

INSILCO LIMITED

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

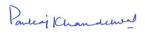
NAME OF THE COMPANY QUARTER ENDING ON

INSILCO LIMITED

31ST DECEMBER 2014

S. NO.	PARTICULARS	CLAUSE OF LISTING AGREEMENT	COMPLIAN CE STATUS (YES/NO)	REMARKS
II.	Board of Directors	49(II)		
	(A) Composition of Board	49(IIA)	Yes	-
	(B) Independent Directors	49(IIB)		
	(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)		
III.	Audit Committee	49(III)		-
1	(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)		
V.	Subsidiary Companies	49 (V)	N.A.	-
VI.	Risk Management	49(VI)		
VII.	Related Party Transactions	49(VII)		
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"
Office No. 2312, 3rd Floor,
2nd Lobe, Tower-A,
A-41, Sector-62
Noida 201309, Uttar Pradesh
India

Phone : +91 120 4307910-12 Fax : +91 120 4165888 E-mail : insilco@evonik.com Web : www.insilcoindia.com

www.evonik.com : L34102UP1988PLC010141 CIN



	(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	- Antitual Report.
	(F)Disclosure of Resignation of Directors	49 (VIII F)	Yes	-
	(G) Disclosure of Formal Letter of Appointment	49 (VIII G)	Yes	-
	(H) Disclosure in the Annual Report	49 (VIII H)	Yes	-
	(I) Proceeds from public issues, rights issues, preferential issues, etc.	49 (VIII I)	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	Has been complied in last Annual Report and will be complied in next Annual Report.
XI	Compliance	49 (XI)	Yes	Has been complied in last Annual Report and will be complied in next Annual Report.

For Insilco Limited

Pankaj Khandelwal Managing Director

Place: Noida

Date: 12th January 2015



Insilco Limited

"The Corenthum"
Office No. 2312, 3rd Floor,
2nd Lobe, Tower-A,
A-41, Sector-62
Noida 201309, Uttar Pradesh

Phone : +91 120 4307910-12 Fax : +91 120 4165888 E-mail : insilco@evonik.com Web : www.insilcoindia.com www.evonik.com CIN : L34102UP1988PLC010141