



Goodyear India Limited

Corporate Office :

1st Floor, ABW Elegance Tower
Plot No. 8, Commercial Centre
Jasola, New Delhi - 110 025
email: gyi_info@goodyear.com

August 02, 2023

To
The Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001.

Scrip Code: 500168
ISIN: INE533A01012

Dear Sir(s),

Sub: Scrutinizer Report and details of Voting Results of the 62nd Annual General Meeting (“AGM”)

This is to inform you that the 62nd AGM of the Company was held on Wednesday, August 02, 2023 at 10.00 A.M. In this regard, please find enclosed the following:

- a. Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- b. The Scrutinizer Report dated August 02, 2023 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

We request you to take the above information on record.

Thanking you.

Yours sincerely,
For **Goodyear India Limited**

Anup Karnwal
Company Secretary & Compliance Officer

Encl. As above

Telephone : +91 11 47472727
Telefax : +91 11 47472715



website : www.goodyear.co.in

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

RESULTS OF VOTING (THROUGH REMOTE E-VOTING AND E-VOTING SYSTEM) AT 62ND ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF GOODYEAR INDIA LIMITED HELD ON WEDNESDAY, AUGUST 02, 2023 AT 10:00 A.M. (IST) THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO VISUAL MEANS (OAVM), PURSUANT TO REGULATION 44 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Date of the AGM/~~EGM~~: Wednesday, August 02, 2023 [Remote e-Voting period: Sunday, July 30, 2023 (9:30 a.m.) to Tuesday, August 01, 2023 (5:00 p.m.)]

Total No of shareholders on Record Date (“Cut-off Date”) 47800 Shareholders holding 2,30,66,507 shares.
(July 26, 2023)

No. of shareholders present in the meeting either in person or through proxy:

Promoters & Promoter Group: NA
Public: NA

No. of Shareholders attended the meeting through Video Conferencing:

Promoters & Promoter Group: **1 (one)**
Public: **475**

Agenda 1: Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, including Balance Sheet as at March 31, 2023, the Statement of Profit and Loss Account and the Cash Flow Statement for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Required	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% 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 (7)=[(5)/(2)]
				(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]	*100
							*100	
Promoter and Promoter Group	E-Voting	17069215	17069215	100.00	17069215	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		17069215	100.00	17069215	0.00	100.00	0.00
Public – Institutions	E-Voting	1970051	1570500	79.71	1570500	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		1570500	79.71	1570500	0.00	100.00	0.00
Public – Non Institutions	E-Voting	4027241	19117	0.47	19091	26	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	Total		19117	0.47	19091	26	99.86	0.14
Total		23066507	18658832	80.89	18658806	26	99.99	0.01

Agenda 2: Declaration of Final Dividend of Rs. 26.50/- per equity share of Rs 10/- each for the Financial Year ended March 31, 2023.

Resolution Required	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% 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 (7)=[(5)/(2)]
				(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]	*100
							*100	
Promoter and Promoter Group	E-Voting	17069215	17069215	100.00	17069215	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		17069215	100.00	17069215	0.00	100.00	0.00
Public – Institutions	E-Voting	1970051	1571824	79.78	1571824	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		1571824	79.78	1571824	0.00	100.00	0.00
Public – Non Institutions	E-Voting	4027241	19117	0.47	19091	26	99.86	0.14
	Poll		0	0.00	0	0	0.00	0.00
	Total		19117	0.47	19091	26	99.86	0.14
Total		23066507	18660156	80.89	18660130	26	99.99	0.01

Agenda 3: Appointment of Director in place of Mr. Manish Mundra (DIN: 08724646), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% 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 (7)=[(5)/(2)]
				(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]	*100
							*100	
Promoter and Promoter Group	E-Voting	17069215	17069215	100.00	17069215	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		17069215	100.00	17069215	0.00	100.00	0.00
Public – Institutions	E-Voting	1970051	1571824	79.78	1552674	19150	98.78	1.22
	Poll		0	0.00	0	0	0.00	0.00
	Total		1571824	79.78	1552674	19150	98.78	1.22
Public – Non Institutions	E-Voting	4027241	19117	0.47	17148	1969	89.70	10.30
	Poll		0	0.00	0	0	0.00	0.00
	Total		19117	0.47	17148	1969	89.70	10.30
Total		23066507	18660156	80.90	18639037	21119	99.88	0.12

Agenda 4: Ratification of the remuneration to be paid to M/s Vijender Sharma & Co., Cost Accountants, the Cost Auditors for the Financial Year ending on March 31, 2024.

Resolution Required	Ordinary Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% 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 (7)=[(5)/(2)]
				(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]	*100
							*100	
Promoter and Promoter Group	E-Voting	17069215	17069215	100.00	17069215	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		17069215	100.00	17069215	0.00	100.00	0.00
Public – Institutions	E-Voting	1970051	1571824	79.78	1571824	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		1571824	79.78	1571824	0.00	100.00	0.00
Public – Non Institutions	E-Voting	4027241	19117	0.47	18804	313	98.36	1.64
	Poll		0	0.00	0	0	0.00	0.00
	Total		19117	0.47	18804	313	98.36	1.64
Total		23066507	18660156	80.90	18659843	313	99.99	0.01

For APAC & Associates LLP

CHETAN
GUPTA

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GUPTA
Date: 2023.08.02 17:38:13
+05'30'

