

July 5, 2017

ATL/SEC-21

ONLINE FILING

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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Sub : Results for 44<sup>th</sup> Annual General Meeting

Ref: Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 and Regulation 44(3) of SEBI (LODR) Regulations, 2015

Dear Sirs,

With reference to the captioned matter, please note that in the 44<sup>th</sup> Annual General Meeting of the Company held on July 5, 2017, the members have passed all the items (Item 1 to 8) mentioned in the Notice.

The detailed Results ("Annexure 1") and the Report of Scrutinizer dated July 5, 2017 are attached herewith.

Submitted for your information and records.

Thanking you,

Yours faithfully,  
For **APOLLO TYRES LTD.**

  
(SEEMA THAPAR)  
COMPANY SECRETARY

**APOLLO TYRES LTD.**

Format for Voting Results  
Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Annexure I

<b>Date of the AGM/EGM</b>	05/07/2017	
<b>Total number of shareholders on record date</b>	130462	
<b>No. of shareholders present in the meeting either in person or through proxy:</b>		
Promoters and Promoter Group:	1	
Public:	375	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>		
Promoters and Promoter Group:	NA	
Public:		

**Agenda-wise disclosure**

Resolution No. 1	Resolution Required: Ordinary	To consider and adopt the audited financial statement (Standalone & Consolidated) of the Company for the financial year ended March 31 2017, the reports of the Board of Directors and Auditors thereon						
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
	Poll							
	Postal Ballot (if applicable)							
Public - Institutions	Total	224716742	224709292	99.997	224709292	0	100.000	0.000
	E-Voting		153915611	78.743	153915611	0	100.000	0.000
	Poll							
Public - Non Institutions	Postal Ballot (if applicable)							
	Total	195467009	153915611	78.743	153915611	0	100.000	0.000
	E-Voting		7296928	8.213	7296928	100	99.999	0.001
Total	Poll		3640	0.004	3640	0	100.000	0.000
	Postal Ballot (if applicable)							
	Total	88841019	7300568	8.218	7300468	100	99.999	0.001
Total		509024770	385925471	75.817	385925371	100	100.000	0.000



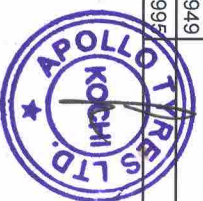
Resolution No. 2	Resolution Required: Ordinary	To Declare dividend on equity shares										
Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting	No										
Category		No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled				
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$				
Promoter and Promoter Group	E-Voting		224709292	99.997	224709292	0	100.000	0.000				
	Poll											
	Postal Ballot (if applicable)											
	Total	224716742	224709292	99.997	224709292	0	100.000	0.000				
Public - Institutions	E-Voting		154005594	78.789	154005594	0	100.000	0.000				
	Poll											
	Postal Ballot (if applicable)											
	Total	195467009	154005594	78.789	154005594	0	100.000	0.000				
Public - Non Institutions	E-Voting		7297062	8.214	7296962	100	99.999	0.001				
	Poll		3640	0.004	3640	0	100.000	0.000				
	Postal Ballot (if applicable)											
	Total	88841019	7300702	8.218	7300602	100	99.999	0.001				
	Total	509024770	386015588	75.834	386015488	100	100.000	0.000				

Resolution No. 3	Resolution Required: Ordinary	To appoint a Director in the place of Mr. Paul Antony(DIN-02239492), who retires by rotation and being eligible offers himself for re-appointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting	No										
Category		No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled				
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$				
Promoter and Promoter Group	E-Voting		224709292	99.997	224709292	0	100.000	0.000				
	Poll											
	Postal Ballot (if applicable)											
	Total	224716742	224709292	99.997	224709292	0	100.000	0.000				
Public - Institutions	E-Voting		154002081	78.787	43413057	110589024	28.190	71.810				
	Poll											
	Postal Ballot (if applicable)											
	Total	195467009	154002081	78.787	43413057	110589024	28.190	71.810				
Public - Non Institutions	E-Voting		7295593	8.212	7292364	3229	99.956	0.044				
	Poll		3640	0.004	3640	0	100.000	0.000				
	Postal Ballot (if applicable)											
	Total	88841019	7299233	8.216	7296004	3229	99.956	0.044				
	Total	509024770	386010606	75.833	275418353	110592253	71.350	28.650				



