



**CEAT LIMITED**  
RPG House  
463, Dr. Annie Besant Road,  
Worli, Mumbai - 400030, India  
☎ 91 22 24930621  
✉ customercare@ceat.com  
🌐 www.ceat.com  
CIN: L25100MH1958PLC011041

August 30, 2024

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

**Security Code: 500878**

**National Stock Exchange of India Limited**

Exchange Plaza, Bandra Kurla Complex,  
Bandra (East),  
Mumbai 400 051

**Symbol: CEATLTD**

**NCD Symbol: CL25, CL26**

**CP Listed ISIN:** INE482A14CN4, INE482A14CM6,  
INE482A14CQ7, INE482A14CP9, INE482A14CR5,  
INE482A14CT1, INE482A14CS3

Dear Sir/Madam,

**Sub: Details of Voting results and Scrutinizer's Report for the 65<sup>th</sup> Annual General Meeting of the Company.**

Pursuant to Regulation 44 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other rules and regulations, as may be applicable, we submit herewith the voting results of the business(es) transacted at the 65<sup>th</sup> AGM of the Company held on August 29, 2024, through Video Conferencing / Other Audio Visual Means, in the prescribed format as **Annexure A** along with the consolidated report of the Scrutinizer on the remote e-voting and e-voting conducted at the AGM as **Annexure B**.

In this regard, we wish to inform you that all the business(es) set out in the Notice, have been passed with the requisite majority.

The above information is being uploaded on the website of the Company i.e. [www.ceat.com](http://www.ceat.com) and on the website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

It is requested to take the same on record and disseminate appropriately.

Thanking you,

Yours faithfully,  
For **CEAT Limited**

**(Gaurav Tongia)**  
**Company Secretary**

Encl: As above

<b>General information about company</b>	
Scrip code	500878
NSE Symbol	CEATLTD
MSEI Symbol	NOTLISTED
ISIN	INE482A01020
Name of the company	CEAT Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-08-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:39 PM

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Mitesh Dhabliwala
Firms Name	Parikh & Associates
Qualification	CS
Membership Number	F8331
Date of Board Meeting in which appointed	17-06-2024
Date of Issuance of Report to the company	30-08-2024

<b>Voting results</b>	
Record date	22-08-2024
Total number of shareholders on record date	147903
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	21
b) Public	33
No. of resolution passed in the meeting	7
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt: a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, 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, 2024, together with the Report of the Auditors thereon.				
Category	Mode of voting	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	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public-Institutions	E-Voting	14462148	9677282	66.9146	9675217	2065	99.9787	0.0213
	Poll							
	Postal Ballot (if applicable)							
	Total		14462148	9677282	66.9146	9675217	2065	99.9787
Public-Non Institutions	E-Voting	6892546	17112	0.2483	16917	195	98.8604	1.1396
	Poll							
	Postal Ballot (if applicable)							
	Total		6892546	17112	0.2483	16917	195	98.8604
Total		40450092	28789792	71.1736	28787532	2260	99.9921	0.0079
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare dividend of Rs. 30/- (Rupees Thirty) per equity share of face value of Rs. 10/- (Rupees Ten) each for the Financial Year ended March 31, 2024.				
Category	Mode of voting	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	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14462148	9768759	67.5471	9768759	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14462148	9768759	67.5471	9768759	0	100
Public- Non Institutions	E-Voting	6892546	17111	0.2483	16948	163	99.0474	0.9526
	Poll							
	Postal Ballot (if applicable)							
	Total		6892546	17111	0.2483	16948	163	99.0474
Total		40450092	28881268	71.3998	28881105	163	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			To appoint a Director in place of Mr. Paras Kumar Chowdhary, Non-Executive, Non-Independent Director (DIN: 00076807), who retires by rotation, in terms of Section 152(6) of the Companies Act, 2013 ('the Act') and being eligible, offers himself for re-appointment.					
Category	Mode of voting	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	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public-Institutions	E-Voting	14462148	9768759	67.5471	7694921	2073838	78.7707	21.2293
	Poll							
	Postal Ballot (if applicable)							
	Total		14462148	9768759	67.5471	7694921	2073838	78.7707
Public-Non Institutions	E-Voting	6892546	17094	0.248	16893	201	98.8241	1.1759
	Poll							
	Postal Ballot (if applicable)							
	Total		6892546	17094	0.248	16893	201	98.8241
Total		40450092	28881251	71.3997	26807212	2074039	92.8187	7.1813
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(4)</b>								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration payable to M/s D.C. Dave & Co., Cost Auditor of the Company for the Financial Year ending March 31, 2025.				
Category	Mode of voting	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	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14462148	9768759	67.5471	9768759	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14462148	9768759	67.5471	9768759	0	100
Public- Non Institutions	E-Voting	6892546	17019	0.2469	16814	205	98.7955	1.2045
	Poll							
	Postal Ballot (if applicable)							
	Total		6892546	17019	0.2469	16814	205	98.7955
Total		40450092	28881176	71.3995	28880971	205	99.9993	0.0007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director and Chief Executive Officer of the Company.				
Category	Mode of voting	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	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14462148	9768759	67.5471	9765997	2762	99.9717	0.0283
	Poll							
	Postal Ballot (if applicable)							
	Total		14462148	9768759	67.5471	9765997	2762	99.9717
Public- Non Institutions	E-Voting	6892546	17094	0.248	16892	202	98.8183	1.1817
	Poll							
	Postal Ballot (if applicable)							
	Total		6892546	17094	0.248	16892	202	98.8183
Total		40450092	28881251	71.3997	28878287	2964	99.9897	0.0103
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

