



**CEAT LIMITED**  
RPG House  
463, Dr. Annie Besant Road,  
Worli, Mumbai - 400030, India  
☎ 91 22 24930621  
✉ customercare@ceat.com  
@ www.ceat.com  
CIN: L25100MH1958PLC011041

June 7, 2024

**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: CL25, CL26**

**CP Listed ISIN:** INE482A14CE3, INE482A14CF0,  
INE482A14CG8, INE482A14CH6, INE482A14CK0,  
INE482A14CL8

**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 furtherance to our letter dated May 7, 2024, intimating regarding the dispatch of Notice of Postal Ballot along with the Explanatory Statement and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Section 108 and Section 110 of the Companies Act, 2013 together with Companies (Management and Administration) Rules, 2014, we are submitting herewith the voting results of the business transacted by way of Postal Ballot in the prescribed format along with the consolidated report of the Scrutinizer on the remote e-voting as **Annexure A** and **Annexure B** respectively.

In this regard, we wish to inform you that as set out in the Notice of Postal Ballot, the following special resolutions have been as passed on June 6, 2024 through remote e-Voting:

1. Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company
2. Appointment of Ms. Sukanya Kripalu (DIN: 06994202) as an Independent Director of the Company
3. Appointment of Ms. Daisy Chittilapilly (DIN:09577569) as an Independent Director of the Company
4. Change in place of keeping registers and records of the Company
5. Amendment to the Object clause of Memorandum of Association of the Company

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 National Securities Depository Limited (NSDL) i.e. and <https://www.evoting.nsdl.com>.

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

Thanking you,

Yours faithfully,

For **CEAT Limited**

**Kumar Subbiah**

**Chief Financial 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)	06-06-2024
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	02-05-2024
Date of Issuance of Report to the company	06-06-2024

<b>Voting results</b>	
Record date	26-04-2024
Total number of shareholders on record date	119775
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	5
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				Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company				
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							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public-Institutions	E-Voting	14496291	9631862	66.4436	8365237	1266625	86.8496	13.1504
	Poll							
	Postal Ballot (if applicable)							
	Total		14496291	9631862	66.4436	8365237	1266625	86.8496
Public- Non Institutions	E-Voting	6858403	31804	0.4637	27428	4376	86.2407	13.7593
	Poll							
	Postal Ballot (if applicable)							
	Total		6858403	31804	0.4637	27428	4376	86.2407
Total		40450092	28759064	71.0976	27488063	1271001	95.5805	4.4195
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	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Sukanya Kripalu (DIN: 06994202) as an Independent Director of the Company				
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							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public-Institutions	E-Voting	14496291	9631862	66.4436	9241725	390137	95.9495	4.0505
	Poll							
	Postal Ballot (if applicable)							
	Total		14496291	9631862	66.4436	9241725	390137	95.9495
Public- Non Institutions	E-Voting	6858403	31712	0.4624	27452	4260	86.5666	13.4334
	Poll							
	Postal Ballot (if applicable)							
	Total		6858403	31712	0.4624	27452	4260	86.5666
Total		40450092	28758972	71.0974	28364575	394397	98.6286	1.3714
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	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Daisy Chittilapilly (DIN: 09577569) as an Independent Director of the Company				
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							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public-Institutions	E-Voting	14496291	9631862	66.4436	9630971	891	99.9907	0.0093
	Poll							
	Postal Ballot (if applicable)							
	Total		14496291	9631862	66.4436	9630971	891	99.9907
Public- Non Institutions	E-Voting	6858403	31744	0.4628	27353	4391	86.1675	13.8325
	Poll							
	Postal Ballot (if applicable)							
	Total		6858403	31744	0.4628	27353	4391	86.1675
Total		40450092	28759004	71.0975	28753722	5282	99.9816	0.0184
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	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Change in place of keeping registers and records of the Company				
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							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public-Institutions	E-Voting	14496291	9631862	66.4436	9631862	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14496291	9631862	66.4436	9631862	0	100
Public- Non Institutions	E-Voting	6858403	31709	0.4623	27753	3956	87.524	12.476
	Poll							
	Postal Ballot (if applicable)							
	Total		6858403	31709	0.4623	27753	3956	87.524
Total		40450092	28758969	71.0974	28755013	3956	99.9862	0.0138
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	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Amendment to the Object clause of Memorandum of Association of the Company				
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							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public-Institutions	E-Voting	14496291	9631862	66.4436	9614627	17235	99.8211	0.1789
	Poll							
	Postal Ballot (if applicable)							
	Total		14496291	9631862	66.4436	9614627	17235	99.8211
Public- Non Institutions	E-Voting	6858403	31628	0.4612	26966	4662	85.2599	14.7401
	Poll							
	Postal Ballot (if applicable)							
	Total		6858403	31628	0.4612	26966	4662	85.2599
Total		40450092	28758888	71.0972	28736991	21897	99.9239	0.0761
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	