Resolution No. 4	Resolution Required: Ordinary	To appoint Auditors and fix their remuneration.
Whether promoter/ promoter group are interested in the agenda/resolution?		
Category	Mode of Voting	No
Promoter and Promoter Group	E-Voting	[1]
	Poll	[2]
	Postal Ballot (if applicable)	
	Total	224716742
Public - Institutions	E-Voting	224709292
	Poll	154005594
	Postal Ballot (if applicable)	
	Total	195467009
Public - Non Institutions	E-Voting	154005594
	Poll	7295963
	Postal Ballot (if applicable)	3640
	Total	88841019
Total		509024770
		224709292
		386014489
		75.834
		8.216
		7297465
		385995110
		19379
		99.995
		0.000
		100.000
		0.000
		100.000
		99.989
		0.011
		99.971
		0.029
		100.000
		0.000
		99.971
		0.029
		99.995
		0.005

Resolution No. 5	Resolution Required: Ordinary	To ratify the payment of the remuneration of the cost auditor for the FY18
Whether promoter/ promoter group are interested in the agenda/resolution?		
Category	Mode of Voting	No
Promoter and Promoter Group	E-Voting	[1]
	Poll	[2]
	Postal Ballot (if applicable)	
	Total	224716742
Public - Institutions	E-Voting	224709292
	Poll	154005594
	Postal Ballot (if applicable)	
	Total	195467009
Public - Non Institutions	E-Voting	154005594
	Poll	7296355
	Postal Ballot (if applicable)	3640
	Total	88841019
Total		509024770
		224709292
		386014881
		75.834
		8.217
		7296247
		385993892
		20989
		99.995
		0.000
		100.000
		0.000
		100.000
		99.989
		0.011
		99.949
		0.051
		100.000
		99.949
		0.051
		99.995
		0.005



Resolution No. 6	Resolution Required: Special	To re-appoint Mr. Onkar S Kanwar (DIN-00058921) as Managing director						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Yes								
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
	Poll							
Public - Institutions	Postal Ballot (if applicable)							
	Total	224716742	224709292	99.997	224709292	0	100.000	0.000
Public - Non Institutions	E-Voting							
	Poll							
Public - Non Institutions	Postal Ballot (if applicable)							
	Total	195467009	150456843	76.973	119905061	30551782	79.694	20.306
Public - Non Institutions	E-Voting							
	Poll							
Public - Non Institutions	Postal Ballot (if applicable)							
	Total	88841019	7299281	8.213	1403253	5893028	19.232	80.768
Total	Poll							
	Total	509024770	382466056	75.137	346021246	36444810	90.471	80.727

Resolution No. 7	Resolution Required: Ordinary	To revise the remuneration payable to Mr. Neeraj Kanwar(DIN-00058951), Vice chairman and Managing director						
Whether promoter/ promoter group are interested in the agenda/resolution?								
Yes								
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
	Poll							
Public - Institutions	Postal Ballot (if applicable)							
	Total	224716742	224709292	99.997	224709292	0	100.000	0.000
Public - Non Institutions	E-Voting							
	Poll							
Public - Non Institutions	Postal Ballot (if applicable)							
	Total	195467009	152103555	77.815	65348123	86755432	42.963	57.037
Public - Non Institutions	E-Voting							
	Poll							
Public - Non Institutions	Postal Ballot (if applicable)							
	Total	88841019	7299503	8.216	1401732	5897771	19.203	80.797
Total	Postal Ballot (if applicable)							
	Total	509024770	384112350	75.460	291459147	92653203	75.879	24.121



Resolution No. 8      Resolution Required: Ordinary      To authorise Private Placement of Non-Convertible Debentures

Whether promoter/ promoter group are interested in the agenda/resolution?      No

Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting		224709292	99.997	224709292	0	100.000	0.000
	Poll							
	Postal Ballot (if applicable)							
	Total	224716742	224709292	99.997	224709292	0	100.000	0.000
Public - Institutions	E-Voting		154005594	78.789	154005594	0	100.000	0.000
	Poll							
	Postal Ballot (if applicable)							
	Total	195467009	154005594	78.789	154005594	0	100.000	0.000
Public - Non Institutions	E-Voting		7299063	8.216	7295308	3755	99.949	0.051
	Poll		3640	0.004	3640	0	100.000	0.000
	Postal Ballot (if applicable)							
	Total	88841019	7302703	8.220	7298948	3755	99.949	0.051
	Total	509024770	386017589	75.835	386013834	3755	99.999	0.001

