

APOLLO TYRES LTD
7 Institutional Area
Sector 32
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apolloytyres.com



ONLINE FILING

ATL/SEC-21

November 11, 2016

The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	The Secretary, BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001.
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Dear Sirs,

Sub: Certificate under Regulation 52

Please find enclosed herewith Certificates issued by the Debenture Trustees under Regulation 52 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking you,

Yours faithfully
For APOLLO TYRES LTD.


(SEEMA THAPAR)
COMPANY SECRETARY

Encl : as above

November 10, 2016

To,
Mr. Davendra Mittal,
Head- Corporate Finance,
Apollo Tyres Limited,
3rd Floor, Areekal Mansion,
Panampilly Nagar, Kochi - 682036.

Dear Sir,

Sub: Half Yearly Certificate of Debenture Trustee for September 30, 2016

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited), are acting as a Debenture Trustee for the various series of Listed, Non-Convertible Debenture issue aggregating to Rs. 325 crores of Apollo Tyres Limited. ('Company')

With reference to above, we have received the following documents from the Company and have noted its contents without verification:

1. Information under Regulation 52 of SEBI (LODR) Regulations, 2015 dated November 10, 2016.
2. Unaudited Financial Results for the quarter and half year ended September 30, 2016.
3. CA certificate dated November 10, 2016.

This certificate has been signed and issued by us based on documents (mentioned above) submitted by you.

Thanking You.

Sincerely,
For Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)



Narendra Joshi
Head – Legal, Tax, Compliance & Risk

Place: Mumbai

Corporate Office: Apeejay House, 6th Floor,
3 Dinshaw Wachha Road, Churchgate, Mumbai - 400 020.
Tel : 022-4302 5555 Fax : 022-2204 0465
Email : helpdesk@sbicaptrustee.com



**SBICAP Trustee
Company Ltd.**

Ref.no.3191/SBICTCL/DT/2016-17

Date: 10th November, 2016

To,
Apollo Tyres Ltd
7 Institutional Area
Sector 32
Gurgaon 122001, India

Sub:-Certificate u/r 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for Debentures Issue of Rs. 100 Crores by Apollo Tyres Limited ("Issuer"), for the half year ended 30th September, 2016.

Dear Sir/ Madam,

We are acting as Debenture Trustee for the captioned Debenture Issue. Pursuant to Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we state that we have taken note of the disclosures made by the Issuer under Regulation 52(4) of the Regulations.

Yours faithfully,
For SBICAP Trustee Company Limited

Authorised Signatory