



**CEAT Ltd.**  
RPG House  
463 Dr. Annie Besant Road,  
Worli, Mumbai 400030, India  
+91 22 24930621  
CIN: L25100MH1958PLC011041  
www.ceat.com

April 28, 2023

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**Security Code:** 500878

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai 400 051

**Symbol:** CEATLTD

**NCD Symbol:** CL23, CL25, CL26

**CP Listed ISIN:** INE482A14BO4, INE482A14BP1

**Sub: Disclosure under Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting results and Scrutinizer’s Report on the business transacted by way of Postal Ballot conducted through remote e-voting.**

Dear Sir/Madam,

In continuation of our letter dated March 28, 2023, and *inter-alia* pursuant to Regulation(s) 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 108 and 110 of the Companies Act, 2013 together with Companies (Management and Administration) Rules, 2014, and all other applicable provisions, we submit herewith the voting results of the business transacted by way of Postal Ballot in the prescribed format as Annexure A along with the consolidated report of the Scrutinizer issued in this regard as Annexure B.

In this regard, we wish to inform you that as set out in the Notice of Postal Ballot, the following resolutions have been passed with the requisite majority on April 27, 2023:

1. Approval for payment of remuneration to Mr. Anant Goenka (DIN: 02089850), Managing Director and Chief Executive Officer for the Financial Year 2022 – 23 (Special Resolution);
2. Approval of appointment of Mr. Anant Goenka (DIN: 02089850) as a Non-Executive Director designated as Vice-Chairman of the Company, effective April 1, 2023 (Ordinary Resolution);
3. Approval of appointment and remuneration of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director and Chief Executive Officer of the Company, effective April 1, 2023 (Ordinary Resolution)

The above information is being uploaded on the website of the Company i.e. [www.ceat.com](http://www.ceat.com) and the website of e-Voting agency, Central Depository Services (India) Limited i.e. [www.evotingindia.com](http://www.evotingindia.com)

We request you to kindly take the same on record and disseminate appropriately.

Thanking you,

Yours faithfully,

For **CEAT Limited**

**Vallari Gupte**

**Company Secretary and Compliance Officer**

Encl: As above

<b>General information about company</b>	
Scrip code	500878
NSE Symbol	CEATLTD
MSEI Symbol	NOTLISTED
ISIN	INE482A01020
Name of the company	CEAT LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-04-2023
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	P.N.Parikh
Firms Name	Parikh & Associates
Qualification	CS
Membership Number	F327
Date of Board Meeting in which appointed	20-03-2023
Date of Issuance of Report to the company	28-04-2023

<b>Voting results</b>	
Record date	17-03-2023
Total number of shareholders on record date	96272
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for payment of remuneration to Mr. Anant Goenka (DIN: 02089850), Managing Director and Chief Executive Officer for the Financial Year 2022 – 23				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14944581	13302186	89.0101	10585501	2716685	79.5772	20.4228
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14944581	13302186	89.0101	10585501	2716685	79.5772
Public- Non Institutions	E-Voting	6410113	14755	0.2302	14059	696	95.283	4.717
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6410113	14755	0.2302	14059	696	95.283
Total		40450092	32412339	80.1292	29694958	2717381	91.6162	8.3838
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution (2)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of appointment of Mr. Anant Goenka (DIN: 02089850) as a Non-Executive Director designated as Vice-Chairman of the Company effective April 1, 2023				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14944581	13302186	89.0101	11694849	1607337	87.9167	12.0833
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14944581	13302186	89.0101	11694849	1607337	87.9167
Public- Non Institutions	E-Voting	6410113	14695	0.2292	14278	417	97.1623	2.8377
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6410113	14695	0.2292	14278	417	97.1623
Total		40450092	32412279	80.1291	30804525	1607754	95.0397	4.9603
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Approval of appointment and remuneration of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director and Chief Executive Officer of the Company effective April 1, 2023					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14944581	13302186	89.0101	12889922	412264	96.9008	3.0992
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		14944581	13302186	89.0101	12889922	412264	96.9008
Public- Non Institutions	E-Voting	6410113	14695	0.2292	13984	711	95.1616	4.8384
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		6410113	14695	0.2292	13984	711	95.1616
Total		40450092	32412279	80.1291	31999304	412975	98.7259	1.2741
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

April 28, 2023

To,  
CEAT LIMITED  
RPG House,  
463, Dr. Annie Besant Road,  
Worli, Mumbai – 400 030.

