

Goodyear India Limited

Corporate Office :

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Jasola, New Delhi - 110 025

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SO - 1364  
March 13, 2015

**FAX – 022 22723121/Courier**

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

Sub: Goodyear India Limited (500168) – Results of the Postal Ballot

Ref.: Our letter no. SO - 1362 dated March 12, 2015 (“letter”) along with ‘Annexure A’ (Results of Postal Ballot Notice dated January 16, 2015) and ‘Annexure B’ (Scrutinizer’s Report along with Annexure 1)

Dear Sirs,

In furtherance to the above referred letter, we are in receipt of ‘Revised Annexure 1 of the Scrutinizer’s Report’ dated March 13, 2015 (Copy attached as ‘Appendix 1’). In view of the same, please find revised Para ‘C’ of ‘Annexure A’ of our above mentioned letter (Copy attached as ‘Appendix 2’).

Also, please note the there is no impact of any kind whatsoever on the postal ballot results.

You are requested to kindly take the above on record and acknowledge the receipt of the same.

Thanking you,

Yours very truly,  
For **Goodyear India Limited**

  
Company Secretary

**Pankaj Gupta**

FCS: 4647

CC:

Central Depository Services (India) Limited  
17th Floor, P J Towers, Dalal Street, Fort,  
Mumbai-400 001

National Securities Depository Limited  
4th Floor, “A” Wing Trade World,  
Kamala Mills Compounds,  
Senapati Bapat Marg,  
Lower Parel,  
Mumbai-400 013

Encl: Appendix 1 and Appendix 2

REVISED ANNEXURE - 1

REVISED ANNEXURE TO SCRUTINIZER'S REPORT NO. 94/2014-15 DATED MARCH 10, 2015 IN RELATION TO POSTAL BALLOT NOTICE DATED JANUARY 16, 2015 OF M/S GOODYEAR INDIA LIMITED IN THE FORMAT PRESCRIBED AS PER CLAUSE 35A OF LISTING AGREEMENT

This revised annexure is to rectify the inadvertent error in Column No. (1) and consequently in Column no. (3) of the below tables for Item No. 1 to 6. Further, this is to clarify that there is no impact of any kind whatsoever on the results.

ITEM NO. 1

Revision in the Remuneration of Mr. Rajeev Anand, Vice Chairman & Managing Director effective May 1, 2014:

Promoter / Public	No. of shares held (1)	Total Valid Votes (2)	% of votes polled on outstanding shares (3) [[2/1)*100]	Total Assent (4)	Total Dissent (5)	% votes in favor (6) [[4/2)*100]	% votes in dissent (7) [[5/2)*100]
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public - Institutional holders	2138808	2084598	97.47	2067598	17000	99.18	0.82
Public-Others	3858484	59378	1.54	53920	5458	90.81	9.19
<b>Total</b>	<b>23066507</b>	<b>19213191</b>	<b>83.29</b>	<b>19190733</b>	<b>22458</b>	<b>99.88</b>	<b>0.12</b>



**ITEM NO. 2**

Revision in the Remuneration of Mr. Yashwant Singh Yadav, Director – HR &amp; Corporate Affairs effective May 1, 2014:

Promoter / Public	No. of shares held (1)	Total Valid Votes (2)	% of votes polled on outstanding shares (3) [(2/1)*100]	Total Assent (4)	Total Dissent (5)	% votes in favor (6) [(4/2)*100]	% votes in dissent (7) [(5/2)*100]
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public – Institutional holders	2138808	2084598	97.47	2067598	17000	99.18	0.82
Public-Others	3858484	51726	1.34	45175	6551	87.34	12.66
<b>Total</b>	<b>23066507</b>	<b>19205539</b>	<b>83.26</b>	<b>19181988</b>	<b>23551</b>	<b>99.88</b>	<b>0.12</b>



**ITEM NO. 3**

Appointment of Ms. Sudha Ravi as an Independent Director:

