



Federal-Mogul Goetze (India) Limited
A Tenneco Group Company
Corporate Office : Paras Twin Towers,
10th Floor, Tower B, Sector 54,
Golf Course Road, Gurugram - 122 002
Tel. : (91-124) 4784530 • Fax : (91-124) 4292840

Date: 11th November, 2021

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)

Dear Sir/Ma'am,

Intimation under Regulation 31A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) for reclassification of IEH FMGI Holdings LLC from from 'Promoter/Promoter Group' category to 'Public' category'

This further to our letter dated 10th November, 2021 (filed on 11th November, 2021), enclosing therewith the request letter received from IEH FMGI Holdings LLC seeking reclassification from 'Promoter/Promoter Group' category to 'Public' category'.

The Board of Directors of the Company in its meeting held today i.e 11th November, 2021 considered and approved the reclassification request received from IEH FMGI Holdings LLC from 'Promoter/Promoter Group' category to 'Public' category', subject to the approval of the respective stock exchanges and/ or such other approvals as may be required.

In view of the above, the certified true copy of the extract of minutes of the Board Meeting held on 11th November, 2021 approving the re-classification request received from IEH FMGI Holdings LLC, is enclosed.

This is for your information and record.

Regards

Yours truly,

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

(Dr. Khalid Iqbal Khan)

Whole-time Director- Legal & Company Secretary

Encl. a/a

Corporate Identification Number: L74899DL1954PLC002452

Regd. Office : DLF Prime Towers 10 Ground Floor, F 79 & 80, Okhla Phase - I, New Delhi - 110 020

Tel. : (91-11) 49057597 • Fax : (91-11) 49057597

www.federalmogulgoetzeindia.com



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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF THE COMPANY HELD ON DATED 11TH NOVEMBER, 2021

TO CONSIDER AND APPROVE RE-CLASSIFICATION OF IEH FMGI HOLDINGS LLC FROM ‘PROMOTER AND PROMOTER GROUP’ ENTITY TO ‘PUBLIC’ CATEGORY

The Board was informed that IEH FMGI Holdings LLC (“**IEH**”) was categorised as the ‘promoter/ promoter group’ entity of the Company to undertake an offer for sale for the sell-down of the entire residual shareholding of the Company to comply with the minimum public shareholding requirement under the Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**LODR Regulations**”) pursuant to the open offer. The open offer was triggered due to indirect change in control over the Company as a result of acquisition of Federal-Mogul LLC by Tenneco Inc.

Further, the Board was informed that IEH had vide its letter dated 10th November, 2021 requested the Company for re-classification of its status from ‘*promoter and promoter group*’ category to ‘*public*’ category as per Regulation 31A of the LODR Regulations. The Company intimated the request received for re-classification to BSE Limited and National Stock Exchange of India Ltd on 11th November, 2021.

The Board discussed and considered the fact that as on the date of receipt of re-classification request from IEH, it did not hold any equity shares of the Company and therefore did not have any voting rights in the Company. Also, IEH did not exercise control over the affairs of the Company, directly or indirectly. Moreover, IEH did not have any representation on the Board of Directors of the Company.

Further, the Board was also apprised that IEH satisfies all the applicable conditions specified in Regulation 31A(3)(b) of the LODR Regulations. IEH had also confirmed that they would continue to comply with the conditions specified in Regulation 31A(4) of the LODR Regulations.

In view of the above, the Board discussed and passed the following resolution:

“RESOLVED THAT pursuant to provisions of Regulation 31A and any other applicable provisions of the LODR Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any amendments made thereto) and other applicable laws, consent of the Board of Directors of the Company be and is hereby accorded to re-classify IEH i.e. IEH FMGI Holdings LLC from ‘*promoter and promoter group*’ category to ‘*public*’ category.

RESOLVED FURTHER THAT upon application to stock exchanges for re-classification of IEH from ‘*promoter and promoter group*’ category to ‘*public*’ category and on approval of stock exchanges, the Company shall effect such re-classification in the statement of shareholding pattern from immediate succeeding quarter under LODR Regulations and compliance to SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, SEBI (Prohibition of Insider Trading) Regulations, 2015, and other applicable provisions.

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RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution for Re-classification of IEH from '*promoter and promoter group*' category to '*public*' category, Mr. Vinod Kumar Hans, Managing Director, Dr. Khalid Iqbal Khan, Whole-time Director-Legal and Company Secretary and Mr. Manish Chadha, Whole-time Director-Finance & CFO of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem necessary or expedient and to settle any questions, difficulties or doubts that may arise in order to give effect to the above resolution for and on behalf of the Company.”

Certified to be true.

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

(Dr. Khalid Iqbal Khan)

Whole-time Director-Legal & Company Secretary

DIN: 05253556

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

Date: 11th November, 2021