

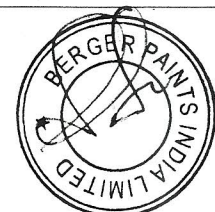


## Quarterly Compliance Report on Corporate Governance

Name of the Company: **BERGER PAINTS INDIA LIMITED**

Quarter ending on: **MARCH 31<sup>st</sup>, 2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>			
(A) Composition of Board	49 (IIA)	YES	--
(B) Independent Directors	49 (IIB)	YES	--
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	--
(D) Other provisions as to Board and Committees	49 (IID)	YES	--
(E) Code of Conduct	49 (IIE)	YES	--
(F) Whistle Blower Policy	49 (IIF)	YES	Disclosed in the Company's website.
<b>III. Audit Committee</b>			
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	--
(B) Meetings of Audit Committee	49 (IIIB)	YES	--
(C) Powers of Audit Committee	49 (IIIC)	YES	--
(D) Role of Audit Committee	49 (IIID)	YES	--
(E) Review of Information by Audit Committee	49 (IIIE)	YES	--
<b>IV. Nomination and Remuneration Committee</b>			
	49 (IV)	YES	--
<b>V. Subsidiary Companies</b>			
	49 (V)	YES	--
<b>VI. Risk Management</b>			
	49 (VI)	YES	--
<b>VII. Related Party Transactions</b>			
	49 (VII)	YES	--
<b>VIII. Disclosures</b>			
(A) Related Party Transactions	49 (VIII A)	YES	Will be disclosed in the Annual Report.
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Will be disclosed in the Annual Report.
(C) Remuneration of Directors	49 (VIII C)	YES	Will be disclosed in the Annual Report.
(D) Management	49 (VIII D)	YES	Will be disclosed in the Annual Report.
(E) Shareholders	49 (VIII E)	YES	Will be disclosed in the Annual Report.
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	YES	--
<b>IX. CEO / CFO Certification</b>			
	49 (IX)	YES	--
<b>X. Report on Corporate Governance</b>			
	49 (X)	YES	Will be disclosed in the Annual Report.
<b>XI. Compliance</b>			
	49 (XI)	YES	--



**BERGER PAINTS INDIA LIMITED**

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