For Apollo Tyres Ltd

*Seema Thapar*

Seema Thapar  
Company Secretary



**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR APOLLO TYRES LTD.**

July 5, 2017

To,

**The Chairman  
Apollo Tyres Ltd  
3rd Floor, Areekal Mansion,  
Near Manorama Junction,  
Panampilly Nagar, Kochi-682036**


**Passing of Resolution through Remote E-Voting and poll conducted at the 44<sup>th</sup> Annual General Meeting of Apollo Tyres Ltd held on July 5, 2017**

Dear Sir,

I, **P.P. Zibi Jose, Practising Company Secretary**, has been appointed by the Board of Directors of Apollo Tyres Ltd as the Scrutinizer for the remote e-voting process held between 02.07.2017 (10:00 AM) to 04.07.2017 (5:00 PM) and the Chairman of the 44<sup>th</sup> Annual General Meeting (AGM) has appointed me as the Scrutinizer for the poll conducted on the resolution(s) contained in the Notice of the 44<sup>th</sup> Annual General Meeting of the members of the Company held on Wednesday, July 5, 2017 at Kerala Fine Arts Theatre, Fine Arts Avenue, Foreshore Road, Kochi at 10:00 AM.

The Company had appointed National Securities Depository Limited (NSDL) as the service provider for remote E-Voting to the shareholders from 02.07.2017 (10:00 AM) to 04.07.2017 (5:00 PM). On completion of e-voting period, in compliance of the provisions of Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015, I have unblocked the votes on 05.07.2017, in the presence of two witnesses.

At the 44<sup>th</sup> AGM of the Company held on July 5, 2017, the Company has also provided facility for voting by Ballot or polling paper to the members attending the meeting, who have not already cast their vote by remote e-voting. The Chairman of the AGM has appointed me as the Scrutinizer for the same.

  
P.P. ZIBI JOSE, **Comp. MBA, FCS, LLB.**  
COMPANY SECRETARY  
C.P. NO: 1222  
TEN ROSE, S.R.M ROAD, COCHIN -18  
P.S. 12401084

The result of e-voting together with that of the poll is as under:-

Item No of Notice	Particulars of Business	Votes in favor of the resolution		Votes against the resolution		Invalid votes	
		Nos.	%age	Nos.	%age	Nos.	%age
Item No.1 (As an Ordinary Resolution)	E-Voting	385921731	100	100	0.00		
	Poll	3640	0.00	0	0		
	Total	385925371	100	100	0.00		
Item No.2 (As an Ordinary Resolution)	E-Voting	386011848	100	100	0.00		
	Poll	3640	0.00	0	0		
	Total	386015488	100	100	0.00		
Item No.3 (As an Ordinary Resolution)	E-Voting	275414713	71.35	110592253	28.65		
	Poll	3640	0.00	0	0		
	Total	275418353	71.35	110592253	28.65		
Item No.4 (As an Ordinary Resolution)	E-Voting	385991470	100	19379	0.00		
	Poll	3640	0.00	0	0		
	Total	385995110	100	19379	0.00		
Item No.5 (As an Ordinary Resolution)	E-Voting	385990252	100	20989	0.00		
	Poll	3640	0.00	0	0		
	Total	385993892	100	20989	0.00		
Item No.6 (As a Special Resolution)	E-Voting	346017606	90.47	36444810	9.53		
	Poll	3640	0.00	0	0		
	Total	346021246	90.47	36444810	9.53		
Item No.7 (As an Ordinary Resolution)	E-Voting	291455507	75.88	92653203	24.12		
	Poll	3640	0.00	0	0		
	Total	291459147	75.88	92653203			

PP. 24/12  
 JOSE M. CORREIA, MBA, FCS, LLB.  
 COMPANY SECRETARY  
 C.P. NO:1222  
 61/2939, TEN ROSE, S.R.M ROAD, COCHIN -18  
 PH : 2401685 / 2401684



Item No.8 (As a Special Resolution)	E-Voting	386010194	100	3755	0.00		
	Poll	3640	0.00	0	0		
	Total	386013834	100	3755	0.00		

All the resolutions stands passed under e-voting and poll with requisite majority.

Thanking You,  
Yours Faithfully,

  
P.P Zibi Jose  
Practising Company Secretary

P.P. ZIBI JOSE M. Com, MBA, FCS, LLB.  
COMPANY SECRETARY  
C.P. NO:1222  
61/2939, TEN ROSE, S.R.M ROAD, COCHIN -18  
PH : 2401685 / 2401684

**For APOLLO TYRES LTD**



**(ONKAR S. KANWAR)**  
Chairman & Managing Director