

August 09, 2017

**BSE Limited** 

Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001 National Stock Exchange of India

Limited

Exchange Plaza

Bandra Kurla Complex,

Bandra (East), Mumbai 400 051

Security Code: 500878/952523

Symbol: CEATLTD

Sub: Details of Voting Results of the Fifty-Eighth Annual General Meeting (AGM) held on Tuesday, August 8, 2017

Pursuant to Regulations 44 (3) of the of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details of voting results of the business transacted at the Fifty-Eighth Annual General Meeting (AGM) held on Tuesday, August 8, 2017 in the prescribed format.

We are also enclosing the copy of Consolidated Scrutinizer Report on the remote e-voting and e-voting conducted at the AGM.

All 8 (Eight) resolutions at AGM were passed with requisite majority.

The above information will be uploaded on the website of the Company and also on the website of Central Depository Services (India) Limited.

You are requested to take the same on records.

Thanking you,

Yours faithfully, For **CEAT Limited** 

Shruti Joshi Company Secretary

Encl: As above





#### **CEAT LIMITED**

August 8, 2017
60098*
17 (including 13 members through authorised representatives)
63 (including 1 member through authorised representative)
Nil
Nil

<sup>\*</sup>This excludes 1 beneficiary account namely "CEAT Limited- Unclaimed Securities Suspense Account", of which voting rights have been frozen as per Regulation 39 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



	CEAT LIMITED
Resolution required: (Ordinary / Special)	Resolution (1)
Whether promoter/ promoter group are interested in the agenda/resolution?	Ordinary
are part interested in the agenda/resolution?	No
a, the Audited Financial Statements as the co	Adoption of:
Reports of the Rose	Adoption of: spany for the financial year ended March 31, 2017, together with the
b. the Audited Consolidated Financial Statem	d of Directors and the Auditors thereon and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Auditors thereon.

Sr. No.	Category	Mode of Voting	Total No. of Shares Held	No. of votes	% of Votes Polled on outstandin g shares [3]=[(2)/	No. of Votes - in favour	No. of Votes -	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	% of Votes invalid or votes polled
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	E-Voting	[1]	[2]	(1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100		[8]	[9]=[(8)
		Poll (e-voting at the AGM)		20533744	100.00	20533744	0	100.00	0.00	[ [6]	(2)]*100
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.0
1	Promoter and Promoter Group	Total	20522744	0	0.00	Ö	0	0.00	0.00	0	0.0
		E-Voting	20533744		100.00	~~~~		100.00	0.00		0.0
		Poll (e-voting at the AGM)	-	7001519	50.90	7001519	0	100.00	0.00	0	0.0
		Postal Ballot (if applicable)	-	υ	0.00	0	0	0.00	0.00	0	0.0
2	Public - Institutional holders	Total	13756628	7001519	0.00	0	0	0.00	0.00	0	0.0
		E-Voting	13730026	72706	50.90	7001519	0	100.00	0.00	ol	0.0
		Poll (e-voting at the AGM)	- <del> </del>	6243	1.21	72706	0	100.00	0.00	0	0.0
_	S 1 10 - 500	Postal Ballot (if applicable)	† I	0243]	0.10	6243	0	100.00	0.00	o	0.00
3	Public-Others	Total	6022896	78949	1.31	70040	0	0.00	0.00	o	0.00
		E-Voting	1	27607969	68.48	78949	0]	100.00	0.00	0	0.00
-	j	Poll (e-voting at the AGM)	1	6243	0.02	27607969	<u> </u>	100.00	0.00	0	0.00
,		Postal Ballot (if applicable)	1	0	0.02	6243	0[	100.00	0.00	0	0.00
	otal	Total	40313268	27614212	68.50	27614212	0	0.00	0.00	0	0.00
						2/014212	0	100.00	0.00	n	0.00



CEAT LIMITED	
Resolution required: (Ordinary / Special)	
Whether promoter/ promoter group are interested in the accord (acceptable)	
No No	

Declaration of dividend on Equity Shares for the financial year ended March 31, 2017

