

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **CEAT Limited**
 2. Quarter ending - **March 31, 2020**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Whether special resolution passed ?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Harsh Vardhan Goenka	00026726	C,NED		16-Jan-1981	01-Aug-2019	NA		5	1	0	0
Mr.	Anant Vardhan Goenka	02089850	ED	MD	01-Apr-2012	01-Apr-2017	NA		3	0	0	0
Mr.	Arnab Banerjee	06559516	ED		07-May-2013	07-May-2018	NA		1	0	0	0
Mr.	Paras K. Chowdhary	00076807	ID		09-Aug-2016	09-Aug-2016	NA		2	2	4	2
Mr.	Mahesh S. Gupta	00046810	ID		26-Sep-2014	26-Sep-2019	NA		5	3	5	3
Mr.	Atul C. Choksey	00002102	ID		26-Sep-2014	26-Sep-2019	NA		2	1	0	0
Mr.	Haigreve Khaitan	00005290	ID		26-Sep-2014	26-Sep-2019	NA		7	7	7	4
Mr.	Vinay Bansal	00383325	ID		26-Sep-2014	26-Sep-2019	Yes	01-Aug-2019	1	1	2	1
Ms.	Punita Lal	03412604	ID		26-Sep-2014	26-Sep-2019	NA		2	2	0	0
Mr.	Ranjit Pandit	00782	ID		12-	12-	NA		2	2	5	1

		296			Aug-2015	Aug-2015						
Mr.	Pierre E. Cohade	00468035	NED		01-Feb-2018	01-Feb-2018	NA		1	0	0	0

Company Remarks	In view of the proviso given under Regulation 17A, only companies which have their equity shares listed on a stock exchange are considered for the purpose of counting the total number of listed entities on which a person is a director / independent director.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mahesh S. Gupta	ID	Chairperson	08-Apr-2014	
2	Paras K. Chowdhary	ID	Member	28-Jan-2019	
3	Vinay Bansal	ID	Member	22-May-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vinay Bansal	ID	Chairperson	11-Mar-2019	
2	Mahesh S. Gupta	ID	Member	08-Apr-2014	
3	Paras K. Chowdhary	ID	Member	08-Apr-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mahesh S. Gupta	ID	Chairperson	05-Feb-2015	
2	Vinay Bansal	ID	Member	22-May-2015	
3	Paras K. Chowdhary	ID	Member	28-Jan-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mahesh S. Gupta	ID	Chairperson	08-Apr-2014	
2	Paras K. Chowdhary	ID	Member	08-Apr-2014	
3	Vinay Bansal	ID	Member	11-Mar-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
22-Oct-2019	22-Jan-2020	Yes	10	6
	12-Mar-2020	Yes	11	7

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Stakeholders Relationship Committee	22-Oct-2019	12-Mar-2020	Yes	3	3
Nomination & Remuneration Committee		12-Mar-2020	Yes	3	3
Risk Management Committee		12-Mar-2020	Yes	3	3
Audit Committee	22-Oct-2019	21-Jan-2020	Yes	3	3
Audit Committee		12-Mar-2020	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

%affirmComments%

Name : **Vallari Gupte**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.ceat.com
Terms and conditions of appointment of	Yes		www.ceat.com
Composition of various committees of	Yes		www.ceat.com
Code of conduct of board of directors and	Yes		www.ceat.com
Details of establishment of vigil mechanism/	Yes		www.ceat.com
Criteria of making payments to non-	Yes		www.ceat.com
Policy on dealing with related party	Yes		www.ceat.com
Policy for determining 'material' subsidiaries	Yes		www.ceat.com
Details of familiarization programs imparted	Yes		www.ceat.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.ceat.com
Contact information of the designated	Yes		www.ceat.com
Financial results	Yes		www.ceat.com
Shareholding pattern	Yes		www.ceat.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		www.ceat.com
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.ceat.com
Credit rating or revision in credit rating	Yes		www.ceat.com
Separate audited financial statements of	Yes		www.ceat.com
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.ceat.com
Materiality Policy as per Regulation 30	Yes		www.ceat.com
Dividend Distribution policy as per	Yes		www.ceat.com
It is certified that these contents on the	Yes		www.ceat.com
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Alternate Director to Independent Director</i>	24(A)	Yes	
<i>Maximum Tenure</i>	25(1)	Not Applicable	
<i>Meeting of independent directors</i>	25(2)	Yes	
<i>Familiarization of independent directors</i>	25(3) & (4)	Yes	
<i>Declaration from Independent Director</i>	25(7)	Yes	
<i>D & O Insurance for Independent</i>	25(8) & (9)	Yes	
<i>Memberships in Committees</i>	25(10)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes	
	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **Vallari Gupte**
Designation : **Company Secretary & Compliance Officer**