

Dt.: January 24, 2020

1. Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001

(Fax : 022-2723719/22722037/
22722061/ 22722041/
22722039/
22658121)

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

(Fax : 022-26598237/26598238)

Subject: Intimation under SEBI (Prohibition of Insider Trading) Regulations, 2015

Dear Sir/ Ma'am,

Pursuant to the provisions of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 together with amendments thereof ("the Regulations"), please find enclosed the revised "Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information", adopted by the Company under Regulation 8(1) of the Regulations, which was made effective from April 01, 2019 and was required to be intimated to the stock exchanges promptly, however, was inadvertently missed.

The said Code of Practices & Procedures for Fair Disclosure of Unpublished Price Sensitive Information was duly reviewed and approved by the Board vide resolution by circulation dated March 20, 2019 and was timely uploaded on the website of the Company. Also please find enclosed the certified true copy of the resolution unanimously passed by circulation by the members of Board of Directors dated March 20, 2019.

You are requested to kindly take the same on records.

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, 4th Floor
Kamala Mills Compound
Senapati Bapat Marg
Lower Parel, Mumbai 400 013

2. Central Depository Services [India] Limited
Marathon Futurex, A-Wing
25th Floor, NM Joshi Marg,
Lower Parel, Mumbai – 400 013

FEDERAL-MOGUL GOETZE (INDIA) LIMITED

CIN: L74899DL1954PLC002452

Registered Office: DLF Prime Towers, 10 Ground Floor, F-79 & 80, Okhla Phase - I, New Delhi-110020

Corporate Office: 10th Floor, Paras Twin Towers Golf Course Road, Sector 54 Gurgaon-122002

Website: www.federalmogulgoetze.com; Tel. : +91 124 4784530; Fax : +91 124 4292840

A. Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The code of practices and procedures for fair disclosure of unpublished price sensitive information for adhering to each of the principles enunciated in Schedule A of SEBI (Prohibition of Insider Trading) Regulations, 2015, in pursuance of Reg.8(1) thereof, is set out below:

1. There shall be prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure shall be ensured. The disclosure of Unpublished Price Sensitive Information shall be made promptly to the Stock Exchanges where the securities are listed to ensure uniformity and prevent selectivity.
3. The Company Secretary of the Company is designated as Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. There shall be prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Managing Director, the Chief Financial Officer and the Compliance Officer to ensure that appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Managing Director, the Chief Financial Officer and the Compliance Officer to ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. The Managing Director, the Chief Financial Officer and the Compliance Officer to develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. Handling of all unpublished price sensitive information on a need-to-know basis.

B. Determination of “legitimate purposes”

As per the provisions of sub-regulation 2A of Regulation 3 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, for the purpose of determining a legitimate purpose, the term “legitimate purpose” shall include sharing of unpublished price sensitive information in the ordinary course of



business by an insider with the following persons, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations:

- a) Partners/collaborators/lenders;
- b) Customers/suppliers;
- c) Merchant bankers
- d) Legal advisors/auditors
- e) Insolvency professionals; or
- f) Any other advisors or consultants



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF THE COMPANY THROUGH RESOLUTION BY CIRCULATION ON 20TH MARCH, 2019


“RESOLVED THAT approval be and is hereby accorded to the revised ‘Code of Conduct for Prevention of Insider Trading’ and the revised policy on ‘Fair Disclosure of Unpublished Price Sensitive Information’ of the Company, to be effective from 01st day of April, 2019.”

//Certified to be true//

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



(Dr. Khalid Iqbal Khan)

 **Whole-time Director-Legal & Company Secretary**

DIN: 05253556

Address: IGF-Emerald Hills Floor-138, Sector-65,
Urban Estate, Golf Course Extension Road,
Gurgaon-122101, Haryana

Date: January 24, 2020