

**CLAUSE 35 OF EQUITY LISTING AGREEMENT**

(I) (a) Statement showing Shareholding Pattern

<b>Name of the Company:</b>	<b>CEAT LIMITED</b>
<b>Scrip Code, Name of the scrip, class of security:</b>	500878
<b>As on</b>	<b>31st Dec, 2014</b>

Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by Promoter / Promoters Group			
Held by public			
<b>Total</b>			
Outstanding convertible securities:-	No. of outstanding securities	As a % of total No. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by Promoter / Promoters Group			
Held by public			
<b>Total</b>			
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by Promoter / Promoters Group			
Held by public			
<b>Total</b>			
<b>Total paid-up capital of the company assuming full conversion of warrants and convertible securities</b>			

Category code	Category of Shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialised form	Total Shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					As a percentage of (A+B) (VI)	As a percentage of (A+B+C) (VII)	Number of shares (VIII)	As a percentage (VIII)/(IV)*100 (IX)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group</b>							
<b>(1)</b>	<b>Indian</b>							
(a)	Individuals / Hindu Undivided Family	5	148,118	148,118	0.37	0.37	0	0.00
(b)	Central Government / State Governments(s)	0	0	0	0.00	0.00		
(c)	Bodies Corporate	8	18,603,272	18,603,272	45.99	45.99		
(d)	Financial Institutions / Banks	0	0	0	0.00	0.00		
(e)	Any Other	0	0	0	0.00	0.00		
	<b>Sub-Total (A) (1)</b>	<b>13</b>	<b>18751390</b>	<b>18751390</b>	<b>46.36</b>	<b>46.36</b>	<b>0</b>	<b>0.00</b>
<b>(2)</b>	<b>Foreign</b>							
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.00	0.00		
(b)	Bodies Corporate	1	1782348	0	4.41	4.41	0	
(c)	Institutions	0	0	0	0.00	0.00		
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00		
(e)	Any Other (specify)	0	0	0	0.00	0.00		
	<b>Sub-Total (A) (2)</b>	<b>1</b>	<b>1782348</b>	<b>0</b>	<b>4.41</b>	<b>4.41</b>	<b>0</b>	<b>0</b>
	<b>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>	<b>14</b>	<b>20533738</b>	<b>18751390</b>	<b>50.76</b>	<b>50.76</b>	<b>0</b>	<b>0.00</b>
<b>(B)</b>	<b>Public Shareholding</b>						N.A.	N.A.
<b>(1)</b>	<b>Institutions</b>							
(a)	Mutual Funds / UTI	29	1,600,680	1,588,130	3.96	3.96	-	-
(b)	Financial Institutions / Banks	47	18,914	13,801	0.05	0.05	-	-
(c)	Central Government / State Governments(s)	2	9,700	0	0.02	0.02	-	-
(d)	Venture Capital Funds	0	0	0	0.00	0.00	-	-
(e)	Insurance Companies	4	860,986	860,911	2.13	2.13	-	-
(f)	Foreign Institutional Investors	81	10,036,897	10,029,287	24.81	24.81	-	-
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	-	-
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	-	-
(i)	Any Other	0	0	0	0.00	0.00	-	-
	<b>Sub-Total (B) (1)</b>	<b>163</b>	<b>12527177</b>	<b>12492129</b>	<b>30.97</b>	<b>30.97</b>	<b>N.A.</b>	<b>N.A.</b>
<b>(2)</b>	<b>Non-Institutions</b>							
(a)	Bodies Corporate	1,042	1,711,816	1,689,848	4.23	4.23	-	-
(b)	Individuals -							
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	56,796	4,468,482	3,758,472	11.05	11.05	-	-
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	34	1,036,035	1,036,035	2.56	2.56	-	-
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00	-	-
(d)	Foreign Portfolio Investor (Crop)	3	21435	21435	0.05	0.05	-	-
(e)	Any Other							
i	Trusts	6	8,343	8,343	0.02	0.02	-	-
ii	Unclaimed Securities Suspense Account	1	140,029	140,029	0.35	0.35	-	-
iii	Directors & Relatives	1	3,000	3,000	0.01	0.01	-	-
iv	Foreign Company	1	37	0	0.00	0.00	-	-
	<b>Sub-Total (B) (2)</b>	<b>57,884</b>	<b>7,389,177</b>	<b>6,657,162</b>	<b>18.27</b>	<b>18.27</b>	<b>-</b>	<b>-</b>
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>58047</b>	<b>19916354</b>	<b>19149291</b>	<b>49.24</b>	<b>49.24</b>	<b>N.A.</b>	<b>N.A.</b>
	<b>TOTAL (A)+(B)</b>	<b>58061</b>	<b>40450092</b>	<b>37900681</b>	<b>100.00</b>	<b>100.00</b>	<b>N.A.</b>	<b>N.A.</b>
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0	0	0	0.00	0.00		
<b>(1)</b>	<b>Promoter and Promoter Group</b>							
<b>(2)</b>	<b>Public</b>							
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>58061</b>	<b>40450092</b>	<b>37900681</b>	<b>100.00</b>	<b>100.00</b>	<b>N.A.</b>	<b>N.A.</b>



