



GOETZE INDIA  
Dt.: 8<sup>th</sup> July, 2014

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, 5<sup>th</sup> Floor  
Plot No. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (East), Mumbai 400051

**Subject: Corporate Governance Compliance Report for the Quarter ended 30<sup>th</sup> June, 2014**

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, 2014.

Regards,

Yours truly,

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

**Khalid Khan  
Company Secretary**

Encl. : As above.

CC: 1. National Securities Depository Limited  
Trade World, 4th 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) Limited**

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, www.federalmogulgoetze.com.



**FEDERAL-MOGUL GOETZE (INDIA) LIMITED**  
**REPORT ON CORPORATE GOVERNANCE**  
**FOR THE QUARTER ENDED 30TH JUNE , 2014**

Particulars	Clause of Listing Agreement	Compliance Status	Remarks
<b>1. Board of Directors</b>	<b>49 I</b>		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation	49(IB)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
<b>2. Audit Committee</b>	<b>49 II</b>		
(A) Qualified and Independent Audit Committee	49(IIA)	Yes	
(B) Meeting of Audit Committee	49(II B)	Yes	
(C) Power of Audit Committee	49(II C)	Yes	
(D) Role of Audit Committee	49(II D)	Yes	
(E) Review of Information by Audit Committee	49(II E)	Yes	
<b>3. Subsidiary Companies</b>	<b>49(III)</b>	Yes	
<b>4. Disclosures</b>	<b>49(IV)</b>		
(A) Basis of related party transactions	49(IV A)	Yes	
(B) Disclosure of Accounting Treatment	49(IV B)	Yes	Will be complied in the next annual report
(C) Board Disclosures	49(IV C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IV D)	Yes	
(E) Remuneration of Directors	49(IV E)	Yes	Will be complied in the next annual report
(F) Management	49(IV F)	Yes	Will be complied in the next annual report
(G) Shareholders	49(IV G)	Yes	
<b>V. CEO/CFO Certification</b>	<b>49(V)</b>	Yes	Will be complied in the next annual report
<b>VI. Report on Corporate Governance</b>	<b>49(VI)</b>	Yes	Will be complied in the next annual report
<b>VII. Compliance</b>	<b>49(VII)</b>	Yes	Will be complied in the next annual report

For Federal-Mogul Goetze (India) Limited

Khalid Khan  
 Company Secretary

