

Quarterly Compliance Report on Corporate Governance

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

2. **Quarter ending:** December 31, 2020

I. Composition of Board of Directors													
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.	Rajeev Anand	AACPA2436L	02519876	Chairperson-Non-Executive Non-Independent	20-02-2009	01-06-2020	31-12-2020 [^]	NA	23-05-1960	2	1	1	0
Mr.	Sandeep Mahajan	ABFPM2797J	08627456	Executive	01-06-2020		-	NA	26-10-1964	1	0	1	0
Mr.	Mitesh Mittal	AGBPM0113F	05231968	Executive	06-11-2020 [#]		-	NA	10-01-1978	1	0	0	0
Mr.	Rajiv Lochan Jain	ACYPJ1455E	00161022	Non-Executive Independent	12-03-2018		-	33	01-01-1951	2	2	4	4
Ms.	Sudha Ravi	ATCPS4815L	06764496	Non-Executive Independent	07-06-2014	07-06-2019	-	78	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		-	09	28-06-1955	2	2	3	1

Note:

[^] Mr. Rajeev Anand tenure as Non-Executive Chairman (Non-Executive Director) has come to an end from the close of business hours on December 31, 2020.

[#] Mr. Mitesh Mittal was appointed as an Additional Director w.e.f. November 06, 2020 to hold office till the conclusion of the next Annual General Meeting and as a Whole Time Director of the Company w.e.f. November 06, 2020 for a period of five (5) years, subject to the approval of the shareholders at the next Annual General Meeting.

II. Composition of Committees					
Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee					
	Yes	Mr. Rajiv Lochan Jain	Chairperson (Non-Executive-Independent)	12-03-2018	-
		Ms. Sudha Ravi	Member (Non-Executive-Independent)	07-06-2019	-
		Mr. Rajeev Anand	Member (Non-Executive Non-Independent)	01-06-2020	31-12-2020
		Mr. Rajeev Kher	Member (Non-Executive-Independent)	06-03-2020	-
2. Nomination & Remuneration Committee					
	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	-
3. Stakeholders Relationship Committee					
	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	-
4. Corporate Social Responsibility Committee					
	Yes	Mr. Rajeev Anand	Chairperson (Chairperson- Non-Executive Non-Independent)	01-06-2020	31-12-2020
		Mr. Rajeev Kher	Member (Non-Executive-Independent)	06-03-2020	-
		Mr. Sandeep Mahajan	Member (Executive)	01-06-2020	-
5. Risk Management Committee					
	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. Mitesh Mittal	Member (Executive)	07-12-2020	-

III. Meeting of Board of Directors					
<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>
04-09-2020	-	Yes	-	-	-
	06-11-2020	Yes	7	3	62 days
-	07-12-2020	Yes	7	3	30 days
IV. Meeting of Committees					
A. Audit Committee					
<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 (in number of days)</i>
06-11-2020	Yes	4	3	13-08-2020	-
				04-09-2020	62 days
B. Nomination and Remuneration Committee					
<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 (in number of days)</i>
06-11-2020	Yes	3	2	04-09-2020	62 days
C. Corporate Social Responsibility Committee					
<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 (in number of days)</i>
-	-	-	-	04-09-2020	-
D. Stakeholders Relationship Committee					
<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 (in number of days)</i>
06-11-2020	Yes	4	3	-	-
E. Risk Management Committee					
<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 (in number of days)</i>
-	-	-	-	-	-
<i>* to be filled in only for the current quarter meetings</i>					

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
Whether details of RPT entered in to pursuant to omnibus approval have been reviewed by the Audit Committee	Yes
VI. Affirmations	
Subject	Compliance status (Yes/No/NA)
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
For Goodyear India Limited	
Sonali Khanna Head-Legal, Compliance & Company Secretary	