



CEAT LTD.
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CIN: L25100MH1958PLC011041
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July 20, 2018

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: Brief proceeding of the 59th Annual General Meeting of the Company

Pursuant to Regulation 30 read with Para A of Part A in Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we enclose herewith the brief of the proceedings of the Fifty-Ninth Annual General Meeting (AGM) held on Friday, July 20, 2018 at 3.30 p.m. at The Auditorium, Textile Committee, next to Trade Plaza (TATA Press), P. Balu Road, Prabhadevi Chowk, Prabhadevi, Mumbai 400 025.

You are requested to take the same on records.

Thanking you,

Yours Truly,

For **CEAT Limited**

Amit Dodani
Compliance Officer



Encl: As above

Brief Proceedings of the Annual General Meeting held on Friday, July 20, 2018

The Fifty-Ninth Annual General Meeting (AGM) of the Company was held on Friday, July 20, 2018 at 3.30 p.m. at The Auditorium, Textile Committee, next to Trade Plaza (TATA Press), P. Balu Road, Prabhadevi Chowk, Prabhadevi, Mumbai 400 025.

Mr. H. V. Goenka, Chairman of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order at 3.30 p.m. The Chairman then commenced the proceedings by welcoming the shareholders and introduced the Directors on dais. Thereafter, the Chairman with the permission of shareholders, took the Notice already sent to the members as read. He then mentioned that the Auditors Report as well as Secretarial Auditors Report did not contain any qualification, observation or comment, hence, it was not required to read the Auditors Report as well as Secretarial Auditors Report at the meeting. Thereafter he delivered his speech which included *inter-alia* the financial performance, highlights of FY 2017-18, new products developed, performance of subsidiaries/joint ventures, capacity expansion and update on Q1 FY2018-19 results etc.

He then invited the shareholders to raise any queries or comments on the financial performance of the Company or in general, if any. Few shareholders addressed the meeting and raised certain queries on the Company's performance and other matters, which were answered by the Chairman.

The Chairman then informed the shareholders that pursuant to Section 108 of the Companies Act, 2013 read with relevant Rules thereon and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015, the Company had provided the facility of remote e-voting for voting on the resolutions contained in the Notice calling the AGM and also facility of tablet based e-voting made available at AGM venue to facilitate those shareholders who did not exercise their vote through remote e-voting (collectively referred to as "E-voting"). He informed that Mr. Mitesh Dhaliwala of M/s Parikh & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer to scrutinize the process of E-voting.

Accordingly, the Chairman announced the availability of facility of tablet based e-voting at meeting on the following resolutions as set out in the Notice convening the AGM:

Sr. No.	Particulars	Ordinary/Special Resolution
1	Adoption of Audited Financial Statements including the Consolidated Financial Statements for the year ended March 31, 2018, together with the Report of the Auditors thereon and the Report of the Board of Directors.	Ordinary
2	Declaration of dividend on equity shares for the Financial year ended March 31, 2018.	Ordinary
3	Re-appointment of Mr. Hari L. Mundra (DIN:00287029) as a Director of the Company.	Ordinary
4	Ratification of appointment of Statutory Auditors of the Company.	Ordinary
5	Authority for appointment of Branch Auditors.	Ordinary



6.	Appointment of Mr. Pierre E. Cohade (DIN: 00468035) as the Non-Executive Non- Independent Director of the Company.	Ordinary
7	Ratification of remuneration payable to Messrs D. C. Dave & Co., Cost Auditors of the Company.	Ordinary
8	Appointment of Mr. Arnab Banerjee (DIN: 06559516) as the Whole-time Director, designated as Executive Director-Operations of the Company for a further period of 5 years from May 07, 2018 and ending on May 06, 2023 and payment of remuneration thereof.	Special
9	Approval for making offer(s) or invitation(s) to subscribe secured/unsecured, non-convertible debentures/bonds or such other securities ("debt securities") through private placement basis in one or more series/tranches, for an amount not exceeding Rs. 5,00,00,00,000 (Rupees Five Hundred Crores only) within the overall borrowing limits of the Company at such price or on such terms and conditions as the Board may from time to time determine and consider proper and beneficial to the Company including listing of such debt securities with Stock Exchange(s), size and time of issue, issue price, tenure, interest rate, premium/ discount, consideration, utilization of the issue proceeds, and all matters connected with or incidental thereto.	Special
10	Authority for payment of commission not exceeding 3 % of Net Profits of the Company to the Non- Executive Directors.	Special

Thereafter, the meeting concluded with a vote of thanks to the Chair.

All the resolutions as set out in the Notice of Annual General Meeting have been duly approved by the members with requisite majority.

