



Federal-Mogul Goetze (India) Limited

A Tenneco Group Company

Corporate Office: Paras Twins Towers, 10th floor, Tower-B,
Sector-54, Golf Course Road, Gurgaon, Haryana, 122002

Tel.: (91-124) 4784530

Email: infoindia@tenneco.com

Date: 24th April, 2026

1. Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001
2. Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (East), Mumbai 400051

Ref: SEBI Circular No. SEBI/LAD-NRO/GN/2024/218 dated 12th December, 2024

Subject: Annual Secretarial Compliance Report for the financial year ended March 31, 2026

Dear Sir/ Ma'am,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/LAD-NRO/GN/2024/218 dated 12th December, 2024 and other related circulars & notifications issued by SEBI & Exchanges from time to time, please find enclosed the Annual Secretarial Compliance Certificate of Federal-Mogul Goetze (India) Limited issued by Deepika Gera, Practicing Company Secretaries, for the financial year ended 31st March, 2026.

You are requested to take the same on your records.

Yours truly,

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

Dr. Khalid Iqbal Khan

Whole-time Director- Legal & Company Secretary

Encl.: As above

DEEPIKA GERA, Company Secretaries

**531, Delhi , Apartments, Plot
No. 15 C, Sector – 22, Dwarka,
New Delhi, 9810906588 (M),
deep.gera@gmail.com**

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF FEDERAL-MOGUL GOETZE
(INDIA) LIMITED FOR THE YEAR ENDED 31ST MARCH, 2026**

Federal-Mogul Goetze (India) Limited
803, Best Sky Tower, Netaji Subhash Place,
New Delhi – 110034

We, DEEPIKA GERA, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **Federal-Mogul Goetze (India) Limited** (“the listed entity”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity is <http://www.federalmogulgoetzeindia.net>
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2026 (“Review Period”) in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- **Not applicable as the Listed Entity has not bought back / proposed to buy-back any of its securities during the Review Period;**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 - **Not applicable as the Listed Entity has not issued any shares/options to directors/employees under the said guidelines/regulations during the Review Period;**

(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 -**Not applicable as the Listed Entity has not issued any Non-Convertible and Redeemable Preference Shares during the Review Period;**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

(h) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder to the extent of Regulation 76 of Securities and Exchange Board of India (Depositories and participants) Regulations, 2018 to the extent applicable;

Notice No. 20230316-14 dated March 16, 2023, issued by BSE Limited and National Stock Exchange of India (NSE) vide its Circular Ref. No. NSE/CML/2023/21 dated 16th March, 2023 and NSE/CML/ 2023/30 dated April 10, 2023 have made following additional affirmations to be included in this Report.

We hereby report that, during the Review Period the Compliance status of the Company is appended below:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<p><u>Secretarial Standard</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)</p>	Yes	NA
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	NA

3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website 	Yes	NA
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	NA
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	NA
6.	<u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	Yes	NA
7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	NA
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions	Yes	NA

	(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	NA	Complied in the above column.
9.	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	NA
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	NA
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder	No	NA
12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> <u>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</u>	NA	There was no resignation of statutory auditors from the company or any of its material subsidiaries
13.	<u>No Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	No	NA

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action Advisory/Clarification/Fine/Show Cause Notice / Warning, etc	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
					NIL					

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action Advisory/Clarification/Fine/Show Cause Notice / Warning, etc	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
					N.A					

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For DEEPIKA GERA, Company Secretaries

DEEPIKA GERA
Digitally signed
by DEEPIKA GERA
Date: 2026.04.21
11:05:29 +05'30'

DEEPIKA GERA

FCS: 3531

C.P. No. : 7487

Peer Review Certificate No. 2081/2022

UDIN: F003531H000159478

Date: 21st April, 2026

Place: New Delhi

Notes: We conducted the secretarial audit based on the verification and examination of the Secretarial Records including Minutes, Documents, Registers and other records furnished by/obtained from the Company in physical/electronic mode. The Report is limited to the Statutory Compliances of laws/regulations/ guidelines listed in our pertaining to the financial year 2025-26.