Kind Attention: Ms. Vallari Gupte

Sub.: Report on Postal Ballot Voting of CEAT Limited.

Dear Madam,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

1. Approval for payment of remuneration to Mr. Anant Goenka (DIN: 02089850), Managing Director and Chief Executive Officer for the Financial Year 2022 – 23 (Special resolution);
2. Approval of appointment of Mr. Anant Goenka (DIN: 02089850) as a Non-Executive Director designated as Vice-Chairman of the Company, effective April 1, 2023 (Ordinary resolution);
3. Approval of appointment and remuneration of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director and Chief Executive Officer of the Company, effective April 1, 2023 (Ordinary resolution)

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the electronic voting process (remote e-voting).
- b) The register showing the particulars of the e-votes registered on the Central Depository Services (India) Limited ('CDSL') e-voting system in respect of the said Resolutions.

Thanking-you.

Yours faithfully,

Pravinchandra  
Nahalchand  
Parikh

Digitally signed by Pravinchandra Nahalchand Parikh  
DN: cn=Pravinchandra Nahalchand Parikh,  
email=pravin@parikhassociates.com, o=Parikh & Associates,  
c=India

P. N. Parikh  
Parikh & Associates  
Encl.: As above.

To,  
The Chairman  
CEAT LIMITED  
RPG House,  
463, Dr. Annie Besant Road,  
Worli, Mumbai – 400 030

### **Report of Scrutinizer**

I, P.N. Parikh, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process ("remote e-voting") in respect of the following resolutions:

1. Approval for payment of remuneration to Mr. Anant Goenka (DIN: 02089850), Managing Director and Chief Executive Officer for the Financial Year 2022 – 23 (Special resolution);
2. Approval of appointment of Mr. Anant Goenka (DIN: 02089850) as a Non-Executive Director designated as Vice-Chairman of the Company, effective April 1, 2023 (Ordinary resolution);
3. Approval of appointment and remuneration of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director and Chief Executive Officer of the Company, effective April 1, 2023 (Ordinary resolution)

Pursuant to the Postal Ballot Notice dated March 20, 2023, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, and Circular No.10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 5, 2022 and Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated March 20, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the "cut-off" date of Friday, March 17, 2023 were entitled to vote on the resolutions as contained in the Notice.

Contd....2

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The voting period for remote e-voting commenced on Wednesday, March 29, 2023 at 09:00 a.m. (IST) and ended on Thursday, April 27, 2023 at 05:00 p.m. (IST) (both days inclusive) and the CDSL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the CDSL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said Resolutions.

Further, I would also like to mention that Shareholders who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "Assent".

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Resolutions as under:

Contd....3



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**Resolution 1: Special Resolution****Approval for payment of remuneration to Mr. Anant Goenka (DIN: 02089850),  
Managing Director and Chief Executive Officer for the Financial Year 2022 – 23**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
264	2,96,94,958	91.62

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
96	27,17,381	8.38

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

Contd....4

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**Resolution 2: Ordinary Resolution****Approval of appointment of Mr. Anant Goenka (DIN: 02089850) as a Non-Executive Director designated as Vice-Chairman of the Company, effective April 1, 2023**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
281	3,08,04,525	95.04

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
77	16,07,754	4.96

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

Contd....5

**Resolution 3: Ordinary Resolution**

**Approval of appointment and remuneration of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director and Chief Executive Officer of the Company, effective April 1, 2023**

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
329	3,19,99,304	98.73

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
29	4,12,975	1.27

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

Pravinchandra  
Nahalchand  
Signature: Parikh  
Name: P.N. Parikh  
Scrutinizer  
FCS: 327 CP: 1228  
UDIN: F000327E000214420  
P/R No. 1129/2021

Dated: April 28, 2023  
Place: Mumbai

For, **CEAT Limited**

**Vallari Gupte**  
Company Secretary