Sr. No.	Category	Mode of Voting	Total No. of Shares Held	No. of votes	Votes Polled on outstandin g shares	No. of Votes -		% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	% of Votes invalid on votes polled
		E-Voting	[1]	[2] 20533744	[3]=[(2)/ (1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100	[7]=[(5)/ (2)]*100	[8]	[9]=[(8), (2)]*100
		Poll (e-voting at the AGM)	-	20535744			0	100.00	0.00	0	
		Postal Ballot (if applicable)	-	<u> </u>	0.00	0	0	0.00			0.0
1	Promoter and Promoter Group	Total	20533744	20533744	100.00	20533744	0	0.00	0.00	0	0.0
		E-Voting		7001519	50.90	7001519	U	100.00	0.00	0	0.0
		Poll (e-voting at the AGM)		0	0.00	7001319	- 0	100.00	0.00	0	0.0
,		Postal Ballot (if applicable)		0	0.00		0	0.00	0.00	0	0.0
2	Public - Institutional holders	Total	13756628	7001519	50.90	7001519	0	100.00	0.00	0	0.0
1		E-Voting		72706	1,21	72706	0	100.00	0.00	0	0.0
ļ		Poll (e-voting at the AGM)		6243	0.10	6243	0	100.00	0.00	0	0.0
3	Public-Others	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total E Voltage	6022896	78949	1.31	78949	0	100.00	0.00		0.00
- 1		E-Voting		27607969	68.48	27607969	ol	100.00	0.00		0.00
1	}	Poll (e-voting at the AGM)		6243	0.02	6243	0	100.00	0.00	V	0.00
		Postal Ballot (if applicable) Total		Ö	0.00	0	Ö	0.00	0.00		0.00
		1001	40313268	27614212	68.50	27614212	o	100.00	0.00		0.00



CEAT LI	MITED
Resolution required: (Ordinary / Special)	ion (3)
Whether promoter/ promoter group are interested in the agenda/resolution?	Ordinary
	Yes
f .	

Re-appointment of Mr. H. V. Goenka (DTN: 00026726)

Sr. No	Category	Mode of Voting	Total No. of Shares Held	No. of votes	g shares	No. of Votes -	No. of Votes -	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	% of Votes invalid on votes polled
	······································	E-Voting	[1]	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100	[7]=[(5)/ (2)]*100	[8]	[9]=[(8)/ (2)]*100
		Poll (e-voting at the AGM)	-	20533744			0	100.00		0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	Ö	0.00
1	Promoter and Promoter Group	Total	20533744	20533744	100.00	0	0	0.00	0.00	0	0.00
ĺ		E-Voting	20333744	6729164		20533744	0	100.00		0	0.00
1		Poll (e-voting at the AGM)	1	0723104	0.00	5631717	1097447	83.69	16.31	0	0.00
		Postal Ballot (if applicable)	┪		0.00		0	0.00	0.00	0	0.00
2	Public - Institutional holders	Total Total	13756628	6729164	48.92	5631717	10071.5	0.00	0.00	0	0.00
		E-Voting	23/30020	72706	1.21		1097447	83.69	16.31	0	0.00
Ţ		Poll (e-voting at the AGM)	<b>1</b> }	6243	0.10	72256 6243	450	99.38	0.62	0	0.00
[		Postal Ballot (if applicable)	1		0.00	0243	- 01	100.00	0.00	0	0.00
3 1	Public-Others	Total	6022896	78949	1.31	78499	450	0.00	0.00	0	0.00
		E-Voting	302,030	27335614	67.81	26237717	450	99.43	0.57	0	0.00
1		Poll (e-voting at the AGM)	<b>1</b>	6243	0.02	6243	1097897	95.98	4.02	0	0.00
		Postal Ballot (if applicable)	j		0.00	0243	0]	100.00	0.00	0	0.00
ri		Total	40313268	27341857	67.82	O)	O)	0.00	0.00	n n	0.00



CEAT LIM	ITED	
Resolution required: (Ordinary / Special)	n (4)	
	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	No	

