



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 17, 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

Dear Sirs / Madam,

Sub: Outcome of the Board Meeting held on June 17, 2024

Pursuant to Regulation 30, 51 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company at its meeting held today, i.e. on June, 17, 2024, *inter-alia*, considered and approved the following:

A. Re-appointment of Mr. Arnab Banerjee as Managing Director & Chief Executive Officer of the Company:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee of the Company, considered and approved re-appointment of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director & Chief Executive Officer of the Company for a further term of one year w.e.f. April 1, 2025, subject to approval of shareholders.

B. Appointment of Independent Director:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee of the Company, considered and approved the appointment of Mr. Praveen Pardeshi (Pravinsingh Pardeshi) (DIN: 01658052) as an Additional Director in the capacity of Non-Executive, Independent



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Director of the Company for a period of five years w.e.f. June 17, 2024, subject to approval of shareholders by way of Special Resolution.

C. Appointment of Company Secretary and Compliance Officer:

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee of the Company, considered and approved the appointment of Mr. Gaurav Tongia bearing Membership No. F-5955 as the Company Secretary and Compliance Officer of the Company w.e.f. July 1, 2024.

D. Further Investment in Cleanwin Energy Five LLP:

Pursuant to Regulation 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, if any, this is to inform you that the Company proposes to invest ₹ 45.00 Lacs (Rupees Forty-Five Lacs only) in Cleanwin Energy Five LLP as per the proposed power delivery agreement to be signed and executed between the Company and Cleanwin Energy Five LLP.

Disclosures as required under Regulation 30 of the SEBI (LODR) Regulations, 2015 and pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith.

The Board meeting commenced at 3.30 p.m. and concluded at 4.15 p.m.

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For **CEAT Limited**

Kumar Subbiah
Chief Financial Officer

Encl: as above



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Annexure - A

Re-appointment of Mr. Arnab Banerjee as Managing Director & Chief Executive Officer of the Company:

Sr.No	Particulars	Information of event
1	Reason for change viz. appointment, Resignation, removal, death or otherwise	Re-Appointment as Managing Director & Chief Executive Officer of the Company.
2	Date of Re-Appointment / Cessation (as applicable) & term of appointment	w.e.f. April 1, 2025 for a period of one year subject to approval of shareholders by way of an Ordinary Resolution.
3	Brief Profile	<p>Mr. Arnab Banerjee is the Managing Director & CEO of CEAT Limited. He has total experience of over 30 years during which he has worked in CEAT, Marico and Berger Paints. Arnab is an alumnus of the Harvard Business School (AMP190), IIM Kolkata and IIT Kharagpur. He also holds a Professional Certified Coach (PCC) Certification.</p> <p>He joined CEAT in the year 2005 as Vice President-Sales and Marketing. Over the years he has shouldered more responsibilities and has been the Chief Operating Officer at CEAT since 2018 prior to taking over his current role.</p> <p>Everything about customers is his passion. He also takes interest in amateur stage acting, photography, high altitude trekking and long-distance running. He loves his Kindle and is always ready for 'adda' on anything under the sun.</p>
4	Disclosure of Relationship with Directors	Mr. Arnab Banerjee is not related to any other Director or Key Managerial Personnel of the Company.
5	Affirmation pertaining to non-debarment from holding the office of Director by virtue of any SEBI order or any other such authority.	As per declaration submitted to the Company, Mr. Arnab Banerjee has confirmed that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.



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Annexure - B

Appointment of Mr. Praveen Pardeshi an Additional Independent Director

Sr.No	Particulars	Information of event
1	Reason for change viz. appointment, Resignation, removal, death or otherwise	Appointment as an Additional Director in the capacity of Non-Executive, Independent Director
2	Date of Appointment / Cessation (as applicable) & term of appointment	w.e.f. June 17, 2024 for a period of 5 years subject to approval of shareholders by way of a Special Resolution
3	Brief Profile	As attached.
4	Disclosure of Relationship with Directors	Mr. Praveen Pardeshi is not related to any other Director or Key Managerial Personnel of the Company.
5	Affirmation pertaining to non-debarment from holding the office of Director by virtue of any SEBI order or any other such authority.	As per declaration submitted to the Company, Mr. Praveen Pardeshi has confirmed that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Profile – Mr. Praveen Pardeshi

Mr. Praveen Pardeshi is a Retired Indian Administrative Service (IAS) officer with over 34 years of experience in the services of 1985 batch Maharashtra Cadre. He has served in various senior executive roles including Additional Secretary to the Chief Minister of Maharashtra, the Principal Secretary of Revenue and Forest Department, Maharashtra, and Municipal commissioner of Greater Mumbai. At present he is working as a Member (Administration), Capacity Building Commission, Government of India (New Delhi) as Secretary, overseeing the Honorable Prime Minister Mr. Narendra Modi’s flagship initiative “Mission Karmyogi”. Mr. Pardeshi led the training of 100,000 citizen-facing railways staff and over 400 UT police personnel to impart citizen-centric values. He is appointed as the Chief Executive Officer (CEO) of the think tank Maharashtra Institution for Transformation (MITRA) since July 2023. MITRA is being overseen by the Hon CM of Maharashtra and is formed on the lines of Niti Aayog. MITRA is committed to enabling Maharashtra’s district-level data collection and analysis, thus generating insights to catalyze necessary policy formulation. MITRA-led transformation will drive the target of making Maharashtra state a \$1 trillion economy by FY28.

