

October 1, 2013

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

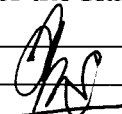
Sub: Quarterly Compliance Report on Corporate Governance for the quarter ended September, 2013.

Dear Sir,

Enclosed please find the Compliance Report on Corporate Governance for the quarter ended September 30, 2013.

Name of the Company: CEAT LIMITED
Quarter ending on: September 30, 2013

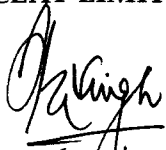
| Particulars | Clause of Listing agreement | Compliance Status Yes/No | Remarks |
|---|-----------------------------|--------------------------|--|
| I. Board of Directors | 49 (I) | | |
| (A) Composition of Board | 49 (I A) | Yes | |
| (B) Non executive Directors' Compensation and disclosures | 49 (I B) | Yes | |
| (C) Other Provisions as to Board and Committees | 49 (I C) | Yes | |
| (D) Code of Conduct | 49 (I D) | Yes | |
| | | | |
| II. Audit Committee | 49 (II) | | |
| (A) Qualified & Independent Audit Committee | 49 (II A) | Yes | Considering that Chairman of the Audit Committee would not be able to attend the Annual General Meeting (AGM) being held on 22 nd August, 2013 due to him being abroad, the Audit Committee, at its meeting held on 1 st August, 2013, had authorized Mr. S. Doreswamy, member of the Audit Committee to attend the AGM and perform the role, as if of the Chairman of the Audit committee and answer the queries of the Shareholders, if any. |
| (B) Meeting of Audit Committee | 49 (II B) | Yes | |



| | | | |
|--|-----------|-----|-------------------------------|
| (C) Powers of Audit Committee | 49 (II C) | Yes | |
| (D) Role of Audit Committee | 49 (II D) | Yes | |
| (E) Review of Information by Audit Committee | 49 (II E) | Yes | |
| | | | |
| III. Subsidiary Companies | 49 (III) | Yes | |
| | | | |
| IV. Disclosures | 49 (IV) | | |
| (A) Basis of related party transactions | 49 (IV A) | Yes | |
| (B) Disclosure of Accounting Treatment | 49 (IV B) | - | Not applicable |
| (C) Board Disclosures | 49 (IV C) | Yes | |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D) | Yes | |
| (E) Remuneration of Directors | 49 (IV E) | Yes | Complied for the year 2012-13 |
| (F) Management | 49 (IV F) | Yes | Complied for the year 2012-13 |
| (G) Shareholders | 49 (IV G) | Yes | Complied for the year 2012-13 |
| | | | |
| V. CEO/CFO Certification | 49 (V) | Yes | Complied for the year 2012-13 |
| | | | |
| VI. Report on Corporate Governance | 49 (VI) | Yes | Complied for the year 2012-13 |
| | | | |
| VII. Compliance | 49 (VII) | Yes | Complied for the year 2012-13 |

Thanking you,

Yours faithfully,
For **CEAT LIMITED**



H. N. Singh Rajpoot
Company Secretary

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