Promoter / Public	No. of shares held (1)	Total Valid Votes (2)	% of votes polled on outstanding shares (3) [(2/1)*100]	Total Assent (4)	Total Dissent (5)	% votes in favor (6) [(4/2)*100]	% votes in dissent (7) [(5/2)*100]
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public - Institutional holders	2138808	2084598	97.47	2084598	0	100.00	0.00
Public-Others	3858484	51997	1.35	49451	2546	95.10	4.90
<b>Total</b>	<b>23066507</b>	<b>19205810</b>	<b>83.26</b>	<b>19203264</b>	<b>2546</b>	<b>99.99</b>	<b>0.01</b>





**ITEM NO. 4**

Amendment of Articles of Association of the Company:

Promoter / Public	No. of shares held (1)	Total Valid Votes (2)	% of votes polled on outstanding shares (3) [[2/1)*100]	Total Assent (4)	Total Dissent (5)	% votes in favor (6) [[4/2)*100]	% votes in dissent (7) [[5/2)*100]
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public - Institutional holders	2138808	2084598	97.47	2084598	0	100.00	0.00
Public-Others	3858484	52056	1.35	50299	1757	96.62	3.38
<b>Total</b>	<b>23066507</b>	<b>19205869</b>	<b>83.26</b>	<b>19204112</b>	<b>1757</b>	<b>99.99</b>	<b>0.01</b>



**ITEM NO. 5**

Appointment of Mr. Ravi Virra Gupta as an Independent Director:

<b>Promoter / Public</b>	<b>No. of shares held (1)</b>	<b>Total Valid Votes (2)</b>	<b>% of votes polled on outstanding shares (3) [(2/1)*100]</b>	<b>Total Assent (4)</b>	<b>Total Dissent (5)</b>	<b>% votes in favor (6) [(4/2)*100]</b>	<b>% votes in dissent (7) [(5/2)*100]</b>
<b>Promoter and Promoter Group</b>	17069215	17069215	100	17069215	0	100.00	0.00
<b>Public - Institutional holders</b>	2138808	2084598	97.47	108008	1976590	5.18	94.82
<b>Public-Others</b>	3858484	52036	1.35	49490	2546	95.11	4.89
<b>Total</b>	<b>23066507</b>	<b>19205849</b>	<b>83.26</b>	<b>17226713</b>	<b>1979136</b>	<b>89.70</b>	<b>10.30</b>



**ITEM NO. 6**

Appointment of Mr. Chandrashekhar Dasgupta as an Independent Director:

Promoter / Public	No. of shares held (1)	Total Valid Votes (2)	% of votes polled on outstanding shares (3) [(2/1)*100]	Total Assent (4)	Total Dissent (5)	% votes in favor (6) [(4/2)*100]	% votes in dissent (7) [(5/2)*100]
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public - Institutional holders	2138808	2084598	97.47	108008	1976590	5.18	94.82
Public-Others	3858484	52044	1.35	49398	2646	94.92	5.08
<b>Total</b>	<b>23066507</b>	<b>19205857</b>	<b>83.26</b>	<b>17226621</b>	<b>1979236</b>	<b>89.69</b>	<b>10.31</b>

Thanking you,  
Yours faithfully,  
For APAC & Associates  
Company Secretaries



Chetan Gupta  
Partner  
Membership No. 6496  
C.P. No. 7077



Date: March 13, 2015  
Place: New Delhi

Revised Para C of 'Annexure A' (Results of Postal Ballot Notice dated January 16, 2015) of our letter no. SO - 1362 dated March 12, 2015

C. Details of the voting results

The details of the voting results for the Ordinary and Special Resolutions passed through postal ballot process (including e-voting) are as under:

<b>Date of the Declaration of Results</b>	March 12, 2015
<b>Total number of shareholders on record date (January 16, 2015)</b>	27278
<b>No. of Shareholders present in the meeting either in person or through proxy:</b> <ul style="list-style-type: none"> <li>• Promoters and Promoter Group:</li> <li>• Public:</li> </ul>	NOT APPLICABLE (Postal ballot)
<b>No. of Shareholders attended the meeting through video conferencing:</b> <ul style="list-style-type: none"> <li>• Promoters and Promoter Group:</li> <li>• Public:</li> </ul>	NOT APPLICABLE (Postal ballot)





Agenda No. 1:

Revision in the remuneration of Mr Rajeev Anand,  
Vice-Chairman & Managing Director effective May  
1, 2014

