

ONLINE FILING

ATL/SEC/21

June 16, 2016



1. The Secretary National Stock Exchange of India Ltd. Exchange Plaza Bandra-Kurla Complex Bandra (E) Mumbai-400 051	2. The Secretary BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001
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Dear Sir,

Ref:- Certificate under Regulation 52(5) of the Listing Regulations

A certificate dated 25th May, 2016 received from SBICAP Trustee Co. Ltd. under Regulation 52(5) of the Listing Regulations is attached herewith in relation to the disclosures made by the Company to the Trustees under Regulation 52(4).

Submitted for your information and records.

Thanking You,

Yours Faithfully,

For Apollo Tyres Ltd.

A handwritten signature in blue ink, appearing to read 'Seema Thapar', is written over a light blue circular stamp.

**(Seema Thapar)
Company Secretary**

Encl : as above



Ref.no.774/SBICTCL/DT/2016-17

Date: 25th May, 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, for the half year ended 31st March, 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