

Dt.: 10TH October, 2013

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 ended 30th
September, 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 30th September, 2014.

Regards,

Yours truly,

For Federal-Mogul Goetze (India) Limited



**Khalid Khan
Company Secretary**

Encl. : As above.

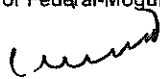
CC: 1. National Securities Depository
Limited
Trade World, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel, Mumbai 400 013

2. Central Depository Services [India] Limited
Phiroze Jeejeebhoy Towers
28th Floor, Dalal Street
Mumbai 400 023

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

Particulars	Clause of Listing Agreement	Compliance Status	Remarks
1. Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' Compensation	49(IA)	Yes	
(C) Other provisions as to Board and Committees	49(IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
2. Audit Committee	49 II		
(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	
3. Subsidiary Companies	49(III)	Yes	
4. Disclosures	49(IV)		
(A) Basis of related party transactions	49(IVA)	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)	NA	
(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	
V. CEO/CFO Certification	49(V)	Yes	Will be complied in the next annual report
VI. Report on Corporate Governance	49(VI)	Yes	Will be complied in the next annual report
VII. Compliance	49(VII)	Yes	Will be complied in the next annual report

For Federal-Mogul Goetze (India) Limited


Khalid Khan
Company Secretary

