

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY - INSILCO LIMITED
 QUARTER ENDING ON - 31ST MARCH 2015

S. NO.	PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIANCE STATUS (YES/NO)	REMARKS
II.	Board of Directors	49(II)		
	(A) Composition of Board	49(IIA)	Yes	-
	(B) Independent Directors	49(IIIB)	Yes	-
	(C) Non-executive Directors' compensation & disclosures	49(IIIC)	Yes	-
	(D) Other provisions as to Board and Committees	49(IIID)	Yes	-
	(E) Code of Conduct	49(IIIE)	Yes	-
	(F) Whistle Blower Policy	49(IIIF)	Yes	-
III.	Audit Committee	49(III)		
	(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	-
	(B) Meeting 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	-
IV.	Nomination and Remuneration Committee	49(IV)	Yes	-
V.	Subsidiary Companies	49 (V)	N.A.	-
VI.	Risk Management	49(VI)	Yes	-
VII.	Related Party Transactions	49(VII)	Yes	-
VIII.	Disclosures	49 (VIII)		
	(A) Related party transactions	49 (VIII A)	Yes	-
	(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
	(C) Remuneration of Directors	49 (VIII C)	Yes	Has been complied in last Annual Report and will be complied in next Annual Report.


**Insilco Limited**

"The Corenthum"
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 Noida 201309, Uttar Pradesh
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 E-mail : insilco@evonik.com
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 CIN : L34102UP1988PLC010141

	(D) Management	49 (VIII D)	Yes	Has been complied in last Annual Report and will be complied in next Annual Report.
	(E) Shareholders	49 (VIII E)	Yes	Will be complied in the next Annual Report
	(F) Proceeds from public issues, rights issues, preferential issues, etc.	49 (VIII F)	N.A.	-
IX	CEO/ CFO Certification	49 (IX)	Yes	Has been complied in last Annual Report and will be complied in next Annual Report.
X	Report on Corporate Governance	49 (X)	Yes	
XI	Compliance	49 (XI)	Yes	Has been complied in last Annual Report and will be complied in next Annual Report.

For Insilco Limited



Brijesh Arora
Joint Managing Director
 DIN: 00952523



Add: C-2/11, Janakpuri
New Delhi - 110058

Place: Noida
Date: 9th April, 2015

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