Appoin	tment of Messrs S R B C & Ci	LLP, Statutory	Auditors of the	e Company i	for the second	term of 5 (five	l concocutio			
Category	Mode of Voting	Total No. of Shares Held	No. of votes	Votes Polled on outstandin g shares	No. of Votes -		% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	% of Votes invalid on votes polled
		[1]	[2]	(1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100			[9]=[(8)/ (2)]*100
	<u></u>	4	20533744	100.00	20533744	0	100.00		I	0.00
		4	0		0	0	0.00	0.00	0	0.00
Promoter and Promoter Group			0		0	0	0.00	0.00	0	0.00
romoter and Promoter Group		20533744					100.00	0.00	0	0.00
		-	/001519		7001519	0	100.00	0.00	0	0.00
		4	0		0	0	0.00	0.00	0	0.00
Public - Institutional holders	Total	12756670	7001510		0	0		0.00	0	0.00
		13/30028						0.00	0	0.00
		- <del> </del>							0	0.00
		<del> </del>	0243			0			0	0.00
Public-Others	Total	6022896	78949			- 0			0	0.00
	E-Voting	3022830				1			0	0.00
	Poll (e-voting at the AGM)	1							0	0.00
	Postal Ballot (if applicable)	†	02.10		0243				0	0.00
Total	Total	40313268	27614212		27614202	10			0	0.00 <b>0.00</b>
	Promoter and Promoter Group  Public - Institutional holders  Public-Others	Category  Mode of Voting  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable) Total E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable) Total E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable) Total E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable) Total E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable) Total E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)	Category  Mode of Voting  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)  Total  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)  Total  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)  Total  13756628  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)  Total  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)  Total  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)  Total  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)  Total  E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)	Category         Mode of Voting         Total No. of Shares Held polled         No. of votes polled           E-Voting         [1]         [2]           Promoter and Promoter Group         Poll (e-voting at the AGM) Postal Ballot (if applicable)         20533744           Promoter and Promoter Group         Total         20533744           E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)         0           Public - Institutional holders         Total         13756628         7001519           E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)         72706           Public-Others         Total         6022896         78949           E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)         6022896         78949           E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)         6022896         78949           E-Voting Poll (e-voting at the AGM) Postal Ballot (if applicable)         6022896         78949	Category   Mode of Voting   Total No. of Shares Held   No. of votes Polled on outstanding shares   [1]   [2]   (1)]*100	Category   Mode of Voting   Total No. of Shares Held   No. of votes Polled on outstanding shares in favour	Category   Mode of Voting   Total No. of Shares Held   Total No. of Votes Polled on Outstanding g shares in favour against   [3]=[(2)/ (1)]*100   [4]   [5]   [5]   [5]   [5]   [5]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6]   [6	Category   Mode of Voting   Total No. of Shares Held   Total No. of Votes   Polled on outstandin g shares   Tavour on votes   T	Category   Mode of Voting   Total No. of Shares Held   No. of votes polled on outstanding shares in favour on votes polled   Formal Promoter Group   Formal Promoter and Promoter Group   Public - Institutional holders   Formal Promoter Group   Formal Promoter Group   Public - Institutional holders   Formal Promoter Group   Formal Group   Formal Group	Category   Mode of Voting   Total No. of Shares Held   S



CEAT LIMITE	ED
Resolution (	(5)
Resolution required: (Ordinary / Special)	Ordinary J
Whether promoter/ promoter group are interested in the agenda/resolution?	lo

Authorita for annual to a co

			Authority f	or appointmen	t of Branch .	Auditors.					
Sr. No.	Category	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstandin g shares	No. of Votes - in favour		% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	% of Votes invalid on votes polled
		E Vaking	[1]	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	[6]=[(4)/ (2)]*100	[7]=[(5)/ (2)]*100	[8]	[9]=[(8)/ (2)]*100
		E-Voting	_	20533744			0	100.00	0.00	0	0.00
		Poll (e-voting at the AGM)	4	0	0.00		Ö	0.00	0.00	0	0.00
1	Promoter and Promoter Group	Postal Ballot (if applicable)	4	0	0.00		0	0.00	0.00	0	0.00
1	riomoter and Promoter Group	Total	20533744		100.00	20533744	0	100.00	0.00	Ō	0.00
		E-Voting	_	7001519	50.90	7001519	0	100.00	0.00	Ö	0.00
		Poll (e-voting at the AGM)		0	0.00	0	0	0.00	0.00	0	0.00
٠, ١	Dodetta Tantii iy	Postal Ballot (if applicable)	_	0	0.00	0	0	0.00	0.00	0	0.00
2	Public - Institutional holders	Total	13756628	7001519	50.90	7001519	0	100.00	0.00		0.00
		E-Voting		72706	1.21	72706	0	100.00	0.00		0.00
- 1		Poll (e-voting at the AGM)		6243	0.10	6243	Ō	100.00	0.00	ก	0.00
		Postal Ballot (if applicable)		Ō	0.00	0	ol	0.00	0.00		0.00
3	Public-Others	Total	6022896	78949	1.31	78949	0	100.00	0.00	0	0.00
		E-Voting		27607969	68.48	27607969	o	100.00	0.00	0	0.00
		Poll (e-voting at the AGM)	] [	6243	0.02	6243	0	100.00	0.00	0	0.00
		Postal Ballot (if applicable)	] [	0	0.00	0.	o	0.00	0.00	0	0.00
<u>_</u>	Total	Total	40313268	27614212	68.50	27614212	0	100.00	0.00	0	0.00



