

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : BMW INDUSTRIES LTD
 QUARTER ENDING ON : 31.12.2014

Particulars	Clause of Listing agreement	Com-pliance Status - Yes/No	Remarks
I. Board of Directors - 49(I)			--
⇒ (A) Composition of Board	49(I) (A)	YES	--
⇒ (B) Non executive directors' compensation and disclosures	49(I) (B)	YES	Non-executive directors are paid sitting fees within the limit prescribed
⇒ (C) Other provisions as to Board and committees	49(I) (C)	YES	--
⇒ (D) Code of Conduct	49(I) (D)	YES	--
II. Audit Committee: 49(II)			--
⇒ (A) Qualified and Independent Audit Committee	49(II) (A)	YES	Chairman of the Audit Committee is an Independent Director
⇒ (B) Meeting of Audit Committee	49(II) (B)	YES	--
⇒ (C) Powers of Audit Committee	49(II) (C)	YES	--
⇒ (D) Role of Audit Committee	49(II) (D)	YES	--
⇒ (E) Review of Information by the Audit committee	49(II) (E)	YES	--
III. Subsidiary Companies - 49(III)	49(III)	N.A	SBSCL is a wholly owned non-listed subsidiary company.
IV. Disclosures: 49(IV)			
⇒ (A) Basis of related party transactions	49(IV A)	YES	--
⇒ (B) Disclosure of Accounting treatment	49(IV B)	YES	--
⇒ (C) Board disclosures	49(IV C)	YES	--
⇒ (D) Proceeds from Public issues, Rights issues, Preferential issues etc.,	49(IV D)	YES	--
⇒ (E) Remuneration of Directors	49(IV E)	YES	--
⇒ (F) Management	49(IV F)	YES	--
⇒ (G) Shareholders	49(IV G)	YES	--
V. CEO/CFO Certification- 49 (V)	49(V)	YES	--
VI. Report on Corporate Governance -49 (VI)	49(VI)	YES	--
VII. Compliance - 49 (VII)	49(VII)	N.A	--

SD/-
 (Namrata Modi)
 Company Secretary