

October 05, 2015

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	The National Stock Exchange of India Limited Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai- 400 051
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**Sub: Quarterly Compliance Report on Corporate Governance for the quarter ended September 30, 2015.**

Dear Sir/Madam,

Pursuant to Clause 49 of the Listing Agreement, please find enclosed, the Compliance Report on Corporate Governance for the quarter ended September 30, 2015.

**Name of the Company : CEAT LIMITED**  
**Quarter ending on : September 30, 2015**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (II A)	Yes	
(B) Independent Directors	49 (II B)	Yes	
(C) Non executive Directors' compensation and disclosures	49 (II C)	Yes	
(D) Other Provisions as to Board and Committees	49 (II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	
(F) Whistle Blower Policy	49 (II F)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	

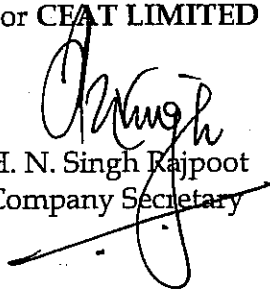
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	As of now the Company does not have any material non listed Indian subsidiary company.
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49(VIII)		
(A) Related party transactions	49 (VIII A)	Yes	During the quarter under review, there were no material transactions with Related Parties.
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	The Company has made all necessary disclosures in the Annual Report for F.Y. 2014-15.
(D) Management	49 (VIII D)	Yes	The Company has made all necessary disclosures in the Annual Report for F.Y. 2014-15.
(E) Shareholders	49 (VIII E)	Yes	The Company has made all necessary disclosures in the Annual Report for F.Y. 2014-15.



(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	The necessary disclosures with regard to utilization proceeds for Debenture issue will be made in the quarterly results for the quarter ended September 30, 2015.
IX. CEO/CFO Certification	49 (IX)	Yes	Complied for the F.Y. 2014-15.
X. Report on Corporate Governance	49 (X)	Yes	The Company has made all necessary disclosures in the Annual Report for F.Y. 2014-15.
XI. Compliance	49 (XI)	Yes	The Company has made all necessary disclosures in the Annual Report for F.Y. 2014-15.

Thanking you,

Yours faithfully,  
For CEAT LIMITED

  
H. N. Singh Rajpoot  
Company Secretary