CEAT LIMITE	ED The state of th
Resolution (6	6)
Resolution required: (Ordinary / Special)	pecial
Whether promoter/ promoter group are interested in the agenda/resolution?	25

Appointment of Mr. Anant Vardhan Goenka (DIN 02089850) as Managing Director of the Company. % of % of % of % of Votes Votes in Votes Votes Polled on favour on against on invalid on Total No. of No. of votes outstandin No. of Votes - No. of Votes votes votes votes Sr. No. Category Mode of Voting Shares Held polled g shares in favour against polled polled Invalid Votes polled [3]=[(2)/ [6]=[(4)/ [7]=[(5)/ [9]=[(8)/ [1] [2] (1)]\*100 [4] [5] (2)]\*100 (2)]\*100 [8] (2)]\*100 E-Voting 20533744 100.00 20533744 100.00 0.00 0 0.00 Poll (e-voting at the AGM) 0.00 0.00 0.00 0.00 Postal Ballot (if applicable) 0.00 0.00 0.00 0.00 1 Promoter and Promoter Group Total 20533744 20533744 100.00 20533744 100.00 0.00 0.00 E-Voting 7001519 50.90 7001519 100.00 0.00 0.00 Poll (e-voting at the AGM) 0.00 0.00 0.00 0.00 Postal Ballot (if applicable) 0.00 0.00 0.00 0.00 2 Public - Institutional holders Total 13756628 7001519 50.90 7001519 100.00 0.00 0.00 ol E-Voting 72706 1.21 72256 450 99.38 0.62 0.00 Poll (e-voting at the AGM) 6243 0.10 6243 100.00 0.00 0.00 Postal Ballot (if applicable) 0.00 0.00 0.00 0.00 3 Public-Others Total 78949 6022896 1.31 78499 450 99.43 0.57 0.00 E-Voting 27607969 68.48 27607519 450 100.00 0.00 0.00 Poli (e-voting at the AGM) 6243 0.02 6243 100.00 0.00 0.00 Postal Ballot (if applicable) 0.00 0.00 0.00 0 0.00 Total Total 27614212 40313268 68.50 27613762 450 100.00 0.00 0.00



CEAT LIMITED	
Resolution required: (Ordinary / Special)	
Whether promoter/ promoter group are interested in the agenda/resolution?  Ordinary  No.	
No No	
Ratification of remuneration	

Ratification of remuneration payable to Messrs D. C. Dave & Co., Cost Auditors of the Company. % of % of % of % of Votes Votes in Votes Votes Polled on favour on against on Total No. of Sr. No. Category No. of votes outstandin No. of Votes invalid on No. of Votes Mode of Voting votes votes Shares Held polled g shares votes in favour against polled polled Invalid Votes polled [3]=[(2)/ [6]=[(4)/ [7]=[(5)/ [1] [9]=[(8)/ [2] (1)]\*100 [4] [5] E-Voting (2)]\*100 (2)]\*100 [8] 20533744 (2)]\*100 100.00 20533744 Poll (e-voting at the AGM) 100.00 0.00 0.00 0.00 Postal Ballot (if applicable) 0.00 0.00 0 0.00 0.00 1 Promoter and Promoter Group Total 0.00 0.00 0.00 20533744 20533744 100.00 20533744 E-Voting 100.00 0.00 Ö 7001519 0.00 50.90 7001519 Poll (e-voting at the AGM) 100.00 0.00 া 0.00 0.00 Postal Ballot (if applicable) 0 0.00 0.00 ী 0.00 2 0.00 Public - Institutional holders 0 Total 0.00 0.00 0.00 13756628 7001519 50.90 7001519 E-Voting 100.00 0.00 0.00 72706 1.21 Poll (e-voting at the AGM) 72706 100.00 0.00 0.00 6243 0.10 6243 Postal Ballot (if applicable) 100.00 0.00 0.00 0.00 3 Public-Others Total 0.00 0.00 ΟĪ 6022896 78949 0.00 1.31 78949 E-Voting 100.00 0.00 0.00 27607969 68.48 27607969 0 100.00 Poll (e-voting at the AGM) 0.00 o 0.00 6243 0.02 6243 Postal Ballot (if applicable) 100.00 0.00 0.00 0 0.00 Total Total 0.00 0.00 40313268 0.00 27614212 68,50 27614212 100.00 0.00