Resolution required

Special

Mode of voting

Postal ballot including E-voting

Promoter/ Public	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	17069215	17069215	100	17069215	0	100.00	0.00
Public – Institutional holders	2138808	2084598	97.47	2067598	17000	99.18	0.82
Public-Others	3858484	59378	1.54	53920	5458	90.81	9.19
<b>Total</b>	<b>23066507</b>	<b>19213191</b>	<b>83.29</b>	<b>19190733</b>	<b>22458</b>	<b>99.88</b>	<b>0.12</b>



Agenda No. 2:

Revision in the remuneration of Mr Yashwant Singh Yadav, Director – HR & Corporate Affairs effective May 1, 2014

Resolution required

Special

Mode of voting

Postal ballot including E-voting

Promoter/ Public	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding g shares  (3)=[(2)/(1)]* 100	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)] *100	% of Votes against on votes polled  (7)=[(5)/(2)] *100
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public – Institutional holders	2138808	2084598	97.47	2067598	17000	99.18	0.82
Public-Others	3858484	51726	1.34	45175	6551	87.34	12.66
<b>Total</b>	<b>23066507</b>	<b>19205539</b>	<b>83.26</b>	<b>19181988</b>	<b>23551</b>	<b>99.88</b>	<b>0.12</b>



Agenda No. 3:

Appointment of Ms Sudha Ravi as an Independent Director for 5 years effective June 7, 2014

Resolution required

Ordinary

Mode of voting

Postal ballot including E-voting

Promoter/ Public	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]* 100	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)] *100	% of Votes against on votes polled  (7)=[(5)/(2)] *100
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public – Institutional holders	2138808	2084598	97.47	2084598	0	100.00	0.00
Public-Others	3858484	51997	1.35	49451	2546	95.10	4.90
<b>Total</b>	<b>23066507</b>	<b>19205810</b>	<b>83.26</b>	<b>19203264</b>	<b>2546</b>	<b>99.99</b>	<b>0.01</b>



Agenda No. 4:

Amendment of Articles of Association of the Company

Resolution required

Special

Mode of voting

Postal ballot including E-voting

Promoter/ Public	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	17069215	17069215	100	17069215	0	100.00	0.00
Public – Institutional holders	2138808	2084598	97.47	2084598	0	100.00	0.00
Public-Others	3858484	52056	1.35	50299	1757	96.62	3.38
<b>Total</b>	<b>23066507</b>	<b>19205869</b>	<b>83.26</b>	<b>19204112</b>	<b>1757</b>	<b>99.99</b>	<b>0.01</b>





Agenda No. 5:

Appointment of Mr Ravi Vira Gupta as an Independent Director

Resolution required

Ordinary

Mode of voting

Postal ballot including E-voting

Promoter/ Public	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	17069215	17069215	100	17069215	0	100.00	0.00
Public – Institutional holders	2138808	2084598	97.47	108008	1976590	5.18	94.82
Public-Others	3858484	52036	1.35	49490	2546	95.11	4.89
<b>Total</b>	<b>23066507</b>	<b>19205849</b>	<b>83.26</b>	<b>17226713</b>	<b>1979136</b>	<b>89.70</b>	<b>10.30</b>



Agenda No. 6:

Appointment of Mr. Chandrashekhar Dasgupta as  
an Independent Director

Resolution required

Ordinary

Mode of voting

Postal ballot including E-voting

Promoter/ Public	No. of shares held  (1)	No. of votes polled  (2)	% of Votes Polled on outstanding shares  (3)=[(2)/(1)]* 100	No. of Votes – in favour  (4)	No. of Votes – against  (5)	% of Votes in favour on votes polled  (6)=[(4)/(2)] *100	% of Votes against on votes polled  (7)=[(5)/(2)] *100
Promoter and Promoter Group	17069215	17069215	100	17069215	0	100.00	0.00
Public – Institutional holders	2138808	2084598	97.47	108008	1976590	5.18	94.82
Public-Others	3858484	52044	1.35	49398	2646	94.92	5.08
<b>Total</b>	<b>23066507</b>	<b>19205857</b>	<b>83.26</b>	<b>17226621</b>	<b>1979236</b>	<b>89.69</b>	<b>10.31</b>