*[Handwritten signature]*

**(1)(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"**

Name of the Company : CEAT LIMITED  
 Scrip Code : 500878  
 As on : 31st Dec, 2014

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of Shares held		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number (III)	As a % of grand total (A)+(B)+(C) (IV)	No. (V)	As a percentage (VI) = (V) / (III) * 100	As a % of grand total (A) + (B) + (C) of sub-clause (I)(a) (VII)	Number of warrants held (VIII)	As a % total number of warrants of the same class (IX)	Number of convertible securities held (X)	As a % total number of convertible securities of the same class (XI)	
1	ANANT VARDHAN GOENKA	14,185	0.04		NIL		-	-	-	-	0.04
2	CHATTARPATI INVESTMENTS LIMITED**	275,876	0.68		NIL		-	-	-	-	0.68
3	HARSH VARDHAN GOENKA	1	0.00		NIL		-	-	-	-	0.00
4	HARSH VARDHAN GOENKA	10,133	0.03		NIL		-	-	-	-	0.03
5	HARSH VARDHAN GOENKA	3,799	0.01		NIL		-	-	-	-	0.01
6	HARSH VARDHAN GOENKA	120,000	0.30		NIL		-	-	-	-	0.30
7	INSTANT HOLDINGS LIMITED	4,826,467	11.93		NIL		-	-	-	-	11.93
8	INSTANT HOLDINGS LIMITED	2,528,602	6.25		NIL		-	-	-	-	6.25
9	INSTANT HOLDINGS LIMITED	4,155,743	10.27		NIL		-	-	-	-	10.27
10	SOCIETE CEAT D INVESTISSEMENTEN ASIE S A	1,782,348	4.41		NIL		-	-	-	-	4.41
11	STEL HOLDINGS LIMITED	1,372,835	3.39		NIL		-	-	-	-	3.39
12	SUMMIT SECURITIES LIMITED	959,125	2.37		NIL		-	-	-	-	2.37
13	SWALLOW ASSOCIATES LLP	59,524	0.15		NIL		-	-	-	-	0.15
14	SWALLOW ASSOCIATES LLP	4425100	10.94		NIL		-	-	-	-	10.94
<b>TOTAL</b>		<b>20533738</b>	<b>50.76</b>		<b>NIL</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>50.76</b>

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011  
 (\*\*) Chatterpati Investments Limited had changed its name to Chatterpati Apartments Limited w.e.f November 18, 2013 and subsequent has been converted in to a limited liability partnership w.e.f July 25, 2014 and is now known as Chatterpati Apartments LLP

**(1)(c) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares**

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	KOTAK MAHINDRA (INTERNATIONAL) LIMITED	1,905,273	4.71	-	-	-	-	4.71
2	MORGAN STANLEY ASIA (SINGAPORE) PTE.	1,163,621	2.88	-	-	-	-	2.88
4	THE NEW INDIA ASSURANCE COMPANY LIMITED	415,873	1.03	-	-	-	-	1.03
5	TIAA-CREF INSTITUTIONAL MUTUAL FUNDS-INTERNATIONAL EQUITY	2,160,298	5.34	-	-	-	-	5.34
6	UTI-MID CAP FUND	605,606	1.50	-	-	-	-	1.50
				-	-	-	-	0.00
				-	-	-	-	0.00
<b>TOTAL</b>		<b>6,250,671</b>	<b>15.45</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>15.45</b>

**(1)(c) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above)	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	TIAA-CREF INSTITUTIONAL MUTUAL FUNDS-INTERNATIONAL EQUITY	2,160,298	5.34	-	-	-	-	5.34
<b>TOTAL</b>		<b>2,160,298</b>	<b>5.34</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5.34</b>

*[Handwritten Signature]*



(I) (d) Statement showing details of locked-in-shares				
Sr. No.	Name of the Shareholder	Number of locked-in shares	Locked-in shares as a (%) percentage of total number of shares (i.e., Grand Total (A)+(B)+(C) indicated in statement at para (I)(a) above)	Promoter / Promoter Group / Public
1	INSTANT HOLDINGS LIMITED	1,712,176	4.23	Promoter
	TOTAL	1,712,176	4.23	
(II) (a) Statement showing details of Depository Receipts (DRs)				
Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding	Number of	Shares underlying outstanding DRs as a
1	N.A.			
2				
	TOTAL			
(II) (b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by 'Promoter / Promoter Group' are in excess of 1% of the total number of shares				
Sr. No.	Name of the DR Holder	Type of outstanding DR	Number of	Shares underlying outstanding DRs as a
1	N.A.			
2				
	TOTAL			

*AKS*



(III) (a) Statement showing the voting pattern of shareholders, if more than one class of shares / securities is issued by the issuer.

