

October 1, 2013

Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

Sub: Quarterly Compliance Report on Corporate Governance for the quarter ended September, 2013.

Dear Sir,

Enclosed please find the Compliance Report on Corporate Governance for the quarter ended September 30, 2013.

Name of the Company: CEAT LIMITED Quarter ending on: September 30, 2013

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49 (I)	•	
(A) Composition of Board	49 (I A)	Yes	
(B) Non executive Directors' Compensation and disclosures	49 (I B)	Yes	
(C) Other Provisions as to Board and Committees	49 (I C)	Yes	
(D) Code of Conduct	49 (I D)	Yes	
II. Audit Committee	40 (II)		
	49 (II)	Yes	
(A) Qualified & Independent Audit Committee	49 (II A)		Considering that Chairman of the Audit Committee would not be able to attend the Annual General Meeting (AGM) being held on 22 <sup>nd</sup> August, 2013 due to him being abroad, the Audit Committee, at its meeting held on 1 <sup>st</sup> August, 2013, had authorized Mr. S. Doreswamy, member of the Audit Committee to attend the AGM and perform the role, as if of the Chairman of the Audit committee and answer the queries of the Shareholders, if any.
(B) Meeting of Audit Committee	49 (II B)	Yes	ChC



(C) Powers of Audit Committee	49 (II C)	Yes	
(D) Role of Audit Committee	49 (II D)	Yes	
(E) Review of Information by Audit	49 (II E)	Yes	
Committee			
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)		
(A) Basis of related party	49 (IV A)	Yes	
transactions			
(B) Disclosure of Accounting	49 (IV B)	-	Not applicable
Treatment			
(C) Board Disclosures	49 (IV C)	Yes	
(D) Proceeds from public issues,	49 (IV D)	Yes	
rights issues, preferential issues			
etc.			
(E) Remuneration of Directors	49 (IV E)	Yes	Complied for the year 2012-13
(F) Management	49 (IV F)	Yes	Complied for the year 2012-13
(G) Shareholders	49 (IV G)_	Yes	Complied for the year 2012-13
V. CEO/CFO Certification	49 (V)	Yes	Complied for the year 2012-13
VI. Report on Corporate	49 (VI)	Yes	Complied for the year 2012-13
Governance			
VII. Compliance	49 (VII)	Yes	Complied for the year 2012-13

Thanking you,

Yours faithfully, For CEAT LIMITED

H. N. Singh Rajpoot Company Secretary