



**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

July 30, 2024

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 63<sup>rd</sup> Annual General Meeting (“AGM”)**

This is to inform you that the 63<sup>rd</sup> AGM of the Company was held on Tuesday, July 30, 2024, 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 July 30, 2024, 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](http://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 63<sup>rd</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF GOODYEAR INDIA LIMITED HELD ON TUESDAY, JULY 30, 2024 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 OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

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**Date of the AGM/EGM:** Tuesday, July 30, 2024 [Remote e-Voting period: Saturday, July 27, 2024 (9:30 a.m.) to Monday, July 29, 2024 (5:00 p.m.)]

**Total No of shareholders on Record Date (“Cut-off Date”)** 47475 Shareholders holding 2,30,66,507 shares.  
(July 23, 2024)

**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: **543**

**Agenda 1: Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, including the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss Account and the Cash Flow Statement for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.**

<b>Resolution Required</b>	Ordinary Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in Favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]</b>
				<b>(3)=[(2)/(1)]* 100</b>	<b>-4</b>	<b>-5</b>	<b>(6)=[(4)/(2)]</b>	<b>*100</b>
							<b>*100</b>	
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
	<b>Total</b>		<b>17069215</b>	<b>100.00</b>	<b>17069215</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	2050547	1691243	82.47	1691243	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1691243</b>	<b>82.47</b>	<b>1691243</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	3946745	18858	0.48	18592	266	98.60	1.40
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>18858</b>	<b>0.48</b>	<b>18592</b>	<b>266</b>	<b>98.60</b>	<b>1.40</b>
<b>Total</b>		<b>23066507</b>	<b>18779316</b>	<b>81.41</b>	<b>18779050</b>	<b>266</b>	<b>99.99</b>	<b>0.01</b>

**Agenda 2: Confirmation of Payment of Special Interim Dividend of INR 26/- per equity share fully paid up of INR 10/- each for the Financial Year 2023-24 and Declaration of Final Dividend of INR 15/- per equity share fully paid up of INR 10/- each for the Financial Year ended March 31, 2024.**

<b>Resolution Required</b>	Ordinary Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in Favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]</b>
				<b>(3)=[(2)/(1)]* 100</b>	<b>-4</b>	<b>-5</b>	<b>(6)=[(4)/(2)]</b>	<b>*100</b>
							<b>*100</b>	
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
	<b>Total</b>		<b>17069215</b>	<b>100.00</b>	<b>17069215</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	2050547	1692567	82.54	1692567	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1692567</b>	<b>82.54</b>	<b>1692567</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	3946745	18858	0.47	18592	266	98.59	1.41
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>18858</b>	<b>0.47</b>	<b>18592</b>	<b>266</b>	<b>98.59</b>	<b>1.41</b>
<b>Total</b>		<b>23066507</b>	<b>18780640</b>	<b>81.42</b>	<b>18780374</b>	<b>266</b>	<b>99.99</b>	<b>0.01</b>

**Agenda 3: Appointment of Director in place of Mr. Sandeep Mahajan (DIN: 08627456), Chairman and Managing Director, who retires by rotation and being eligible, offers himself for re-appointment.**

<b>Resolution Required</b>	Ordinary Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in Favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]</b>
				<b>(3)=[(2)/(1)]* 100</b>	<b>-4</b>	<b>-5</b>	<b>(6)=[(4)/(2)]</b>	<b>*100</b>
							<b>*100</b>	
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
	<b>Total</b>		<b>17069215</b>	<b>100.00</b>	<b>17069215</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	2050547	1692567	82.54	1691096	1471	99.91	0.09
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1692567</b>	<b>82.54</b>	<b>1691096</b>	<b>1471</b>	<b>99.91</b>	<b>0.09</b>
Public – Non Institutions	E-Voting	3946745	18858	0.48	18592	266	98.58	1.42
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>18858</b>	<b>0.48</b>	<b>18592</b>	<b>266</b>	<b>98.58</b>	<b>1.42</b>
<b>Total</b>		<b>23066507</b>	<b>18780640</b>	<b>81.42</b>	<b>18778903</b>	<b>1737</b>	<b>99.99</b>	<b>0.01</b>

**Agenda 4: Appointment of Mr. Nitesh Kumar Jain (DIN: 10615116) as a Non-Executive Director of the Company.**

<b>Resolution Required</b>	Ordinary Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in Favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]</b>
				<b>(3)=[(2)/(1)]* 100</b>	<b>-4</b>	<b>-5</b>	<b>(6)=[(4)/(2)]</b>	<b>*100</b>
							<b>*100</b>	
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
	<b>Total</b>		<b>17069215</b>	<b>100.00</b>	<b>17069215</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	2050547	1692567	82.54	1670349	22218	98.68	1.32
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1692567</b>	<b>82.54</b>	<b>1670349</b>	<b>22218</b>	<b>98.68</b>	<b>1.32</b>
Public – Non Institutions	E-Voting	3946745	18858	0.48	18577	281	98.50	1.50
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>18858</b>	<b>0.48</b>	<b>18577</b>	<b>281</b>	<b>98.50</b>	<b>1.50</b>
<b>Total</b>		<b>23066507</b>	<b>18780640</b>	<b>81.42</b>	<b>18758141</b>	<b>22499</b>	<b>99.88</b>	<b>0.12</b>

