Whether as per Regulation 27(2) (ba) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter?			No
Date of the event	Not Applicable	Brief details of the event	Not Applicable
<b>VII. Affirmations</b>			
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. – <b>Yes</b>			
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - <b>Yes</b>			
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. - <b>Yes</b>			
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. - <b>Yes</b>			
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: <b>The Compliance Report on Corporate Governance for the quarter ended 30 June 2023 was placed and noted by the Board of Directors at its meeting held on 8 August 2023.</b>			
 Amit Dhanuka Company Secretary			
			



**Compliance Report on Corporate Governance for six months period ended 30 September 2023**

I. Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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
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
Presence of Chairperson of the Stakeholders' Relationship Committee at the Annual General Meeting	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A (1)	Yes
Submission of Annual Secretarial Compliance Report	24A (2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></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>		
<div style="text-align: center;">  </div> <div style="display: flex; align-items: center;">  <div> <p><b>Amit Dhanuka</b> Company Secretary</p> </div> </div>		



Additional Half Yearly Disclosure			
<b>I. Disclosure of Loans / guarantees / comfort letters / securities etc.</b>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:</b>			
Entity	Aggregate amt. advanced during six months	Balance outstanding at the end of six Months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
<b>(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amt. of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them		0.00	0.00
Promoter Group or any other entity controlled by them		0.00	0.00
Directors (including relatives) or any other entity controlled by them		0.00	0.00
KMPs or any other entity controlled by them		0.00	0.00
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		0.00	0.00
Promoter Group or any other entity controlled by them		0.00	0.00
Directors (including relatives) or any other entity controlled by them		0.00	0.00
KMPs or any other entity controlled by them		0.00	0.00
<b>II. Affirmations:</b>			
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the Company.			
 <b>Neeraj Kumar Jumrani</b> Chief Financial Officer		