

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

www.goodyear.co.in



SO - 1285  
April 15, 2014

**FAX – 022 22722041/Courier/Email**

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

Dear Sirs,

**Sub: Quarterly Compliance Report on Corporate Governance  
pursuant to Clause 49 of the Listing Agreement**

We are pleased to enclose Corporate Governance implementation status Report for the quarter ended March 31, 2014 as per Clause 49 of the Listing Agreement.

Thanking you,

Yours very truly,  
For Goodyear India Limited

  
Company Secretary

Pankaj Gupta  
Encl.

CC:

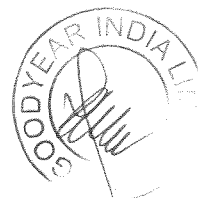
Central Depository Services (India) Limited  
17th Floor, P J Towers, Dalal Street, Fort,  
Mumbai-400 001

National Securities Depository Limited.,  
4th Floor, 'A' Wing,  
Trade World, Kamala Mills Compound,  
Senapati Bapat Marg,  
Lower Parel, Mumbai – 400 013

## Quarterly Compliance report on Corporate Governance


**Name of the Company** : Goodyear India Limited  
**Quarter ending on** : March 31, 2014

Particulars	Clauses of Listing Agreement	Compliance Status (Yes / No)	Remarks
<b>I. Board of Directors</b>	49 I		
(A) Composition of Board	49 (IA)	Yes	-
(B) Non executive Directors' Compensation & Disclosures	49(IB)	Yes	-
(C) Other provisions as to Board and Committees	49(IC)	Yes	-
(D) Code of Conduct	49(ID)	Yes	-
<b>II. Audit Committee</b>	49II		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	-
(B) Meeting of Audit Committee	49(IIB)	Yes	-
(C) Powers of Audit Committee	49(IIC)	Yes	-
(D) Role of Audit Committee	49(IID)	Yes	-
(E) Review of Information by Audit Committee	49(IIE)	Yes	-
<b>III. Subsidiary Companies</b>	<b>49 (III)</b>	<b>N.A.</b>	<b>The Company has no Subsidiary Company</b>
<b>IV. Disclosures</b>	49(IV)		
(A) Basis of related party Transactions	49(IV A)	Yes	For relevant quarter, will be disclosed in Annual Report 2014
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	For relevant quarter, will be disclosed in Annual Report 2014
(C) Board Disclosures (Risk management)	49(IV C)	Yes	For relevant quarter, will be disclosed in Annual Report 2014
(D) Proceeds from Public Issues, Issues, Preferential Issues etc.	49(IV D)	N.A.	<b>The company did not raise any Rights money during the quarter</b>

(E) Remuneration of Directors	49(IV E)	Yes	For relevant quarter, will be disclosed in Annual Report 2014
(F) Management	49(IV F)	Yes	For relevant quarter, will be disclosed in Annual Report 2014
(G) Shareholders	49(IV G)	Yes	For relevant quarter, will be disclosed in Annual Report 2014
<b>V. CEO / CFO Certification</b>	49(V)	Yes	Will be placed at the Board Meeting for approving Financial Results for the quarter ended March 2014 in compliance with this clause
<b>VI. Report on Corporate Governance</b>	49(VI)	Yes	For relevant quarter, will be disclosed in Annual Report 2014
<b>VII. Compliance</b>	49(VII)	Yes	For relevant quarter, will be disclosed in Annual Report 2014

For Goodyear India Limited



Company Secretary