

Goodyear India Limited

Corporate Office :

1st Floor, ABW Elegance Tower
Plot No. 8, Commercial Centre
Jasola, New Delhi - 110 025

Telephone

+91 11 47472727

Telefax

+91 11 47472715

email

gyi_info@goodyear.com

website

www.goodyear.co.in

GOOD YEAR

SO-1877

January 7, 2018

To,
The Dept. of Corporate Services
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400001, India

Script Code: 500168

Dear Sirs,

Sub: Compliance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015

Pursuant to Regulation 27(2) of SEBI (Listing obligations and disclosure requirements) Regulations, 2015, please find enclosed herewith the Quarterly Report on Corporate Governance for the quarter ended December 31, 2018.

Kindly take the same on record.

Thanking you
Yours very truly,

For Goodyear India Limited


Pankaj Gupta
Company Secretary



Encl.: As above

CC:

Central Depository Services (India) Limited
Marathon Futurex, A-Wing, 25th Floor, NM
Joshi Marg, Lower Parel, Mumbai-400013

National Securities Depository Limited
Trade World 4th Floor, "A" Wing,
Kamala Mills Compounds, Lower Parel,
Mumbai-400 013

ONE TEAM

No contract is valid unless signed by a duly authorised officer of the company

Regd. Office : Mathura Road, Ballabgarh, (Dist. Faridabad) - 121004, Haryana

CIN : L25111HR1961PLC008578

1/5

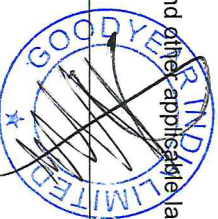
Format to be submitted by listed entity on quarterly basis
[Refer Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Annexure I of SEBI Circular No CIR/CFD/CMD/5/2015 dated September 24, 2015]

1. Name of Listed Entity: Goodyear India Limited (Scrip Code: 500168)
2. Quarter ending: December 31, 2018

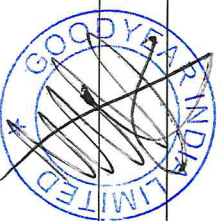
I. Composition of Board of Directors								
Title (Mr/ Ms)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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.	Rajeev Anand	AACPA2436L	Chairperson-Executive	20/02/2014 [^]	NA	1	1	0
Mr.	Rajiv Lochan Jain	ACYPJ1455E	Independent	12/03/2018 [@]	5	2	5	1
Mr.	Chandrashekar Dasgupta	AEOPD5594C	Independent	12/03/2015 ^{@@}	5	1	2	1
Ms.	Sudha Ravi	ATCPS4815L	Independent	07/06/2014 ^{@@@}	5	2	3	0
Mr.	Mitesh Mittal	AGBPM0113F	Executive	13/11/2017 ^{^^}	NA	1	1	0
Ms.	Nicole Amanda Nuttall	NA-Foreign National	Non-Executive	23/06/2018 [*]	NA	1	0	0

Notes:

- [^] Original date of appointment of Mr. Rajeev Anand is 20/02/2009, as the Vice Chairman & Managing Director of the Company. He was appointed as Chairman of the Board effective September 19, 2017.
- [@] Appointed as an Independent Director pursuant to the provisions of the Companies Act, 2013 and rules made thereunder and other applicable laws for the fixed term of 5 consecutive years effective 12/03/2018.
- ^{@@} Appointed as an Independent Director pursuant to the provisions of the Companies Act, 2013 and rules made thereunder and other applicable laws for the fixed term of 5 consecutive years effective 12/03/2015. (Original date of appointment was 01/05/2001)
- ^{@@@} Appointed as an Independent Director pursuant to the Provisions of Companies Act, 2013 and rules made thereunder and other applicable laws for the fixed term of 5 consecutive years effective 07/06/2014
- ^{^^} Appointed as Whole-time Director designated as "Finance Director" pursuant to the provisions of the Companies Act, 2013 and rules made thereunder and other applicable laws for the fixed term of 5 consecutive years effective 13/11/2017
- ^{*} Ms. Nicole Amanda Nuttall was appointed as a Non-Executive Director effective August 8, 2018.



II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	
1. Audit Committee			
	Mr. Rajiv Lochan Jain	Chairperson of the Committee (Non-Executive-Independent)	
	Mr. Chandrashekhhar Dasgupta	Member of the Committee (Non-Executive-Independent)	
	Ms. Sudha Ravi	Member of the Committee (Non-Executive-Independent)	
	Mr. Rajeev Anand	Member of the Committee (Chairperson-Executive)	
2. Nomination & Remuneration Committee			
	Ms. Sudha Ravi	Chairperson of the Committee (Non-Executive-Independent)	
	Mr. Rajiv Lochan Jain	Member of the Committee (Non-Executive-Independent)	
	Ms. Nicole Amanda Nuttall	Member of the Committee (Non-Executive)	
3. Stakeholders Relationship Committee			
	Mr. Chandrashekhhar Dasgupta	Chairperson of the Committee (Non-Executive-Independent)	
	Mr. Rajiv Lochan Jain	Member of the Committee (Non-Executive-Independent)	
	Ms. Sudha Ravi	Member of the Committee (Non-Executive-Independent)	
	Mr. Mitesh Mittal	Member of the Committee (Executive)	
4. Corporate Social Responsibility Committee			
	Mr. Rajeev Anand	Chairperson of the Committee (Chairperson- Executive)	
	Mr. Chandrashekhhar Dasgupta	Member of the Committee Non-Executive-Independent	
	Mr. Mitesh Mittal	Member of the Committee (Executive)	
5. Risk Management Committee (if applicable)			
NOT APPLICABLE			
III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant Quarter	Maximum gap between any Two consecutive (in number of days)	
August 8, 2018	November 05 2018	88 days	



IV. Meeting of Committees

A. Audit Committee

Date(s) of meeting of The committee in the relevant quarter	Whether Requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between Any two consecutive meetings in number of days*
November 05 2018	Yes All 4 Members were present throughout the meeting	August 8, 2018	88 days

B. Nomination and Remuneration Committee

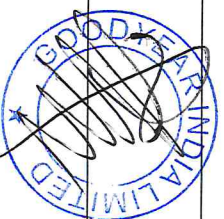
Date(s) of meeting of The committee in the relevant quarter	Whether Requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between Any two consecutive meetings in number of days*
NIL	NA	NA	NA

C. Corporate Social Responsibility Committee

Date(s) of meeting of The committee in the relevant quarter	Whether Requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between Any two consecutive meetings in number of days*
-	-	September 20, 2018	-

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes (Material transactions are with Goodyear South Asia Tyres Private Limited), Shareholder approval obtained at the Annual General Meeting held on June 26, 2015
Whether details of RPT entered in to pursuant to omnibus approval have been reviewed by Audit Committee	Yes



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
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 **NOT APPLICABLE**
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.
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.
5. ~~This report and/or~~ the report submitted in the previous quarter had been placed before Board of Directors in the meeting held on November 5, 2018. Any comments / observations / advice of Board of Directors may be mentioned here:-

For Goodyear India Limited

Pankaj Gupta
Company Secretary

