

**Quarterly Compliance Report on Corporate Governance**

**1. Name of Listed Entity:** Goodyear India Limited (Scrip Code: 500168)

**2. Quarter ending:** September 30, 2021

<b>I. Composition of Board of Directors</b>													
Title (Mr./ Ms.)	Name of the Director	PAN & DIN		Category (Chairperson/ Executive/Non-Executive/independent/ Nominee)	Initial Date of Appointment	Date of re-appointment	Date of Cessation	Tenure (in months)	Date of Birth	No of directorship in listed entities including this listed entity [in reference to Reg 17A (1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to Reg 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sandeep Mahajan	ABFPM2797J	08627456	Chairperson-Executive	01-06-2020		-	NA	26-10-1964	1	0	2	0
Mr.	Rajiv Lochan Jain	ACYPJ1455E	00161022	Non-Executive Independent	12-03-2018		-	42	01-01-1951	2	2	4	4
Ms.	Sudha Ravi	ATCPS4815L	06764496	Non-Executive Independent	07-06-2014	07-06-2019	-	87	31-05-1955	2	2	5	0
Ms.	Nicole Amanda Nuttall	BVYPN5119H	08164858	Non-Executive Non-Independent	23-06-2018		-	NA	14-10-1979	1	0	0	0
Mr.	Rajeev Kher	AAVPK0845J	01192524	Non-Executive Independent	06-03-2020		-	18	28-06-1955	2	2	3	1
Mr.	Manish Mundra	AEZPM7821A	08724646	Executive	13-07-2021*		-	NA	14-02-1974	1	0	0	0

**Note:**

\* Mr. Manish Mundra was appointed as an Additional and Whole Time Director of the Company w.e.f. July 13, 2021 and thereafter his appointment as Director and Whole Time Director of the Company w.e.f. July 13, 2021 was approved by the shareholders in the Annual General Meeting held on August 12, 2021.

<b>II. Composition of Committees</b>					
<b>Name of Committee</b>	<b>Whether regular Chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
<b>1. Audit Committee</b>					
	Yes	Mr. Rajiv Lochan Jain	Chairperson (Non-Executive-Independent)	12-03-2018	-
		Ms. Sudha Ravi	Member (Non-Executive-Independent)	07-06-2019	-
		Mr. Sandeep Mahajan	Member (Executive)	01-01-2021	-
		Mr. Rajeev Kher	Member (Non-Executive-Independent)	06-03-2020	-
<b>2. Nomination &amp; Remuneration Committee</b>					
	Yes	Ms. Sudha Ravi	Chairperson (Non-Executive-Independent)	07-06-2019	-
		Mr. Rajiv Lochan Jain	Member (Non-Executive-Independent)	12-03-2018	-
		Ms. Nicole Amanda Nuttall	Member (Non- Executive Non-Independent)	23-06-2018	-
<b>3. Stakeholders Relationship Committee</b>					
	Yes	Mr. Rajiv Lochan Jain	Chairperson (Non-Executive-Independent)	12-03-2018	-
		Ms. Sudha Ravi	Member (Non-Executive-Independent)	07-06-2019	-
		Mr. Rajeev Kher	Member (Non-Executive-Independent)	06-03-2020	-
		Mr. Sandeep Mahajan	Member (Executive)	01-06-2020	-
<b>4. Corporate Social Responsibility Committee</b>					
	Yes	Mr. Sandeep Mahajan	Chairperson (Executive)	01-01-2021	-
		Mr. Rajeev Kher	Member (Non-Executive-Independent)	06-03-2020	-
		Mr. Manish Mundra	Member (Executive)	13-07-2021	-
<b>5. Risk Management Committee</b>					
	Yes	Ms. Sudha Ravi	Chairperson (Non-Executive-Independent)	01-06-2020	-
		Mr. Rajiv Lochan Jain	Member (Non-Executive-Independent)	01-06-2020	-
		Mr. Sandeep Mahajan	Member (Executive)	01-06-2020	-
		Mr. Manish Mundra	Member (Executive)	13-07-2021	-

