

## QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Company : BMW Industries Limited  
 Quarter ending on : 31<sup>st</sup> March, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
<b>II. Board of Directors</b>	49(II)		NIL
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(II B)	Yes	
(C) Non-executive Directors' Compensation & disclosures	49(II C)	Yes	
(D) Other provisions as to Board and Committees	49(II D)	Yes	
(E) Code of Conduct	49(II E)	Yes	
(F) Whistle Blower Policy	49(II F)	Yes	
<b>III. Audit Committee</b>	49(III)		NIL
(A) Qualified & Independent Audit Committee	49(III A)	Yes	
(B) Meeting of Audit Committee	49(III B)	Yes	
(C) Powers of Audit Committee	49(III C)	Yes	
(D) Role of Audit Committee	49(III D)	Yes	
(E) Review of Information by Audit Committee	49(III E)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49(V)	Yes	NIL
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49(VIII)		NIL
(A) Related Party Transactions	49(VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49(VIII B)	N.A	
(C) Remuneration of Directors	49(VIII C)	Yes	
(D) Management	49(VIII D)	Yes	
(E) Shareholders	49(VIII E)	Yes	
(I) Proceeds from public issues, rights issue, preferential issues, etc	49(VIII I)	N.A.	
<b>IX. CEO/CFO Certification</b>	49(IX)	Yes	NIL
<b>X. Report on Corporate Governance</b>	49(X)	Yes	NIL
<b>XI. Compliance</b>	49(XI)	Yes	NIL