



**CEAT Ltd.**  
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463 Dr. Annie Besant Road,  
Worli, Mumbai 400030, India  
+91 22 24930621  
CIN: L25100MH1958PLC011041  
www.ceat.com

June 29, 2022

**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: CL23, CL25**

**CP Listed ISIN: INE482A14BA3, INE482A14BB1,  
INE482A14BC9**

**Sub: Disclosure under Regulation 30 and 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Brief Proceedings of the 63<sup>rd</sup> Annual General Meeting of the Company.**

Dear Sir/Madam,

Pursuant to Regulation 30 and 51 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other applicable provisions, if any, please find enclosed herewith brief proceedings of the 63<sup>rd</sup> Annual General Meeting of the Company held on Tuesday, June 28, 2022, at 3.00 p.m. (IST), through Video Conferencing / Other Audio Visual Means.

You are requested to kindly take note of the same and disseminate appropriately.

Thanking you,

Yours faithfully,  
For **CEAT Limited**

  
**Vallari Gupte**  
**Company Secretary and Compliance Officer**

Encl: As above

**Brief proceedings of the 63<sup>rd</sup> Annual General Meeting of CEAT Limited ('the Company'), held on Tuesday, June 28, 2022.**

The Sixty Third Annual General Meeting ('AGM' / 'Meeting') of the Company was held on Tuesday, June 28, 2022 at 3:00 p.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') in compliance with the General Circular No. 02/2022 dated May 5, 2022 read with General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 14/2020 dated April 8, 2020 and other applicable circulars issued by the Ministry of Corporate Affairs ('MCA') and Circular dated May 13, 2022 read with Circulars dated January 15, 2021 and May 12, 2020 issued by Securities and Exchange Board of India ('SEBI') and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

Mr. H. V. Goenka, Chairman of the Company, chaired the Meeting and after ascertaining the quorum, called the Meeting to order at 3:00 p.m. The Chairman commenced the proceedings by welcoming the Members to the AGM. The Chairman informed the Members that the Annual General Meeting of the Company was convened through Video Conferencing or Other Audio-Visual Means ('VC/OAVM'), in accordance with various circulars issued by the MCA and SEBI in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Regulations.

The Chairman then introduced the members of the Board who were attending the Meeting and in particular confirmed the presence of Mr. Anant Goenka, Chairman of Sustainability and Corporate Social Responsibility Committee; Mr. Mahesh Gupta, Chairman of Audit Committee, Risk Management Committee and Nomination and Remuneration Committee and Mr. Vinay Bansal, Chairman of Stakeholders' Relationship Committee. The Chairman then informed that the representatives of Statutory Auditors 'S R B C & CO. LLP' and Secretarial Auditors 'Parikh & Associates' were also attending this Meeting. Total 57 Members were present at the AGM through the VC/OAVM facility provided through WebEx and Webcast facility of National Securities Depository Limited ('NSDL'). Ms. Vallari Gupte, Company Secretary and Mr. Kumar Subbiah, Chief Financial Officer were in attendance.

The Chairman also informed the Members that there was no proxy facility available for this AGM, as it was dispensed by MCA in view of the Meeting being held through VC/OAVM, while other statutory registers were available for inspection electronically.

Thereafter, the Chairman took the Notice already sent to the Members as read.

The Chairman also mentioned that the Auditor's Report as well as Secretarial Auditor's Report did not contain any qualification, observation or comment, hence, it was not required to read the Auditor's Report as well as Secretarial Auditor's Report at the Meeting.

The Chairman addressed the Meeting, *inter-alia*, highlighting about the industry scenario, financial performance of the Company, new products, capacity expansion, outlook for the current year, etc.

Ms. Vallari Gupte, Company Secretary of the Company then informed the Members that the Company had provided the facility of 'remote e-voting' for voting on the resolutions contained in the Notice calling the AGM, from June 25, 2022 to June 27, 2022. She further informed that the Company had also provided the facility to vote at the Meeting through the e-voting platform of NSDL to those Members who did not exercise their right to vote through remote e-voting. She thereafter stated that Mr. Mitesh Dhaliwala of Parikh & Associates, Practicing Company Secretaries was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and the Scrutinizer would hand over the combined report on voting within two working days of conclusion of the AGM, which shall be filed with the Stock Exchanges and uploaded on the website of the Company and that of NSDL.

The Chairman then invited the Members who had registered themselves as Speakers by sending request from their registered email ID, to express their views / ask questions in the AGM. The Chairman then replied to the comments/queries raised at the AGM.

The Chairman thanked the Members for attending the Meeting and declared the Meeting as concluded and informed that those Members who had not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate the same to the Stock Exchanges.

Items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and e-voting at the AGM were as under:

<b>Sr. No</b>	<b>Business Conducted at the AGM</b>	<b>Type of Resolution</b>
1.	Adoption of: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, 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, 2022, together with the Report of the Auditors thereon.	Ordinary
2.	Declaration of Dividend of ₹ 3/- per equity share of face value of ₹ 10/- each for the Financial Year ended March 31, 2022.	Ordinary
3.	Appointment of a Director in place of Mr. H. V. Goenka (DIN:00026726), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary

Sr. No	Business Conducted at the AGM	Type of Resolution
4.	Appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W100022) as Statutory Auditors of the Company to hold office for a term of 5 (five) years commencing from the conclusion of Sixty-Third Annual General Meeting until the conclusion of the Sixty-Eighth Annual General Meeting of the Company.	Ordinary
5.	Ratification of the remuneration of Rs. 3,00,000/- (Rupees Three Lacs only) plus applicable taxes and reimbursement of out-of-pocket expenses, payable to M/s D. C. Dave & Co., Cost Accountants (Firm Registration No. 000611) appointed by the Board of Directors of the Company as Cost Auditors for conducting the audit of the cost records of the Company for the Financial Year ending March 31, 2023.	Ordinary
6.	Re-appointment of Mr. Anant Goenka (DIN: 02089850) as Managing Director and Chief Executive Officer for a further period of 5 (five) years commencing from April 1, 2022 and ending on March 31, 2027.	Ordinary
7.	Approval on payment of remuneration to Mr. Anant Goenka (DIN: 02089850), Managing Director and Chief Executive Officer of the Company for a term of 5 (five) years with effect from April 1, 2022, within the overall limits prescribed under Section 197 of the Companies Act, 2013 and Regulation 17(6)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.	Ordinary
8.	Approval on Payment of excess managerial remuneration of Rs. 147.26 Lacs together with the Performance Bonus / Variable Pay of up to Rs. 202.00 Lacs for Financial Year 2021-22 to Mr. Anant Goenka (DIN:02089850), Managing Director of the Company.	Special
9.	Approval for making offer(s) or invitation(s) to subscribe secured / unsecured, non-convertible debentures / bonds or such other securities through private placement basis in one or more series / tranches, for an amount not exceeding ₹ 5,00,00,00,000/- (Rupees Five Hundred Crores only) at such price or on such terms and conditions as the Board may determine from time to time.	Special

All the 9 resolutions as set out in the Notice of the AGM were duly approved by the Members with requisite majority.

The AGM concluded at 3:43 p.m., including the time provided for e-voting at the AGM.