

APOLLO TYRES LTD
7 Institutional Area
Sector 32
Gurgaon 122001, India

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apolloyres.com

GST No.: 06AAACA6990Q1Z2



ONLINE FILING

ATL/SEC/21

May 20, 2019

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 - 400001.
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Dear Sir,

**Sub : Submission of Annual Secretarial Compliance Report for year
ended March 31, 2019**

In compliance of Regulation 24A of SEBI (LODR) Regulations, 2015, the Annual Secretarial Compliance Report for the year ended March 31, 2019 , conducted by PI & Associates, Practicing Company Secretaries is enclosed herewith.

Kindly take the same on your record.

Thanking you,

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

Seema Thapar

(SEEMA THAPAR)
Company Secretary & Compliance Officer

Encl : as above

**SECRETARIAL COMPLIANCE REPORT OF APOLLO TYRES LIMITED FOR THE
YEAR ENDED MARCH 31, 2019**

We PI & Associates have examined:

- (a) all the documents and records made available to us and explanation provided by Apollo Tyres Limited ("the listed entity/ Company"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification.

For the year ended March 31, 2019 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *(not applicable to the Company during the period under review)*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *(not applicable to the Company during the period under review)*
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *(not applicable to the Company during the period under review)*
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *(not applicable to the Company during the period under review)*
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

CORPORATE OFFICE

D-28, South Extn. Part - I, New Delhi - 110049 India | T: +91 11 40622200 | F: +91 11 40622201 | E: info@piassociates.co.in

LOCATIONS

Hyderabad | Trivandrum | Vadodara

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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
<i>Not Applicable</i>				

For PI & Associates,
 Company Secretaries


 Ankit Singhi
 Partner
 ACS/ FCS No.: A20642
 C P No.: 16274

Place: New Delhi
 Date: May 6, 2019