

3M India Limited
CIN: L31300KA1987PLC013543

Concorde Block, UB City
24, Vittal Mallya Road,
Bangalore - 560 001
Phone: 080-6659 5455
Fax: 080-2223 1450
Website: www.3m.com/in
E-Mail: vsrinivasan@mmm.com



October 13, 2015

The Corporate Relationship Department
Bombay Stock Exchange Limited,
1st Floor, New Trading Ring, Rotunda Building
P.J. Towers, Dalal Street, Fort
Mumbai - 400 001

Scrip Code - 523395

The Secretary
National Stock Exchange of India Limited
Exchange Plaza, Bandra - Kurla Complex
Bandra (E), Mumbai - 400 051

Scrip Code - 3MIndia

Dear Sir/s,

Re: COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT FOR THE QUARTER ENDING SEPTEMBER 30, 2015.

We furnish the following report on the quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing agreement for the quarter ending September 30, 2015.

Name of the Company : 3M INDIA LIMITED

Compliance officer : Mr. V.SRINIVASAN
Company Secretary

Particulars	Clause of Listing Agreement	Compliance status	Remarks
II. Board of Directors	49 II		
A) Composition of Board	49 (II A)	Yes	Reported in the Annual Report for the year 2014-15.
B) Independent Directors	49 (II B)	Yes	The IDs as per Section 149(6) of the Companies Act, 2013 have been appointed by the Board and have also been approved by the shareholders at AGM held on August 4, 2015. The Company has already issued formal letter of appointments to all the IDs. The Company has already constituted Nomination Committee and has complied with the performance evaluation of the Board and

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			also of individual Directors for the FY 2014-15. The Company has also complied with separate Meeting of the IDs during the year 2014-15.
C) Non-executive Directors' compensation & disclosures	49 (II C)	YES	Reported in the Annual Report for the year 2014-15.
D) Other provisions as to Board and Committees	49 (II D)	YES	
E) Code of Conduct	49 (II E)	YES	Annual affirmation of compliance with the Code of Conduct by Board Members and Senior Management for the year 2014-15 obtained. Declaration to that effect made in the Annual Report for the year 2014-15.
F) Whistle Blower Policy	49(II F)	YES	
III. Audit Committee	49 III		
A) Qualified & Independent Audit Committee	49 (III A)	YES	Reported in the Annual Report for the year 2014-15.
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	
IV. Nomination & Remuneration Committee	49(IV)	YES	
V. Subsidiary Companies	49 (V)	Not Applicable	Not Applicable
VI. Risk Management	49(VI)	YES	The Company has a Risk Management Policy in place. Sub Clause pertaining to formation of Risk Management Committee is



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			not applicable to the Company, as the Company does not fall in the top 100 listed companies by market capitalization as at the end of the immediate previous financial year. The Company has a Risk Management Committee in place with the Whole-time Directors and the Leadership Team as its members
VII. Related Party Transactions	49(VII)	YES	The Company has obtained shareholders' approval for the estimated material related party transactions for the year 2015-16 at the AGM held on August 4, 2015.
VIII. Disclosures	49 (VIII)		
(A) Related party Transactions	49 (VIII A)	YES	Policy on Material related transactions has been disclosed in the website. The details of estimated value of transactions with 3M Company USA for the FY 2015-16 as approved by the shareholders at the AGM held on August 4, 2015 and actuals up to September 30, 2015 is given below.
(B) Disclosure of Accounting Treatment	49 (VIII B)	YES	Reported in the Annual Report for the year 2014-15.
(C) Remuneration of Directors	49 (VIII C)	YES	
(D) Management	49 (VIII D)	YES	
(E) Shareholders	49 (VIII E)	YES	
(F) Proceeds from public issues, rights issue, preferential issues etc.,	49 (VIII F)	Not Applicable	Not Applicable

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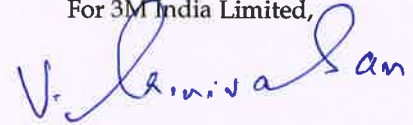
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IX. CEO / CFO Certification	49 (IX)	YES	Reported in the Annual Report for the year 2014-15.
X. Report on Corporate Governance	49 (X)	YES	Reported in the Annual Report for the year 2014-15.
XI. Compliance	49 (XI)	YES	Reported in the Annual Report for the year 2014-15.

Thanking you,

Yours faithfully,
For 3M India Limited,



(V. Srinivasan)
Company Secretary

Encl: as above

Rs. in crores

Sl No.	Nature of Transactions	Approved estimated value of Transactions per annum for the Financial year 2015-16	Actuals from April 1, 2015 to September 30, 2015
INCOME			
1.	Income from Contract Research	31.69	12.72
2.	Sale of Goods	1.72	1.68
3.	Re-charge of expenses	21.00	5.19
	Total	54.41	19.59
EXPENDITURE			
1.	Purchases of Materials	390.37	142.24
2.	Royalty	22.25	11.60
3.	Re-charge of expenses	0.90	0.13
4.	Corporate Management Fee	66.36	34.87
	Total	479.88	188.84



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