



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

August 13, 2019

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

Symbol: CEATLTD

Sub: Disclosure under Reg. 30 - Subscription to Shares

Dear Sir/Madam,

In furtherance to disclosures dated June 23, 2017, July 28, 2017 and November 1, 2018, made pursuant to Regulation 30 (read with Part A of Schedule III) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Company's Policy on Determination of Materiality of Events, concerning the investment made by CEAT Limited in Tyresmore Online Private Limited ("Tyresmore"), we hereby inform you that the Company has entered into an Addendum Agreement to the existing Share Subscription and Shareholders' Agreement with Tyresmore and other parties, for making a further investment of up to Rs. 3,00,00,000/- (Rupees Three Crores) in Tyresmore and thereby acquiring additional 6.25% of the total share capital of Tyresmore.

With this investment, the total holding of CEAT Limited in Tyresmore on fully diluted basis will be 37.49%.

Details required as per Circular CIR/CFD/CMD/4/2015 dated September 09, 2015 are enclosed as an Annexure to this disclosure.

We request you to kindly take the above on record.

Thanking you,

Sincerely,
For **CEAT Limited**

Vallari Gupte
Company Secretary

Encl: as above

Annexure

<p>Name of the target entity, details in brief such as size, turnover etc.</p>	<p>Tyresmore Online Private Limited ("Tyresmore"), a private limited company having turnover of Rs. 534.97 Lacs, as on March 31, 2019.</p> <p>The Company proposes to make a further investment of Rs. 3,00,00,000/- (Rupees Three Crores only) in Tyresmore, subject to fulfilment of the condition precedents as prescribed in Addendum Agreement to the Share Subscription and Shareholders' Agreement.</p>
<p>Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"</p>	<p>The proposed further investment falls under the purview of transaction with related parties under section 177 of the Companies Act, 2013 and Regulation 23 of the EBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the transaction is done at arm's length.</p> <p>Promoter/ promoter group/ group companies of CEAT do not have any interest in Tyresmore.</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Auto Ancillary (selling of automotive tyres and providing ancillary automotive services)</p>
<p>Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)</p>	<p>Further investment in Compulsorily Convertible Preference Shares.</p>
<p>Brief details of any governmental or regulatory approvals required for the acquisition</p>	<p>Not applicable</p>
<p>Indicative time for completion of the acquisition</p>	<p>September 2019</p>
<p>Nature of consideration - whether cash consideration or share swap and details of the same;</p>	<p>Cash Consideration</p>
<p>Cost of acquisition or the price at which the shares are acquired</p>	<p>Rs. 3,00,00,000/- (Rupees Three Crores only)</p>
<p>Percentage of shareholding / control acquired and / or number of shares acquired</p>	<p>The Company will be investing an amount up to Rs. 3,00,00,000 (Rupees Three Crores), subject to the terms of Addendum Agreement to the Share subscription and Shareholders' Agreement executed, <i>inter alia</i>, between the Company, Tyresmore and other promoters of the Tyresmore by subscribing to 12,741, Compulsorily Convertible Preference Shares having face value of Rs. 1 each, and hence acquiring additional 6.25% of the total share capital of the Tyresmore on fully diluted basis.</p>



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Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)

Tyresmore Online Private Limited ("Tyresmore"), is a private limited company incorporated on June 2, 2014. The registered office of Tyresmore is situated in New Delhi, India.

Tyresmore is *inter alia*, engaged in the business of selling automotive tyres, accessories and/or providing services of installing, fitting, wheel balancing and wheel alignment for automotive tyres.

Turnover:

FY 2016-17 - Rs. 171.33 Lacs

FY 2017-18 - Rs. 82.88 Lacs

FY 2018-19 - Rs. 534.97 Lacs