Mr. Pardeshi was all India first in the Indian Administrative Services batch of 1985. During his stint, Mr. Pardeshi also held various senior leadership positions within the United Nations as the Chief of the Transition Recovery unit, UNDP Geneva, and Senior Coordinator of the United Nations International Strategy for Disaster Reduction (UNISDR). He has subsequently headed the regional offices of the Support and Coordination Unit of UNISDR. Mr. Pardeshi was the Global Program Coordinator for the Defeat-NCD Partnership within the United Nations Institute of Training and Research (UNITAR). Mr. Pardeshi has been a key player in post-disaster and conflict recovery programs of UNDP and the public administration, governance reform, wildlife conservation, and public health efforts against COVID-19 in Maharashtra, India. Mr. Pardeshi appointed as the District Collector and District Magistrate for Latur District, and supervised law and order, along with drought management. In September 1993, Latur District was devastated by an earthquake of 6.7 Richter scale with Killari village as the epicenter. Mr. Pardeshi managed the Earthquake relief works following the Killari Earthquake and successfully implemented a Killari Earthquake reconstruction project.

Mr. Pardeshi holds an MSc degree in Social Policy, Participatory Planning, and Economic Development from the London School of Economics and Political Science (LSE). Before getting a master’s degree in development economics from DSE, he was an Economics graduate from DU.

Annexure - C

Appointment of Mr. Gaurav Tongia as Company Secretary and Compliance Officer:

Sr.No	Particulars	Information of event
1	Reason for change viz. appointment, Resignation, removal, death or otherwise	Appointment as Company Secretary and Compliance Officer of the Company.
2	Date of Appointment / Cessation (as applicable) & term of appointment	w.e.f. July 1, 2024
3	Brief Profile	<p>Mr. Gaurav Tongia is a qualified Company Secretary, possessing a Fellow Membership of the Institute of Company Secretaries of India (ICSI) and is also a qualified ACIS from the Institute of Chartered Secretaries and Administrators, UK (ICSA). A post-graduate in Commerce and a law graduate, he has done business development program from IIT Bombay and an Executive MBA equivalent program from S P Jain Institute of Management Research, Mumbai. He is also certified for Lean Zen Six-sigma Certification for ESOP Process.</p> <p>He has post qualification experience of 21 years in the legal and secretarial function(s) of Services and Manufacturing industries.</p>
4	Disclosure of Relationship with Directors	Mr. Gaurav Tongia is not related to any other Director or Key Managerial Personnel of the Company.
5	Affirmation pertaining to non-debarment from holding the office of Director by virtue of any SEBI order or any other such authority.	Not Applicable

Annexure – D

(Disclosure under Regulation 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

Name of the target entity, details in brief such as size, turnover etc.	Cleanwin Energy Five LLP (" Cleanwin "), is a special purpose vehicle, to undertake the business of generation of renewable energy from conventional and non-conventional sources of energy and to supply such electricity on captive basis to the Company.
Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Not Applicable
Industry to which the entity being acquired belongs	Captive power generation projects and development of renewable energy.
Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The Company shall provide 26% of the Contribution amount aggregating to Rs. 45,00,000 lacs (Rupees Forty-Five Lacs only), in one or more tranches as per electricity act/MERC/CERC captive power regulation to become sole captive member consumer of generating company to fulfill captive compliance.
Brief details of any governmental or regulatory approvals required for the acquisition	NA
Indicative time period for completion of the acquisition	Estimated to be completed by September, 2024
Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration by way of remittance through normal banking channel.
Cost of acquisition or the price at which the shares are acquired	₹ 45.00 Lacs (Rupees Forty-Five Lacs only), in one or more tranches being 26% of contribution amount as per Electricity Act/ MERC/CERC Captive Power Regulations.
Percentage of shareholding / control acquired and / or number of shares acquired	The Company shall provide 26% of the Contribution amount aggregating to 22,50,000 lacs (Rupees Twenty-Two lacs Fifty Thousand Only), in one or more tranches as per electricity act/MERC/CERC captive power regulation.
Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years	Cleanwin is a Limited Liability Partnership incorporated on 16 th September 2020, having LLP Identification No. AAT-8567. The registered office of Cleanwin is situated in Mumbai.

<p>turnover, country in which the acquired entity has presence and any other significant information (in brief)</p>	<p>Cleanwin is <i>inter alia</i>, engaged in the business of generation of renewable energy from conventional and non-conventional sources of energy and supplying such energy.</p> <p>Turnover:</p> <p>FY 2021-22 - ₹ 56 Lacs FY 2022-23 – ₹ 200 Lacs FY 2023-24 – ₹ 200 Lacs</p>
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