



CS/CL-21/39

July 23, 2020

1. The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (E), <b>Mumbai - 400 051</b>	2. The Secretary, BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, <b>Mumbai – 400001.</b>
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Dear Sir,

Sub : Information under Regulation 7(2) (a) read with Regulation 6(2) of SEBI  
(Prohibition of Insider Trading) Regulations, 2015

In accordance with the requirements of Regulation 7(2)(a) read with Regulation 6(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015, Sunrays Properties & Investment Co Pvt Ltd., a Company of Promoter Group of Apollo Tyres Ltd. have informed vide letter dated July 23, 2020 enclosing therewith Forms-C that Sunrays Properties & Investment Co Pvt Ltd have acquired shares of Apollo Tyres Ltd. in pursuant to Scheme of Amalgamation.

We are enclosing herewith the above disclosures dated July 23, 2020 under Regulation 7(2) (a) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

You may kindly take note of the same.

Thanking you,

Yours faithfully,  
For APOLLO TYRES LTD.

A handwritten signature in blue ink that reads "Seema Thapar".

(SEEMA THAPAR)  
COMPANY SECRETARY & COMPLIANCE OFFICER

Encl : as above

# SUNRAYS PROPERTIES & INVESTMENTS CO. PVT. LTD.

Admn. Office : SF 202, Peach Tree, C- Block, Sushant Lok 1, Gurgaon - 122002

Ph. No. +91 - 124 - 4262305/07/08 ♦ Fax : +91 - 124 - 4262306

CIN : U74899DL1983PTC015890 ♦ E-mail : compliances121@gmail.com

To,

Date: 23.07.2020

<b>Ms. SEEMA THAPAR</b>  Company Secretary, Apollo Tyres Ltd., Apollo House, 7, Institutional Area, Sector 32, Gurgaon - 122001 Corporate office	<b>Ms. SEEMA THAPAR</b>  Company Secretary, Apollo Tyres Ltd., 3rd floor, Areekal Mansion, Near Manorama Junction, Panampilly Nagar, Kochi Ernakulam- 682036, Registered office
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Sub: Acquisition of Equity Shares of Apollo Tyres Ltd pursuant to Scheme of Amalgamation of Neeraj Consultants Private Limited ("Neeraj") Motlay Finance Private Limited ("Motlay") Global Capital Limited ("Global") into Sunrays Properties and Investments Company Private Limited ("Sunrays"), under section 230 to 232 and other relevant provisions of the Companies Act, 2013 ("Scheme"), by Sunrays

Ref: Disclosure under Regulation 7(2)(a) read with Regulation 6(2) of Securities and Exchange Board of India (Prohibition of insider Trading) Regulation, 2015

Dear Ma'am,

This is to inform you that pursuant to the terms of the Scheme, 73827161,16942817 and 3626158 equity shares of Rs.1/- each of Apollo Tyres Ltd held by Neeraj, Motlay and Global respectively vest in us, Sunrays (as transferee company under the said Scheme), with effect from July 22, 2020, being the date of allotment of shares of Sunrays in terms of the Scheme, to the shareholders of each transferor company viz. Neeraj, Motlay and Global.

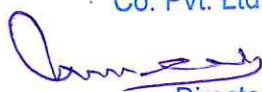
Please find enclosed disclosure in terms of Regulation 7(2) (a) of SEBI (Prohibition of Insider Trading) Regulation, 2015, in relation to the acquisition of shares of Apollo Tyres Ltd. by us in terms of the Scheme.

Kindly take the same on your records.

Thank you

Yours faithfully

For Sunrays Properties & Investment  
Co. Pvt. Ltd.

  
Director

**PRADEEP KUMAR**  
Director (DIN 00062458)

Encl: a/a

Registered office: B-39, Vignani Park, DDA Comm. Complex, Distt. Center, JanakPuri, New Delhi - 110058  
Extn. P.P. Ganj, Delhi-110092

# FORM C

## SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continual disclosure]

Name of the company: APOLLO TYRES LTD.