0.00

			·····	CEAT LIM							
Resolut	ion required: (Ordinary / Spe	ocial)		Resolutio	n (8)						
Whethe	r promoter/ promoter group	are interested in the			Special	*****			T	T	
An	Proval for making offer(a)	in the agenda	resolution?		No		***************************************		·····	-	
- 4-	oroval for making offer(s) or plac	invitation(s) to subscribe se	cured/unsecure	d, non-convert	ible debent	ures/bonds or	such other del	ot securities	(debt secu	itioo\ thust	
	, prac	cement basis in one or more	series/ tranche	s, not exceedin	,	00,00,000 (Ruj	ees Five Hund	red Crores	oniv).	nties) through	private
					76 01			% of	% of	1	% of
				ļ	Votes Polled on		1	Votes in	Votes		Votes
C= 11	6-4		Total No. of	No. of votes		No. of Votes -		favour on	against on		invalid on
SI. 140.	Category	Mode of Voting	Shares Held	polled	g shares	in favour	against	votes	votes		votes
				<u> </u>	[3]=[(2)/		aganist	polled	poiled	Invalid Votes	
	<u> </u>		[1]	[2]	(1)]*100	[4]	[5]	(2)]*100	[7]=[(5)/ (2)]*100	507	[9]=[(8)
		E-Voting		20533744	100.00		1-1		. ,	[8]	(2)]*100
		Poll (e-voting at the AGM)		0	0.00	Ó	0	0.00		0	0.0
1	Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.00	0	<u> </u>	0.00		0	0.0
т	Fromoter and Promoter Group	Total	20533744	20533744	100.00	20533744	n v	100.00	1	<u>U</u>	0.00
		E-Voting		7001519	50.90	7001519	0	100.00		0	0.00
į		Poll (e-voting at the AGM)		0,	0.00	0	0	0.00	0.00	0	0.00
2	Dublic Tracks to 11	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Public - Institutional holders	Total	13756628	7001519	50.90	7001519	0	100,00	0.00	0	0.00
ı		E-Voting		72706	1.21	72696	10	99.99	0.00	0	0.00
1		Poll (e-voting at the AGM)	]	6243	0.10	6243	10	100.00		0	0.00
3	Public-Others	Postal Ballot (if applicable)	]	0	0.00	0		0.00	0.00	0	0.00
		Total	6022896	78949	1.31	78939	10	99.99	0.00	0	0.00
		E-Voting		27607969	68.48	27607959	10	100.00	0.01	0	0.00
[		Poll (e-voting at the AGM)	] [	6243	0.02	6243		100.00	0.00	0	0.00
j.		Postal Ballot (if applicable)	] [	0	0.00	0		0.00	0.00	0	0.00
	Otal	Total	40313268	27614212	68.50	27614202	10	100.00	0.00	0	0.00



# PARIKH & ASSOCIATES COMPANY SECRETARIES

Office:

111, 11th Floor, Sai-Dwar CHS Ltd, Sab TV Lane, Opp Laxmi Industrial Estate Off Link Road, Above Shabari Restaurant. Andheri (W), Mumbai: 400 053

Tel.: 26301232 / 26301233 / 26301240 Email: cs@parikhassociates.com parikh.associates@rediffmail.com

To,
The Chairman
CEAT LIMITED
463, Dr. Annie Besant Road,
Worli,
Mumbai-400030

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system at the 58th Annual General Meeting of CEAT Limited held on Tuesday, August 8, 2017 at 3.00 p.m. at Ravindra Natya Mandir, P. L. Deshpande Maharashtra Kala Academy, Sayani Road, Prabhadevi, Mumbai - 400025

I, Mitesh Dhabliwala, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of CEAT Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 58th Annual General Meeting of CEAT Limited held on Tuesday, August 8, 2017 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 8, 2017.

The notice dated April 28, 2017 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM of the Company.



The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through electronic voting system to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Tuesday, August 1, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Saturday, August 5, 2017 at 09:00 a.m. (IST) and ended on Monday, August 7, 2017 at 05:00 p.m. (IST) and the CDSL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting and voting through electronic voting system at the AGM in respect of the said resolutions.



