

FEDERAL-MOGUL GOETZE (INDIA) LIMITED

CIN: L74899DL1954PLC002452

Registered Office: DLF Prime Towers, 10 Ground Floor, F-79 & 80, Okhla Phase - I, New Delhi-110020

Corporate Office: 10th Floor, Paras Twin Towers Golf Course Road, Sector 54 Gurgaon-122002

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A. Principles of Fair Disclosure for purposes of Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information

The code of practices and procedures for fair disclosure of unpublished price sensitive information for adhering to each of the principles enunciated in Schedule A of SEBI (Prohibition of Insider Trading) Regulations, 2015, in pursuance of Reg.8(1) thereof, is set out below:

1. There shall be prompt public disclosure of unpublished price sensitive information that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
2. The uniform and universal dissemination of unpublished price sensitive unpublished price sensitive information to avoid selective disclosure shall be ensured. The disclosure of Unpublished Price Sensitive Information shall be made promptly to the Stock Exchanges where the securities are listed to ensure uniformity and prevent selectivity.
3. The Company Secretary of the Company is designated as Chief Investor Relations Officer to deal with dissemination of information and disclosure of unpublished price sensitive information.
4. There shall be prompt dissemination of unpublished price sensitive information that gets disclosed selectively, inadvertently or otherwise to make such information generally available.
5. The Managing Director, the Chief Financial Officer and the Compliance Officer to ensure that appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.
6. The Managing Director, the Chief Financial Officer and the Compliance Officer to ensure that information shared with analysts and research personnel is not unpublished price sensitive information.
7. The Managing Director, the Chief Financial Officer and the Compliance Officer to develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
8. Handling of all unpublished price sensitive information on a need-to-know basis.

B. Determination of “legitimate purposes”

As per the provisions of sub-regulation 2A of Regulation 3 of the SEBI (Prohibition of Insider Trading) Regulations, 2015, for the purpose of determining a legitimate purpose, the term “legitimate purpose” shall include sharing of unpublished price sensitive information in the ordinary course of

business by an insider with the following persons, provided that such sharing has not been carried out to evade or circumvent the prohibitions of these regulations:

- a) Partners/collaborators/lenders;
- b) Customers/suppliers;
- c) Merchant bankers
- d) Legal advisors/auditors
- e) Insolvency professionals; or
- f) Any other advisors or consultants

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