

Date: 20th September, 2018

1. Listing Department (Fax: 022-22723719 /22722037/
BSE 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: Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 - Outcome of 63rd Annual General Meeting

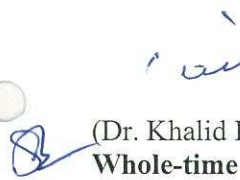
Dear Sir/ Ma'am,

Pursuant to Regulation 30 of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the proceedings of the 63rd Annual General Meeting of the Company held on Thursday, 20th September, 2018 at 11:00 a.m. at Hotel Maple Emerald, Crystal Hall, National Highway-8, Rajokri, New Delhi-110038.

Thanking you,

Yours faithfully,

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


(Dr. Khalid Iqbal Khan)

Whole-time Director-Legal & Company Secretary

Encl.: As above

CC:

National Securities Depository Limited
Trade World, 4th Floor
Kamala Mills Compound
Lower Parel, Mumbai 400 013

Central Depository Services (India) Limited
Phiroze Jeejeebhoy Towers
28th Floor, Dalal Street
Mumbai 400 023

PROCEEDINGS OF THE 63RD ANNUAL GENERAL MEETING OF THE MEMBERS OF FEDERAL-MOGUL GOETZE (INDIA) LIMITED HELD ON THURSDAY, THE 20TH DAY OF SEPTEMBER, 2018 AT 11.00 A.M. AT HOTEL MAPPLE EMERALD, CRYSTAL HALL, NATIONAL HIGHWAY-8, RAJOKRI, NEW DELHI-110038

Present:

Mr. K. N. Subramaniam	- Chairman & Independent Director
Mr. Vinod Kumar Hans	- Whole-time Managing Director
Mr. Manish Chadha	- Chief Financial Officer & Finance Director
Dr. Khalid Iqbal Khan	- Whole-time Director-Legal & Company Secretary
Mr. Rajesh Sinha	- Whole-time Director
Mr. Mukul Gupta	- Independent Director

Quorum:

After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting to order.

Mr. K. N. Subramaniam, Chairman, welcomed the Members to the Meeting and gave a brief introduction of the Directors present. The Chairman thereafter read out his address to the Shareholders.

Notice:

The notice convening the 63rd Annual General Meeting, having been already circulated, was taken as read with the permission of the members present.

The Chairman presented his speech and addressed the queries of the shareholders. Thereafter, he announced the poll as per the terms of the Companies Act, 2013 and the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015.

The Chairman informed that the Board had appointed Mr. Sanjay Grover, Company Secretary in practice as Scrutinizer to execute the poll process. Thereafter, he appointed Mr. Abhishek Bansal as second Scrutinizer representing shareholders under the provisions of Secretarial Standard – 2 issued by The Institute of Company Secretaries of India.

The shareholders cast their votes in respect of following Agenda items:-

ORDINARY BUSINESS

- ITEM NO. 1:** To receive, consider and adopt the Audited financial statements including Consolidated financial statements of the Company for the financial year ended 31st March, 2018 and Reports of the Directors' and Auditors' thereon.
- ITEM NO. 2:** To appoint a Director in place of Mr. Sunit Kapur (DIN: 03435110) who retires by rotation and being eligible, offers herself for re-appointment.



ITEM NO. 3: To appoint a Director in place of Mr. Vinod Kumar Hans (DIN: 03328309) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

ITEM NO. 4: Ratification of Remuneration to Cost Auditor for the financial year 2018-19

ITEM NO. 5: Re-appointment of Dr. Khalid Iqbal Khan (DIN: 05253556) as Whole-time Director – Legal & Company Secretary, of the Company

On the basis of Scrutinizers' Report, all the resolutions were passed with requisite majority.

There being no other business, the meeting ended with a vote of thanks to the Chair.



(DR. KHALID IQBAL KHAN)

Whole-time Director-Legal & Company Secretary

Place : GURUGRAM

Date : 20.09.2018