<b>III. Meeting of Board of Directors</b>					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether Requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors present*</i>	<i>Maximum gap between any two consecutives (in number of days)</i>
27-05-2021	13-07-2021 12-08-2021	Yes	6 6	3 3	46 days 29 days
<b>IV. Meeting of Committees</b>					
<b>A. Audit Committee</b>					
<i>Date(s) of Meeting of the Committee in the relevant quarter</i>	<i>Whether Requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors present*</i>	<i>Date(s) of Meeting of the Committee in the previous quarter</i>	<i>Maximum gap between any two consecutives meetings in number of days</i>
13-07-2021 12-08-2021	Yes Yes	4 4	3 3	27-05-2021	46 days
<b>B. Nomination and Remuneration Committee</b>					
<i>Date(s) of Meeting of the Committee in the relevant quarter</i>	<i>Whether Requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors present*</i>	<i>Date(s) of Meeting of the Committee in the previous quarter</i>	<i>Maximum gap between any two consecutives meetings in number of days</i>
13-07-2021	Yes	3	2	27-05-2021	46 days
<b>C. Corporate Social Responsibility Committee</b>					
<i>Date(s) of Meeting of the Committee in the relevant quarter</i>	<i>Whether Requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors present*</i>	<i>Date(s) of Meeting of the Committee in the previous quarter</i>	<i>Maximum gap between any two consecutives meetings in number of days</i>
-	-	-	-	27-05-2021	-
<b>D. Stakeholders Relationship Committee</b>					
<i>Date(s) of Meeting of the Committee in the relevant quarter</i>	<i>Whether Requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors present*</i>	<i>Date(s) of Meeting of the Committee in the previous quarter</i>	<i>Maximum gap between any two consecutives meetings in number of days</i>
-	-	-	-	27-05-2021	-
<b>E. Risk Management Committee</b>					
<i>Date(s) of Meeting of the Committee in the relevant quarter</i>	<i>Whether Requirement of Quorum met (Yes/No)</i>	<i>Number of Directors present*</i>	<i>No. of Independent Directors present*</i>	<i>Date(s) of Meeting of the Committee in the previous quarter</i>	<i>Maximum gap between any two consecutives meetings in number of days</i>
12-08-2021	Yes	4	2	-	-
<i>* to be filled in only for the current quarter meetings</i>					

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered in to pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
<b>VI. Affirmations</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: a. Audit Committee; b. Nomination & remuneration Committee; c. Stakeholders relationship Committee d. Risk management Committee	Yes Yes Yes Yes
3. The Committee members have been made aware of their powers role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
5. This report and/or the report submitted in the previous quarter had been placed before Board of Directors	Yes
6. Any comments / observations/ advice of Board of Directors may be mentioned here	None



**VIII. Additional Half-yearly Affirmations**

Applicability of Disclosure

Yes

**I. Disclosure of Loans / guarantees / comfort letters / securities etc.**

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

<b>Entity</b>	<b>Aggregate Amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	Nil	Nil
Promoter group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, inconnection with any loan(s) or any other form of debt availed by:

<b>Entity</b>	<b>Type (guarantee, comfortletter etc.)</b>	<b>Aggregate amount ofissuance during six months</b>	<b>Balance outstanding at the end of six months (taking into account any invocation)</b>
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (includingrelatives) or any other entity controlled by them	Nil	Nil	Nil

KMPs or any other entity controlled by them	Nil	Nil	Nil
---	-----	-----	-----

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debtavailed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

**II. Affirmations:**

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

**For Goodyear India Limited**

**Manish Mundra  
Whole Time Director and CFO**

**Note**

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
  - a) *by a government company to/ for the Government or government company*
  - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
  - c) *by a banking company or an insurance company ; and*
  - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*