

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **CEAT Limited**  
 2. Quarter ending - **31-Mar-2019**

**i. Composition Of Board Of Director**

T i t l e  ( M r / M s )	Name of the Director	DIN	Category (Chair person /Executive/Non-Executive/Independent/Nominee)	Sub Category	Date of Appointment	Tenure	No of 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	Membership in Committees of the Company	Remarks
Mr.	Harsh Vardhan Goenka	00026726	C & NED		16-Jan-1981		5	0	0		
Mr.	Anant Vardhan Goenka	02089850	ED	MD	01-Apr-2017		3	0	0		
Mr.	Arnab Banerjee	06559516	ED		07-May-2018		1	0	0		
Mr.	Paras K. Chowdhary	00076807	ID		09-Aug-2016	60	2	4	1	AC,SC,RC,NRC	
Mr.	Mahesh S. Gupta	00046810	ID		26-Sep-2014	60	4	6	2	AC,SC,RC,NRC	
Mr.	Atul C. Choksey	00002102	ID		26-Sep-2014	60	2	0	0		
Mr.	Haigreve Khaitan	00005290	ID		26-Sep-2014	60	6	9	3		
Mr.	Vinay Bansal	00383325	ID		26-Sep-2014	60	1	2	1	AC,SC,RC,NRC	Additional DIN 01674284 was allotted to Mr. Vinay Bansal which was reported earlier in all the filings. The same has been surrendered on 14-11-2018 and it

											is already taken on record by the Ministry of Corporate Affairs. Hence, there is a change of DIN in this Report compared to the Report filed for the quarter and half year ended September 30, 2018.
Ms	Punita Lal	03412604	ID		26-Sep-2014	60	2	0	0		
Mr.	Ranjit Pandit	00782296	ID		12-Aug-2015	60	2	4	1		
Mr.	Pierre Cohade	00468035	NED		01-Feb-2018		1	0	0		Mr. Pierre Cohade, being a foreign national does not have a PAN.

Company Remarks	Mr. Ranjit Pandit (DIN:00782296) is on the Board of Reliance Jio Infocomm Limited which has its Debt Securities listed. Since, the amendment to Regulation 17A comes into effect from April 1, 2019, the same has been considered as listed for the purpose of this reporting for the quarter ended March 31, 2019.
Whether Permanent chairperson appointed	Yes

## ii. Composition of Committees

### a. Audit Committee

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

Company Remarks	Mr. Paras K. Chowdhary was appointed as the member of the Audit Committee w.e.f. January 28, 2019 Mr. Hari L. Mundra has resigned from the Board of Directors of the Company w.e.f. January 29, 2019. Consequent to the said resignation he has also relinquished his membership from Audit Committee, Risk management Committee and Corporate Social Responsibility Committee Mr. S. Doreswamy has resigned from the Board of Directors of the Company w.e.f. March 12, 2019. Consequent to the said resignation he has also relinquished his membership from Audit Committee, Risk management Committee, Nomination Remuneration Committee and Stakeholders' Relationship Committee.
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

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

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	Paras K. Chowdhary	ID	Member	28-Jan-2019	
2	Vinay Bansal	ID	Member	22-May-2015	
3	Mahesh S. Gupta	ID	Chairperson	05-Feb-2015	

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	Vinay Bansal	ID	Member	11-Mar-2019	
2	Paras K. Chowdhary	ID	Member	08-Apr-2014	
3	Mahesh S. Gupta	ID	Chairperson	08-Apr-2014	

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
25-Oct-2018	28-Jan-2019
	11-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	94

**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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	25-Oct-2018	28-Jan-2019	4	Yes

Audit Committee		11-Mar-2019	4	Yes
Stakeholders Relationship Committee	25-Oct-2018	11-Mar-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	94

**v. Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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:

**Report for the quarter ended December 31, 2018 had been placed before the Board of Directors at its meeting held on Januray 28, 2019 and there were no comments/observations/advice of the Board of Directors on the said Report. This Report for the quarter and year ended March 31, 2019 shall be placed before the Board of Directors at its ensuing meeting.**

Name :  
Designation :

**Vallari Gupte**  
**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)

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>	<b>Website</b>
Details of business	Yes		www.ceat.com
Terms and conditions of appointment of independent	Yes		www.ceat.com
Composition of various committees of board of directors	Yes		www.ceat.com
Code of conduct of board of directors and senior	Yes		www.ceat.com
Details of establishment of vigil mechanism/ Whistle Blower	Yes		www.ceat.com
Criteria of making payments to non-executive directors	Yes		www.ceat.com
Policy on dealing with related party transactions	Yes		www.ceat.com
Policy for determining 'material' subsidiaries	Yes		www.ceat.com
Details of familiarization programs imparted to independent	Yes		www.ceat.com
Contact information of the designated officials of the listed entity who are responsible for assisting and	Yes		www.ceat.com
email address for grievance redressal and other relevant	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		
New name and the old name of the listed entity	Not Applicable		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Company Remark</b>
<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)	Yes	
<i>Meeting of Board of directors</i>	17(2)	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 &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	

<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<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 listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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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**

<b>Other Information</b>	<b>nThe Company currently has no material subsidiary.</b>
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**Name** : **Vallari Gupte**  
**Designation** : **Company Secretary & Compliance Officer**