

Annexure - XI**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company: BASF India Limited

Quarter Ending on: September 30, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)	Yes	
(A) Composition of Board	49 (IIA)	Yes	Complied
(B) Independent Directors	49 (IIB)	Yes	Complied
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Complied
(D) Other provisions as to Board and Committees	49 (IID)	Yes	Complied
(E) Code of Conduct	49 (IIE)	Yes	Complied
(F) Whistle Blower Policy	49 (IIF)	Yes	Complied
III. Audit Committee	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	Complied
(B) Meeting of Audit Committee	49 (IIIB)	Yes	Complied
(C) Powers of Audit Committee	49 (IIIC)	Yes	Complied
(D) Role of Audit Committee	49 (IIID)	Yes	Complied
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	Complied
IV. Nomination and Remuneration Committee	49 (IV)	Yes	Complied
V. Subsidiary Companies	49 (V)	N.A.	As there are no Subsidiary Companies, the said clause is not applicable
VI. Risk Management	49 (VI)	Yes	Clause 49(VI)(A) and (B) complied. Please note that constitution of Risk Management Committee is not applicable to the Company
VII. Related Party Transactions	49 (VII)	Yes	Provisions of Clause 49(VII) have been complied. Further, the Company has obtained the approval of the non-related shareholders with requisite majority for entering into transactions with material related parties viz., BASF South East Asia Pte. Limited, BASF Belgium Co-ordination Centre and BASF SE upto such maximum amount as stated in the Notice of the Annual General Meeting of the Company held on 20 th August, 2015.

VIII. Disclosures	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	Company has obtained the approval of the Shareholders on the Material Related Party Transactions at the Annual General Meeting of the Company held on 20 th August, 2015.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Complied
(C) Remuneration of Directors	49 (VIII C)	Yes	Complied
(D) Management	49 (VIII D)	Yes	Complied
(E) Shareholders	49 (VIII E)	Yes	Complied
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	Not Applicable
IX. CEO/CFO Certification	49 (IX)	Yes	CEO/CFO certification will form part of the Annual Report of the Company for the year ended 31 st March 2016.
X. Report on Corporate Governance	49 (X)	Yes	Report on Corporate Governance will form part of the Annual Report of the Company for the year ended 31 st March 2016.
XI. Compliance	49 (XI)	Yes	Compliance Certificate will form part of the Annual Report of the Company for the year ended 31 st March 2016.