



ATL/SEC-21

ONLINE FILING

March 19, 2019

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 of the Postal Ballot and Disclosure in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref:- Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended

Dear Sirs,

On the captioned subject and reference cited above, we hereby inform you that the Special Resolution proposed to the members for Re-appointment of Ms. Pallavi Shroff as an Independent Director w.e.f. May 15, 2019 to May 14, 2024 has been passed with requisite majority.


Please find enclosed herewith the following:-

- 1) Details of Voting Results (Including E-voting & Physical Ballot) of the resolution mentioned in the Postal Ballot Notice dated February 5, 2019, as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) The report submitted by the Scrutinizer Mr. P.P. Zibi Jose, Practicing Company Secretary for E-voting and voting done through Physical Ballot dated March 19, 2019.

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 Disclosure Requirements) Regulations, 2015

Date of the AGM/EGM		18/03/2019 (POSTAL BALLOT)		
Total number of shareholders on record date		162097		
No. of shareholders present in the meeting either in person or through proxy:				
	Promoters and Promoter Group:	NA		
	Public:	NA		
No. of Shareholders attended the meeting through Video Conferencing				
	Promoters and Promoter Group:	NA		
	Public:	NA		

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Special)	Re-appointment of Ms. Pallavi Shroff (DIN 00013580) as an Independent Director						
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		23,34,26,681	100.00	23,34,26,681	-	100.00	-
	Poll	23,34,34,131	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	23,34,34,131	23,34,26,681	100.00	23,34,26,681	-	100.00	-
Public - Institutions	E-Voting		20,33,35,515	84.73	10,89,69,471	9,43,66,044	53.59	46.41
	Poll	23,99,82,303	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	23,99,82,303	20,33,35,515	84.73	10,89,69,471	9,43,66,044	53.59	46.41
Public - Non Institutions	E-Voting		1,46,44,534	14.85	1,45,57,969	86,565	99.41	0.59
	Poll	9,86,33,546	-	-	-	-	-	-
	Postal Ballot (if applicable)		1,66,907	0.17	1,61,215	5,692	96.59	3.41
	Total	9,86,33,546	1,48,11,441	15.02	1,47,19,184	92,257	99.38	0.62
Total		57,20,49,980	45,15,73,637	78.94	35,71,15,336	9,44,58,301	79.08	20.92

Note:- No. of Invalid Votes- 40

For Apollo Tyres Ltd.

Seema Thapar

Seema Thapar
Company Secretary



Date:- March 19, 2019

P.P. ZIBI JOSE, M.Com, MBA, M.A(Pol.), M.A(Pub.Admn.), F.C.S., LL.B.
Practising Company Secretary

61/2939, Tenrose
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SCRUTINIZER'S REPORT

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014

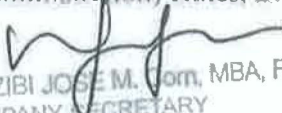
March 19, 2019

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

Dear Sir,

I, P.P. Zibi Jose, Practicing Company Secretary, the Scrutinizer appointed to the Postal Ballot process of your Company, pursuant to Section 110 of the Companies Act, 2013, read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, hereby report the results of the Postal Ballot including e-voting exercised by the Members in respect of the Special resolution mentioned in the Notice to the Postal Ballot dated February 5, 2019, as follows:-

- 1) The members were informed vide the Postal Ballot Notice that they were required to give their assent for or dissent against the proposal through physical Postal Ballot Forms, which were required to be sent to us on or before 5:00 PM on March 18, 2019, or through e-voting facility which was kept open from February 17, 2019 (10:00 AM) to March 18, 2019 (5:00 PM).
- 2) In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the SEBI (Listing


P.P. ZIBI JOSE M. Com, MBA, FCS, LL.B.
COMPANY SECRETARY
C.P. NO:1222
61/2939, TEN ROSE, S.R.M ROAD, COCHIN -16
PH: 2401685 / 2401684

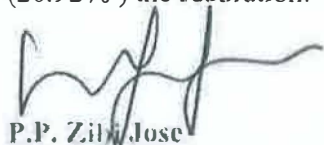
Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered e-voting facility as an option to all the Members of the Company: The Company had entered into an agreement with NSDL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting was optional.

- 3) Particulars of all Postal Ballot Forms received from the members including details of e-voting have been entered in a register separately maintained for the purpose.
- 4) The Postal Ballot Forms received were duly scrutinized. The report of members voting through e-voting was generated after close of working hours on March 18, 2019.
- 5) I have considered all Postal Ballot Forms received up to 5.00 P.M. on March 18, 2019, and electronic votes recorded from February 17, 2019 (10:00 AM) to March 18, 2019 (5:00 PM), being the last date and time fixed by the Company for receipt of the Forms/e-voting as available in the NSDL website, have been considered in my scrutiny.
- 6) A summary of the Postal Ballot Forms and electronic voting confirmations (e-votes) received for the following resolution is as under

Item No. 1: Re-appointment of Ms. Pallavi Shroff (DIN 00013580) as an Independent Director- As a Special Resolution

Particulars	Physical	E-Voting	Total
Number of Postal Ballots received	417	1044	1461
Total number of votes	166947	451406730	451573677
Total number of valid votes	166907	451406730	451573637
Votes cast in favour of the Resolution	161215	356954121	357115336
Votes cast against the Resolution	5692	94452609	94458301
Number of invalid Postal Ballots	1	0	1
Number of invalid votes	40	0	40

Result:- The Resolution for "Re-appointment of Ms. Pallavi Shroff as an Independent Director" is passed as a Special Resolution as the votes cast in favour (79.08%) of the resolution are more than three times the number of votes cast against (20.92%) the resolution.



P.P. Zibi Jose
(Practising Company Secretary)
SCRUTINIZER

PP. ZIBI JOSE M. Com, MBA, FCS, LLB.
COMPANY SECRETARY
C.P. NO:1222
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For APOLLO TYRES LTD.



(SEEMA THAPAR)
Company Secretary