ISIN of the company: INE438A01022

**Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).**

Name, PAN, CIN/DIN, & address  With Contact nos.	Category of Person (Promoters/ KMP / Director s/immediate relative /others etc.)	Securities held prior to acquisition/disposal		Securities acquired/Disposed				Securities held post acquisition/disposal			Date of intimation to company	Mode of acquisition / disposal (on market/public/ rights/ Preferential offer / off market/ Inter-se transfer, ESOPs etc.) ESOPs	
		Type of security and % (For eg. of shareholding Warrant, Convertible Debentures etc.)	No. securities (For Shares, Warrants, Convertible Debentures etc.)	No.	Value	Transaction Type (Buy/Sale/ Pledge, Revoked/ Invoked etc.)	Type of security (For eg. - Warrant, Convertible Debentures etc.)	No. and % of shareholding	From To				
1	2	3	4	5	6	7	8	9	10	11	12	13	14



<b>Name:</b> Sunrays Properties and Investments Company Private Limited <b>PAN:</b> AAAC3655C <b>CIN:</b> U74899DL1983PTC015890 <b>Address:</b> 414/1, 4TH Floor Distt Center Janak Puri New Delhi-110058 <b>Tel:</b> 8285816033	Promoter	Equity Shares	36301198 and 6.35%	Equity Shares	94396136	Rs. 10,38,35,74,960/- (At closing value of Rs. 110(Approx) on 22.07.220 at NSE/BSE)	Vesting of shares pursuant to Scheme of Amalgamation and transfer of encumbrance pursuant to Scheme of Amalgamation (Refer Note 2)	Equity Shares	130697334 And 22.85%	22.07.2020	22.07.2020	23.07.2020	Pursuant to Scheme of Amalgamation. Please refer to Note 1
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Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.





**Note 1:** Pursuant to Scheme of Amalgamation of Neeraj Consultants Private Limited ("Neeraj") Motlay Finance Private Limited ("Motlay") Global Capital Limited ("Global") into Sunrays Properties and Investments Company Private Limited ("Scheme"), under section 230 to 232 and other relevant provisions of the Companies Act, 2013 and rules framed thereunder approved by National Company Law Tribunal at New Delhi ("NCLT") vide order of the NCLT dated 12th December 2019, as modified by corrigendum dated 17th February 2020 and certified copy of which was received on 11th March 2020. Pursuant to the terms of the Scheme, the shares of Apollo Tyres Limited held by each of Neeraj, Motlay and Global vest in the transferee company viz. Sunrays, with effect from July 22, 2020, being the date of allotment of shares of Sunrays in terms of the Scheme, to the shareholders of each transferor company viz. Neeraj, Motlay and Global. All companies who are parties to the Scheme have also been named as the promoters of the Target Company viz. Apollo Tyres Limited in the filings made under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR"), for not less than three years prior to the date of allotment of shares in terms of the Scheme (i.e. acquisition date).

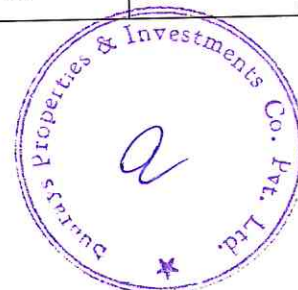
**Note 2:** Pursuant to the Scheme, 7355000 equity shares of Apollo Tyres Limited held by Motlay and 5660000 equity shares of Apollo Tyres Limited held by Neeraj (both transferor companies under the Scheme) prior to the acquisition in terms of the Scheme, have been pledged by Neeraj and Motlay in favour of the following

Neeraj Consultants Private Ltd.		Motlay Finance Pvt. Ltd.	
Name of the entity	No. of shares Pledge	Name of the entity	No. of shares Pledge
Aditya Birla Finance Ltd.	2675000	Aditya Birla Finance Ltd.	2000000
STCI Finance Ltd.	2860000	Barclays Investment and (Loan) India Ltd.	2060000
Kotak Mahindra investment Ltd	125000	Kotak Mahindra investment Ltd	3295000
<b>Total</b>	<b>5660000</b>	<b>Total</b>	<b>7355000</b>

and the said shares subject to pledge are being transferred to and vest in Sunrays in terms of the Scheme.

**Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).**

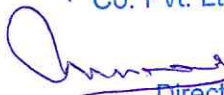
Trading in derivatives (Specify type of contract, Futures or Options etc)						Exchange on which the trade was
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
15	16	17	18	19	20	21



NA	NA	NA	NA	NA	NA	NA
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*Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.*

For Sunrays Properties & Investment  
Co. Pvt. Ltd.

  
Director



**PRADEEP KUMAR**  
Director (DIN 00062458)  
B-39, Vikalp Appts., 92, 1<sup>st</sup> Flr.  
Extn., P.P. Gani, Delhi-110 02