Chetan Gupta
Managing Partner
C. P. No. 7077
Date: August 02, 2023
Place: New Delhi



APAC & ASSOCIATES LLP

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No.02/2022 dated May 05, 2022 read with Circular No. 10/2022 dated December 28, 2022 as issued by Ministry of Corporate Affairs ("MCA Circular") read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and read with Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 issued by the Securities and Exchange Board of India ("SEBI Circular")]

**To,
The Chairman
Goodyear India Limited (*the "Company"*)
Mathura Road, Ballabgarh, Faridabad – 121 004**

Sub: Report on voting through electronic means (remote e-voting and e-voting system) conducted at the 62nd Annual General Meeting (AGM) of the Company held on Wednesday, August 02, 2023, at 10:00 A.M. (IST) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

Dear Sir,

I, Chetan Gupta, Company Secretary in Practice (COP No – 7077) & Managing Partner, APAC & Associates LLP, Company Secretaries (ICSI Unique Code – P2011DE025300), have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on May 29, 2023:

- i. to scrutinize the remote e-voting carried out during July 30, 2023 (9:30 A.M.) to August 01, 2023 (5:00 P.M.); and
- ii. to scrutinize the e-voting system at the AGM of the Company held through VC/OAVM, on the resolution(s) proposed in the AGM notice of the Company.

APAC & Associates LLP, a Limited Liability Partnership with LLP Registration No. AAF-7948

**Regd. Office: 604-605, PP City Centre, Road No. 44, Pitampura, New Delhi - 110 034
Tel.: +91-11- 42502625 • E-mail: info@apacandassociates.com • Website: www.apacandassociates.com**

Management’s Responsibility

The management of the Company is responsible to ensure the compliances for conducting the 62nd AGM of the members of the Company through VC/OAVM and to organize the process of remote e-voting and e-voting system during the AGM of the Company in accordance with the provisions of the Companies Act, 2013 read with rules made thereunder and the MCA Circulars issued in this regard.

Scrutinizer’s Responsibility

My responsibility as a Scrutinizer is ascertaining the requisite majority on voting through remote e-voting and voting through e-voting facility offered by National Security Depository Limited (NSDL) and submit the Scrutinizer’s report of the votes cast “in favor” or “against” the resolutions, based on the data downloaded from e-voting website of NSDL.

1. Further for the above, I submit my report as under:
 - a. The voting rights were reckoned on Wednesday, July 26, 2023, being the “**Cut Off Date**” to determine entitlements of the members to vote on the resolutions outlined in the AGM Notice through remote e-Voting before the 62nd AGM and e-voting system during the AGM on the resolutions (item no. 1 to 4 as set out in the AGM notice of the Company).
 - b. The notice of AGM dated May 29, 2023, as confirmed by the Company, was sent to the members in respect of the below-mentioned resolution(s), through electronic mode to those members whose e-mail addresses are registered with the Company/ Depositories.
 - c. After the conclusion of the e-voting at the AGM, the votes cast by the members present through VC/OAVM at the AGM through e-voting system and remote e-voting facility, were downloaded from the e-voting website of NSDL on August 02, 2023, around 11:38 A.M. in the presence of two witnesses, Divya Arora and Akash who are not in the employment of the Company.
 - d. A summary of the votes cast electronically is given as under:

ORDINARY BUSINESS:

Item No. 1

Ordinary Resolution: Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, including Balance Sheet as at March 31, 2023, the Statement of Profit and Loss Account and the Cash Flow Statement for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.

- (i) Voted **in favor** of the resolution:

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
1206	18658806	99.99

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
2	26	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	68157

Item No. 2

Ordinary Resolution: Declaration of Final Dividend of Rs. 26.50/- per equity share of Rs 10/- each for the Financial Year ended March 31, 2023.

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
1207	18660130	99.99

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
2	26	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	68157

Item No. 3

Ordinary Resolution: Appointment of Director in place of Mr. Manish Mundra (DIN: 08724646), Whole Time Director, who retires by rotation and being eligible, offers himself for re-appointment.

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
1193	18639037	99.88

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
16	21119	0.12

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	68157

SPECIAL BUSINESS:

Item No. 4

Ordinary Resolution: Ratification of the remuneration to be paid to M/s Vijender Sharma & Co., Cost Accountants, the Cost Auditors for the Financial Year ending on March 31, 2024.

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
1201	18659843	99.99

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

Number of members who voted	Number of votes cast by them	% of the total number of valid votes cast
8	313	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
2	68157

2. Based on the aforesaid results, I report that all Ordinary Resolutions as set out in Item No. 1 to 4 of the Notice of 62nd AGM dated May 29, 2023, have been **passed with requisite majority**. You may declare the result accordingly.

3. It is to be noted:
- a. The members abstained from voting were not considered; and
 - b. Body Corporates whose authorization resolutions/letter were not received were considered as invalid.

Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchange, (ii) to be placed on the website of the Company, and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking you,

Yours faithfully,

For **APAC & Associates LLP**

CHETAN Digitally signed
by CHETAN
GUPTA GUPTA
Date: 2023.08.02
17:34:21 +05'30'

Chetan Gupta

Managing Partner

COP No.: 7077

UDIN: F006496E000727106

Date: August 02, 2023

Place: New Delhi

Countersigned by:

For and on behalf of **Goodyear India Limited**

Anup Karnwal

Company Secretary & Compliance Officer