Category code (I)	Category of Shareholder (II)	Number of Voting Rights held in each class of securities			Total Voting Rights (III+IV+V) (VI)	Total Voting Rights i.e. (VI)	
		Class X (III)	Class Y (IV)	Class Z (V)		As a percentage of (VII)	As a percentage of (A+B+C) (VIII)
<b>(A)</b>	<b>Shareholding of Promoter and Promoter Group Indian</b>		NA	NA			
	Individuals / Hindu Undivided Family	148118			148118	0.37	0.37
(a)	Central Government / State Governments(s)	0			0	0.00	0.00
(b)	Bodies Corporate	18603272			18603272	46.15	46.15
(c)	Financial Institutions / Banks	0			0	0.00	0.00
(d)	Any Other (specify)	0			0	0.00	0.00
(e)							
	<b>Sub-Total (A) (1)</b>	<b>18751390</b>	<b>0</b>	<b>0</b>	<b>18751390</b>	<b>46.52</b>	<b>46.52</b>
<b>(2)</b>	<b>Foreign</b>		NA	NA			
(a)	Individuals (Non-Resident Individuals / Foreign)	0			0	0.00	0.00
(b)	Bodies Corporate	1782348			1782348	4.42	4.42
(c)	Institutions	0			0	0.00	0.00
(d)	Qualified Foreign Investor	0			0	0.00	0.00
(e)	Any Other (specify)	0			0	0.00	0.00
	<b>Sub-Total (A) (2)</b>	<b>1782348</b>	<b>0</b>	<b>0</b>	<b>1782348</b>	<b>4.42</b>	<b>4.42</b>
	<b>Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)</b>	<b>20533738</b>	<b>0</b>	<b>0</b>	<b>20533738</b>	<b>50.94</b>	<b>50.94</b>
<b>(B)</b>	<b>Public Shareholding Institutions</b>		NA	NA			
(a)	Mutual Funds / UTI	1600680			1600680	3.97	3.97
(b)	Financial Institutions / Banks	18914			18914	0.05	0.05
(c)	Central Government / State Governments(s)	9700			9700	0.02	0.02
(d)	Venture Capital Funds	0			0	0.00	0.00
(e)	Insurance Companies	860986			860986	2.14	2.14
(f)	Foreign Institutional Investors	10036897			10036897	24.90	24.90
(g)	Investors	0			0	0.00	0.00
(h)	Qualified Foreign Investor	0			0	0.00	0.00
(i)	Any Other (specify)	0			0	0.00	0.00
	<b>Sub-Total (B) (1)</b>	<b>12527177</b>	<b>0</b>	<b>0</b>	<b>12527177</b>	<b>31.08</b>	<b>31.08</b>
<b>(2)</b>	<b>Non-Institutions</b>		NA	NA			
(a)	Bodies Corporate	1,711,816			1711816	4.25	4.25
(b)	Individuals -					0.00	
i	Individual shareholders holding nominal share capital upto Rs. 1 lakh	4468482			4468482	11.09	11.09
ii	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	1036035			1036035	2.57	2.57
(c)	Qualified Foreign Investor	0			0	0.00	0.00
i	Foreign Portfolio Investor (Crop)	21435			21435	0.05	0.05
(d)	Any Other (specify)					0.00	
i	Trusts	8343			8343	0.02	0.02
ii	Directors & their relatives	3000			3000	0.01	0.01
iii	Foreign Company	37			37	0.00	0.00
	<b>Sub-total (B) (2)</b>	<b>7249148</b>	<b>0</b>	<b>0</b>	<b>7249148</b>	<b>17.98</b>	<b>17.98</b>
	<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	<b>19776325</b>	<b>0</b>	<b>0</b>	<b>19776325</b>	<b>49.06</b>	<b>49.06</b>
	<b>TOTAL (A)+(B)</b>	<b>40310063</b>	<b>0</b>	<b>0</b>	<b>40310063</b>	<b>100.00</b>	<b>100.00</b>
<b>(C)</b>	Shares held by Custodians and against which Depository Receipts have been issued		NA	NA	0	0.00	0.00
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>40310063</b>	<b>0</b>	<b>0</b>	<b>40310063</b>	<b>100.00</b>	<b>100.00</b>

As 140029 shares are transferred to Unclaimed and Suspense account and do not carry voting rights as per Clause 5A of the Listing Agreement, the voting rights has been calculated on the reduced capital.