**Agenda 5: Ratification of remuneration of M/s Vijender Sharma & Co. (Firm Registration No: 000180), Cost Auditors of the Company, for the Financial Year ending on March 31, 2025**

<b>Resolution Required</b>	Ordinary Resolution							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	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
	<b>Total</b>		<b>17069215</b>	<b>100.00</b>	<b>17069215</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Institutions	E-Voting	2050547	1692567	82.54	1692567	0.00	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>1692567</b>	<b>82.54</b>	<b>1692567</b>	<b>0.00</b>	<b>100.00</b>	<b>0.00</b>
Public – Non Institutions	E-Voting	3946745	18851	0.48	18556	295	98.43	1.57
	Poll		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>18851</b>	<b>0.48</b>	<b>18556</b>	<b>295</b>	<b>98.43</b>	<b>1.57</b>
<b>Total</b>		<b>23066507</b>	<b>18780633</b>	<b>81.42</b>	<b>18780338</b>	<b>295</b>	<b>99.99</b>	<b>0.01</b>

For APAC & Associates LLP

CHETAN  
GUPTA

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CHETAN GUPTA  
Date: 2024.07.30  
15:17:59 +05'30'

**Chetan Gupta**  
**Managing Partner**  
**COP No. 7077**  
**Date: July 30, 2024**  
**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, Circular No. 10/2022 dated December 28, 2022 read with Circular No. 09/2023 dated September 25, 2023 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, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated January 05, 2023 read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023, issued by the Securities and Exchange Board of India ("SEBI Circular")]*

**To,  
The Chairman  
Goodyear India Limited (*the "Company"*)  
Mathura Road, Ballabgarh, Faridabad – 121004**

**Sub: Report on voting through electronic means (remote e-voting and e-voting system) conducted at the 63<sup>rd</sup> Annual General Meeting (AGM) of the Company held on Tuesday, July 30, 2024, 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 27, 2024:

- i. to scrutinize the remote e-voting carried out during July 27, 2024 (9:30 A.M.) to July 29, 2024 (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.

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**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](mailto:info@apacandassociates.com) • Website: [www.apacandassociates.com](http://www.apacandassociates.com)**



### **Management's Responsibility**

The management of the Company is responsible to ensure the compliances for conducting the 63<sup>rd</sup> 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 Tuesday, July 23, 2024, 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 63<sup>rd</sup> AGM and e-voting system during the AGM on the resolutions (Item no. 1 to 5 as set out in the AGM notice of the Company).
  - b. The notice of AGM dated May 27, 2024, 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 July 30, 2024, around 11.44 A.M. in the presence of two witnesses, Ms. Divya Arora and Mr. Vinayak Bhardwaj 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, 2024, including Balance Sheet as at March 31, 2024, the Statement of Profit and Loss Account and the Cash Flow Statement for the Financial Year ended March 31, 2024, 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
1194	18779050	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
5	266	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

## **Item No. 2**

**Ordinary Resolution:** Confirmation of Payment of Special Interim Dividend of INR 26/- per equity share fully paid up of INR 10/- each for the Financial Year 2023-24 and Declaration of Final Dividend of INR 15/- per equity share fully paid up of INR 10/- each for the Financial Year ended 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
1195	18780374	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
5	266	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

**Item No. 3**

**Ordinary Resolution:** Appointment of Director in place of Mr. Sandeep Mahajan (DIN: 08627456), Chairman and Managing 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
1194	18778903	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
6	1737	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

**SPECIAL BUSINESS:****Item No. 4**

**Ordinary Resolution:** Appointment of Mr. Nitesh Kumar Jain (DIN: 10615116) as a Non-Executive Director of the Company.

(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
1186	18758141	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
14	22499	0.12

(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

**Item No. 5**

**Ordinary Resolution:** Ratification of the remuneration of M/s Vijender Sharma & Co. (Firm Registration No: 000180), Cost Auditors of the Company, for the Financial Year ending on March 31, 2025.

(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
1191	18780338	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
7	295	0.01

(iii) **Invalid votes:**

Number of members whose votes were declared invalid	Number of votes cast by them
1	250

2. Based on the aforesaid results, I report that all Ordinary Resolutions as set out in Item No. 1 to 5 of the Notice of 63<sup>rd</sup> AGM dated May 27, 2024, have been **passed with the requisite majority**. You may declare the result accordingly.

3. It is to be noted that:

- 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  
GUPTA  Digitally signed by CHETAN GUPTA  
Date: 2024.07.30 15:11:27 +05'30'

**Chetan Gupta**

**Managing Partner**

**COP No.: 7077**

**UDIN: F006496F000855652**

**Date: July 30, 2024**

**Place: New Delhi**

**Countersigned by:**

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

ANUP  
KARNWAL  Digitally signed by  
ANUP KARNWAL  
Date: 2024.07.30  
15:26:16 +05'30'

**Anup Karnwal**

**Company Secretary & Compliance Officer**