Compliance Report on Corporate Governance for the Quarter ending September 30, 2016

Name of Listed Entity: CEAT Limited
 Quarter ending: September 30, 2016

Composition of Board of Directors as on September 30, 2016 I. No. of post of Title Name of the DIN Category (Chairperson / Number of Date of Tenure[^] No. of Executive/Non-Chairperson in (Mr./Ms) Director Appointment Directorship in memberships in **Executive/Independent/Nominee** in the Current Audit/Stakeholde listed entities Audit/Stakeholde term/cessatio including this r Committee(s) r Committee held in listed entities listed entity including this n (Regulation including this listed entity 25(1) of Listing (Regulation 26(1) listed entity Regulations) of Listina Regulations) Harsh Vardhan 00026726 Chairman, Non-Executive Director 16.10.1981 NA Mr. Goenka 01.04.2012 Mr. Anant Vardhan 02089850 **Executive Director (Managing** NA 2 (Refer Note 1) Goenka Director) **Executive Director (Whole Time** Mr. Arnab Banerjee 06559516 07.05.2013 NA 1 Director) Non-Executive -Independent Mr. Paras K. 09.08.2016 5 years Chowdharv 00076807 Director (Refer Note 2) 00287029 10.09.1998 5* Mr. Hari L. Mundra Non-Executive Director NA 2 00046810 Non-Executive- Independent 26.09.2014 2 Mr. Mahesh S. Gupta 5 years (Refer Note 3) Director 00002102 Mr. Atul C. Choksey Non-Executive -Independent 26.09.2014 5 years Director (Refer Note 4) S. Doreswamy 00042897 Non-Executive-Independent 26.09.2014 2 4* 2 Mr. 5 years Director (Refer Note 5) 9* Haigreve Khaitan 00005290 Non-Executive-Independent 8 2 26.09.2014 5 years Mr. Director (Refer Note 6) 00086038 26.09.2014 Kantikumar R. Non-Executive- Independent 2 Mr. 5 years (Refer Note 7) Podar Director 26.09.2014 Vinay Bansal 01674284 Non-Executive- Independent Mr. 5 years 1 Director (Refer Note 8) Non-Executive -Independent Ms. Punita Lal 03412604 26.09.2014 3 5 years (Refer Note 9) Director Ranjit Pandit 00782296 Non-Executive-Independent 12.08.2015 Mr. 5 years

(Refer Note

Director

Compliance Report on Corporate Governance for the Quarter ending September 30, 2016

 Compliance report on corporate continues for the addition change coptember 66, 2016						
				10)		

^Tenure for current term

*Membership includes Chairmanship of Committees. Membership in Unlisted Companies, if any is also included.

Notes:

- 1. Original Date of appointment of Mr. Anant Goenka as Additional Director is 21-12-2009
- 2. Original Date of appointment of Mr. Paras K. Chowdhary is 01-04-2013
- 3. Original date of appointment of Mr. Mahesh Gupta is 02-05-2002
- 4. Original date of appointment of Mr. Atul C. Choksey is 28-01-2000
- 5. Original date of appointment of Mr. S. Doreswamy is 27-07-2000
- 6. Original date of appointment of Mr. Haigreve Khaitan is 29-07-1999
- 7. Original date of appointment of Mr. Kantikumar R. Podar is 27-09-1997
- 8. Original date of appointment of Mr. Vinay Bansal is 24-07-2009
- 9. Original date of appointment of Ms. Punita Lal is 29-04-2014

Date(s) of Meeting (if any) in the previous

guarter

April 27, 2016

10. Original date of appointment of Mr. Ranjit Pandit is 03-03-2015

I. Composition of Committees as on September 30, 2016

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non- Executive/independent/Nominee)
Audit Committee	1. Mr. Mahesh S. Gupta	Non-Executive-Independent Director
	2. Mr. S. Doreswamy	Non-Executive-Independent Director
	3. Mr. Hari L. Mundra	Non-Executive Director
	4. Mr. Vinay Bansal	Non-Executive-Independent Director
2. Nomination & Remuneration Committee	1. Mr. Mahesh S. Gupta	Non-Executive-Independent Director
	2. Mr. S. Doreswamy	Non-Executive-Independent Director
	3. Mr. Paras K. Chowdhary	Non-Executive – Independent Director
Risk Management Committee	1. Mr. Mahesh S. Gupta	Non-Executive-Independent Director
	2. Mr. S. Doreswamy	Non-Executive-Independent Director
	3. Mr. Hari L. Mundra	Non-Executive Director
	4. Mr. Vinay Bansal	Non-Executive-Independent Director
Stakeholders Relationship Committee	1. Mr. S. Doreswamy	Non-Executive-Independent Director
·	2. Mr. Mahesh S. Gupta	Non-Executive-Independent Director
	3. Mr. Paras K. Chowdhary	Non-Executive-Independent Director

Meeting of Board of Directors

Maximum gap between any two consecutive meetings in number of days

91

II.

Date (s) of Meeting (if any) in the relevant

quarter

July 28, 2016

Compliance Report on Corporate Governance for the Quarter ending September 30, 2016

	III.	Meeting of Committees	7 00, 2010	
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*	
	Au	udit Committee		
July 28, 2016	Quorum was present. All 4 Members were present throughout both the meeting	April 27, 2016	91	
	U	Relationship Committee		
July 28, 2016	Quorum was present. All 3 Members were present throughout the meeting	April 27, 2016	91	
		d Remuneration Committee		
July 06, 2016	Quorum was present. All 3 Members were present throughout the meeting	April 27, 2016	69	
	Risk Mar	nagement Committee		
July 28, 2016	Quorum was present. All 4 Members were present throughout the meeting	-	N.A.	
	IV. R	Related Party Transactions		
	ubject	Compliance Status (Yes/No/NA)		
Whether prior approval of Audit Comm	ittee obtained	Yes		
Whether shareholder approval obtaine	d for material RPT	NA		
Whether details of RPT entered into pureviewed by Audit Committee	ırsuant to omnibus approval have been	Yes		
	V.	Affirmations		

Compliance Report on Corporate Governance for the Quarter ending September 30, 2016

- 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 2. The composition of the following Committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee
- 3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, wherever applicable.
- 5. The report submitted in the previous quarter had been placed before Board of Directors and there were no comments/observations/advice of Board of Directors on the said report. This report will be placed before the Board of Directors in ensuing meeting.

For CEAT Limited

Sd/-Shruti Joshi Company Secretary

Compliance Report on Corporate Governance for the Quarter ending September 30, 2016

Compliance Report on Corporate Governance at the end of 6 months after end of financial year 2015-16 along-with second quarter report of 2016-17

Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes Business Responsibility Report : N.A
Presence of Chairperson of Audit Committee at the Annual General Meetina	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

For CEAT Limited

Sd/-Shruti Joshi Company Secretary

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