

Dt.: 13<sup>th</sup> July 2015

1. Listing Department (Fax : 022-22723719 /22722037/  
Bombay Stock Exchange Limited 22722041 /22722061/  
Phiroze Jeejeebhoy Towers 22722039 /22658121)  
Dalal Street, Mumbai 400001
2. Listing Department (Fax : 022-26598237/26598238)  
National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor  
Plot No. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (East), Mumbai 400051

**Subject: Corporate Governance Compliance Report for the Quarter ending 30<sup>th</sup>  
June 2015**

Dear Sir(s),


Pursuant to Clause 49 of the Listing Agreement, please find enclosed herewith Corporate Governance Compliance Report of the Company for the quarter ended 30<sup>th</sup> June, 2015.

Regards,

Yours truly,

For **Federal-Mogul Goetze (India) Limited**

  
Dr. Khalid Iqbal Khan  
**Whole-time Director- Legal & Company Secretary**

 Encl: As above

- CC: 1. National Securities Depository Limited  
Trade Word, 4<sup>th</sup> Floor  
Kamala Mills Compound  
Senapati Bapat Marg  
Lower Parel, Mumbai 400 013
2. Central Depository Services [India] Limited  
Phiroze Jeejeebhoy Towers  
28th Floor, Dalal Street  
Mumbai 400 023

Federal-Mogul Goetze (India) Ltd.

Regd. Office : G-4, J.R. Complex, Gate No.- 4, Mandoli, Delhi - 110093  
Tel. : +91.11.30781090, Fax : +91.11.30781091

Corporate Identity Number: L74899DL1954PLC002452

Corporate Office : Paras Twin Towers, 10th Floor, Tower B, Sector 54, Golf Course Road, Gurgaon - 122 002  
Tel. : +91.124.4784530, Fax : +91.124.4292840

FEDERAL-MOGUL GOETZE (INDIA) LIMITED REPORT ON CORPORATE GOVERNANCE QUARTER ENDING ON: 30 <sup>TH</sup> JUNE, 2015			
Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49 (II)		
(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	
<b>III. Audit Committee</b>	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	
<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>	49 (VIII)	YES	
(A) Related party transactions	49 (VIIIA)	YES	
(B) Disclosure of Accounting Treatment	49 (VIIIB)	YES	
(C) Remuneration of Directors	49 (VIIIC)	YES	
(D) Management	49 (VIIID)	YES	
(E) Shareholders	49 (VIIIE)	YES	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIIIF)	YES	
<b>IX. CEO/CFO Certification</b>	49 (IX)	YES	
<b>X. Report on Corporate Governance</b>	49 (X)	YES	
<b>XI. Compliance</b>	49 (XI)	YES	

For Federal-Mogul Goetze (India) Limited

  
(Dr. Khalid Iqbal Khan)

Whole-time Director-Legal & Company Secretary

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