<b>Resolution(6)</b>								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Praveen Pardeshi (DIN: 01658052) as Non-Executive, Independent Director of the Company.				
Category	Mode of voting	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	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14462148	9768759	67.5471	9767905	854	99.9913	0.0087
	Poll							
	Postal Ballot (if applicable)							
	Total		14462148	9768759	67.5471	9767905	854	99.9913
Public- Non Institutions	E-Voting	6892546	17094	0.248	16817	277	98.3795	1.6205
	Poll							
	Postal Ballot (if applicable)							
	Total		6892546	17094	0.248	16817	277	98.3795
Total		40450092	28881251	71.3997	28880120	1131	99.9961	0.0039
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Authorisation for Issuance of Non- Convertible Debentures up to Rs. 500 crores on private placement basis				
Category	Mode of voting	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	E-Voting	19095398	19095398	100	19095398	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		19095398	19095398	100	19095398	0	100
Public- Institutions	E-Voting	14462148	9768759	67.5471	9768759	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14462148	9768759	67.5471	9768759	0	100
Public- Non Institutions	E-Voting	6892546	17110	0.2482	16716	394	97.6973	2.3027
	Poll							
	Postal Ballot (if applicable)							
	Total		6892546	17110	0.2482	16716	394	97.6973
Total		40450092	28881267	71.3998	28880873	394	99.9986	0.0014
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



To,  
The Chairman  
CEAT Limited  
463, Dr. Annie Besant Road, Worli,  
Mumbai – 400 030

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 e-voting during the AGM for the 65<sup>th</sup> Annual General Meeting of CEAT Limited held on Thursday, August 29, 2024, at 3:00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').**

I, Mitesh Dhabliwala, of 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 65<sup>th</sup> Annual General Meeting ("AGM") of CEAT Limited on Thursday, August 29, 2024, at 3:00 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the e-voting process during the said AGM.

The notice dated June 17, 2024, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the General Circulars 09/2023, 10/2022, 2/2022, 20/2020 and other circulars issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting and e-voting at the AGM by the Shareholders of the Company.

The voting period for remote e-voting commenced on Monday, August 26, 2024 at 9:00 A.M. (IST) and ended on Wednesday, August 28, 2024 at 5:00 P.M. (IST) and the NSDL e-voting platform was disabled thereafter.

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

The shareholders of the Company holding shares as on the "cut-off" date of Thursday, August 22, 2024 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting and e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL 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 e-voting during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and e-voting during the AGM 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 results of the remote e-voting and e-voting during the AGM in respect of the said resolutions.

**Resolution 1: Ordinary Resolution****To receive, consider and adopt:**

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024, 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, 2024, together with the Report of the Auditors thereon.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
438	2,87,87,532	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	2,260	0.01

(iii) **Invalid** votes:

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

**Resolution 2: Ordinary Resolution**

**To declare dividend of ₹ 30/- (Rupees Thirty) per equity share of face value of ₹ 10/- (Rupees Ten) each for the Financial Year ended March 31, 2024.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
440	2,88,81,105	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
3	163	0.00

(iii) **Invalid** votes:

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

**Resolution 3: Ordinary Resolution**

**To appoint a Director in place of Mr. Paras Kumar Chowdhary, Non-Executive, Non-Independent Director (DIN: 00076807), who retires by rotation, in terms of Section 152(6) of the Companies Act, 2013 ('the Act') and being eligible, offers himself for re-appointment.**

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*353	2,68,07,212	92.82

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*88	20,74,039	7.18

(iii) **Invalid** votes:

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

**Resolution 4: Ordinary Resolution****Ratification of remuneration payable to M/s D.C. Dave & Co., Cost Auditor of the Company for the Financial Year ending March 31, 2025.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
435	2,88,80,971	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	205	0.00

(iii) **Invalid** votes:

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

**Resolution 5: Ordinary Resolution****Re-appointment of Mr. Arnab Banerjee (DIN: 06559516) as Managing Director and Chief Executive Officer of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
432	2,88,78,287	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	2,964	0.00

(iii) **Invalid** votes:

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

**Resolution 6: Special Resolution****Appointment of Mr. Praveen Pardeshi (DIN: 01658052) as Non-Executive, Independent Director of the Company.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
433	2,88,80,120	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	1,131	0.00

(iii) **Invalid** votes:

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

**Resolution 7: Special Resolution****Authorisation for Issuance of Non- Convertible Debentures up to ₹500 crores on private placement basis.**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
433	2,88,80,873	100.00(Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
9	394	0.00

(iii) **Invalid** votes:

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

\*Shareholders who have split their votes in "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

Thanking you,  
Yours faithfully,

Mitesh Dilip Digitally signed by  
Mitesh Dilip Dhabliwala  
Date: 2024.08.30  
11:17:08 +05'30'  
Dhabliwala

Mitesh Dhabliwala  
**Parikh & Associates**  
**Practising Company Secretaries**

FCS: 8331 CP No.: 9511  
111,11th Floor, Sai Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai – 400053  
Place: Mumbai  
Dated: August 30, 2024  
UDIN: F008331F001078785  
P/R No.: 1129/2021