### Resolution 1: Ordinary Resolution

### Adoption of:

- (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon; and
- (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2017, together with the Report of the Auditors thereon.
- (i) Voted in favour of the resolution:

Number voted	of members	Number of valid votes cast by them	% of total number of valid votes cast
	210	2,76,14,212	100.00

### (ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
· otek		NIL	NIL	N.A

24	vote		Number of invalid votes cast by them
declared	шічац	NIL	NIL



# Resolution 2: Ordinary Resolution

Declaration of Dividend on Equity Shares for the financial year ended March 31, 2017.

### (i) Voted in favour of the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast by them	valid votes cast
		210	2,76,14,212	100.00

# (ii) Voted against the resolution:

Number of men	bers Number of cast by ther		of total number of
voted	NII.	NII. Va.	lid votes cast

Number whose declared	votes	members were	Number of invalid votes cast by them
		NIL	NIL



# Resolution 3: Ordinary Resolution

Re-appointment of Mr. H. V. Goenka (DIN: 00026726) as a Director of the Company.

### (i) Voted in favour of the resolution:

Number	of	members	Number of valid votes	%	of t	otal	number	of
voted			cast by them	val	lid vo	otes c	ast	
		185	2,62,43,960				95	.98

# (ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast by them	valid votes cast
		24	10,97,897	4.02

Number	of	members	Number of invalid votes
whose	vote	es were	cast by them
declared	inval	id	
		NIL	NIL



### Resolution 4: Ordinary Resolution

Appointment of Messrs SRBC & CO LLP, Statutory Auditors of the Company for the second term of 5 (Five) consecutive years.

### (i) Voted in favour of the resolution:

	of	members	Number of valid votes	% of total number of
voted			cast by them	valid votes cast
		209	2,76,14,202	100.00 (Rounded Off)

# (ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast by them	valid votes cast
		1	10	0.00

	vote		Number of invalid votes cast by them
deciared	IIIVaii	NIL	NIL



# Resolution 5: Ordinary Resolution

# Authority for appointment of Branch Auditors.

# (i) Voted in favour of the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast by them	valid votes cast
		210	2,76,14,212	100.00

### (ii) Voted against the resolution:

Number	of	members	Number of valid votes	% of total number of
voted			cast by them	valid votes cast
		NIL	NIL	N.A

Number	of	members	Number of invalid votes	
whose declared	vote inval		cast by them	
		NIL	NIL	



### Resolution 6: Special Resolution

Appointment of Mr. Anant Vardhan Goenka (DIN: 02089850) as Managing Director of the Company.

# (i) Voted in favour of the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		209	2,76,13,762	100.00 (Rounded Off

# (ii) Voted against the resolution:

Number voted	of r	members	Number of valid votes cast by them		total votes c	number	of
		1	450			0	.00

Number	of	members	Number of invalid votes
whose declared	vote inval		cast by them
		NIL	NIL



### Resolution 7: Ordinary Resolution

Ratification of remuneration payable to Messrs D. C. Dave & Co., Cost Auditors of the Company.

# (i) Voted in favour of the resolution:

Number	of	members	Number of valid votes	% of total number of
voted	1900		cast by them	valid votes cast
	- AND THE RESERVE OF THE PERSON OF THE PERSO	210	2,76,14,212	100.00

# (ii) Voted against the resolution:

Number o	of members	Number of valid votes	% of total number of
voted		cast by them	valid votes cast
	NIL	NIL	N.A

Number	of	members	Number of invalid votes
whose declared	vote invali		cast by them
		NIL	NIL



### **Resolution 8: Special Resolution**

Approval for making offer(s) or invitation(s) to subscribe secured/unsecured, non-convertible debentures/bonds or such other debt securities ("debt securities") through private placement basis in one or more series/tranches, not exceeding Rs. 5,00,00,00,000 (Rupees Five Hundred Crores only).

### (i) Voted in favour of the resolution:

	of	members	Number of valid votes	% of total number of
voted			cast by them	valid votes cast
		209	2,76,14,202	100.00(Rounded Off)

### (ii) Voted against the resolution:

Number voted	of	members	Number of valid votes cast by them	% of total number of valid votes cast
		1	10	0.00

### (iii) Invalid votes:

Number of member whose votes wer declared invalid	
NI	L NIL

Thanking you, Yours faithfully,

Mitesh Dhabliwala

Parikh & Associates

**Practising Company Secretaries** 

FCS: 8331 CP No.: 9511

111,11th Floor, Sai Dwar CHS Ltd, Sab TV Lane, Opp.LaxmiIndl. Estate, Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai - 400053.

Place: Mumbai

Dated: August 08, 2017

J. July