June 06, 2024

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

Kind Attention: Mr. Kumar Subbiah – Chief Financial Officer

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

Dear Sir,

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

1. Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company;
2. Appointment of Ms. Sukanya Kripalu (DIN: 06994202) as an Independent Director of the Company;
3. Appointment of Ms. Daisy Chittilapilly (DIN:09577569) as an Independent Director of the Company;
4. Change in place of keeping registers and records of the Company;
5. Amendment to the Object clause of Memorandum of Association of the Company.

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 National Securities Depository Limited ('NSDL') e-voting system in respect of the said Resolutions.

Thanking-you.

Yours faithfully,

Pravinchandra Nahalchand Parikh  
Digitally signed by Pravinchandra Nahalchand Parikh  
Date: 2024.06.06 19:36:32 +05'30'

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 Special Resolutions:

1. Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company;
2. Appointment of Ms. Sukanya Kripalu (DIN: 06994202) as an Independent Director of the Company;
3. Appointment of Ms. Daisy Chittilapilly (DIN:09577569) as an Independent Director of the Company;
4. Change in place of keeping registers and records of the Company;
5. Amendment to the Object clause of Memorandum of Association of the Company.

Pursuant to the Postal Ballot Notice dated May 2, 2024, 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, Circular No. 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 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 May 2, 2024 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 National Securities Depository Limited ('NSDL') 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, April 26, 2024 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, May 8, 2024 at 09:00 a.m. (IST) and ended on Thursday, June 6, 2024 at 05:00 p.m. (IST) (both days inclusive) and the NSDL 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 NSDL 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.

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

**Resolution 1: Special Resolution****Appointment of Mr. Milind Sarwate (DIN: 00109854) as an Independent Director of the Company**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
639*	2,74,88,063	95.58

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
72*	12,71,001	4.42

(iii) **Invalid** votes:

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

Contd....4

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**Resolution 2: Special Resolution****Appointment of Ms. Sukanya Kripalu (DIN: 06994202) as an Independent Director of the Company**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
666*	2,83,64,575	98.63

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
41*	3,94,397	1.37

(iii) **Invalid** votes:

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

Contd....5

**Resolution 3: Special Resolution****Appointment of Ms. Daisy Chittilapilly (DIN: 09577569) as an Independent Director of the Company**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
670	2,87,53,722	99.98

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
35	5,282	0.02

(iii) **Invalid** votes:

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

**Resolution 4: Special Resolution****Change in place of keeping registers and records of the Company**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
671	2,87,55,013	99.99

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
33	3,956	0.01

(iii) **Invalid** votes:

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

Contd....7

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**Resolution 5: Special Resolution****Amendment to the Object clause of Memorandum of Association of the Company**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
668	2,87,36,991	99.92

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
35	21,897	0.08

(iii) **Invalid** votes:

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

\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

Pravinchandra Nahalchand Parikh  
 Digitally signed by Pravinchandra Nahalchand Parikh  
 Date: 2024.06.06 19:37:04 +05'30'

Signature:  
 Name: P.N. Parikh  
 Scrutinizer  
 FCS: 327 CP: 1228  
 UDIN: F000327F000542341  
 P/R No. 1129/2021

Dated: June 06, 2024

Place: Mumbai

**For CEAT Limited**

**Kumar Subbiah**  
**Chief Financial Officer**