



APOLLO TYRES LTD
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apolloyres.com

GST No.: 06AAACA6990Q1Z2

ATL/SEC-21

May 27, 2026

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| The Secretary National Stock Exchange of India Ltd, Exchange Plaza, Bandra- Kurla Complex- Bandra (E), Mumbai- 400051 | The Secretary, BSE Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400001 |
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Sub: Submission of Annual Secretarial Compliance Report

Dear Sirs,

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report for the financial year ended March 31, 2026, issued by DMK Associates, Company Secretaries.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Apollo Tyres Ltd

(Seema Thapar)
Company Secretary & Compliance Officer



**SECRETARIAL COMPLIANCE REPORT OF
APOLLO TYRES LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2026**

We have examined:

- a. all the documents and records made available to us and explanation provided by **APOLLO TYRES LIMITED (CIN: L25111KL1972PLC002449)** "the Listed Entity"/ "the Company") having its registered office at 3rd Floor, Areekal Mansion, Panampilly Nagar, Kochi-682036.
- 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 31st March, 2026 ("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 (including amendments therein), 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 (herein after referred as "**SEBI LODR Regulations**");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable to the Company during the audit period**)
- (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 Listed Entity during the Review Period**);



- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (herein after referred as "SEBI NCS Regulations");
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, to the extent applicable;

and based on the above examination, we hereby report that, during the review period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

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| Sr. No. | 1 |
| Compliance Requirement (Regulations/ circulars/ guidelines including specific clause) | Intimation of record date at least three working days in advance (excluding the date of the intimation and the record date). |
| Regulation/ Circular No. | Regulation 60(2) of SEBI LODR Regulations |
| Deviations | Intimation of record date on Shorter Notice |
| Action Taken by | The National Stock Exchange of India Limited ("NSE"). |
| Type of Action i.e. Advisory/Clarification/ Fine/ Show Cause Notice/ Warning, etc. | Fine |
| Details of Violation | Intimation of record date given with two working days' notice instead of minimum three working days |
| Fine Amount | Rs. 10,000/- |
| Observations/ Remarks of the Practicing Company Secretary | The record date of April 15, 2025 was intimated to NSE at a short notice for which fine was imposed by NSE, which has been duly paid by the Company. |
| Management Response | The filing was done considering a gap of four working days excluding the date of intimation and the record date. However, while computing the requirement of three working days (excluding the date of intimation and the |



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| | record date), the Company inadvertently didn't factor in the exchange holidays on Thursday, April 10, 2025 (Shri Mahavir Jayanti) and Monday, April 14, 2025 (Dr. Baba Saheb Ambedkar Jayanti). |
| Remarks | The Company has duly paid the said fine. |

- b) The Listed Entity has taken the following actions to comply with the observations made in previous reports: **(Not Applicable as there was no observation in the previous secretarial compliance reports of the Listed Entity)**
- c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

| S. No. | Particulars | Compliance Status (Yes / No/ NA) | Observations/ Remarks by PCS |
|---------------|---|---|-------------------------------------|
| 1. | <u>Secretarial Standards:</u> The compliances of listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI). | YES | NIL |
| 2 | <u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/guidelines issued by SEBI. | YES YES | NIL NIL |
| 3. | <u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website. • Timely dissemination of the documents/ information under a separate section on the website. • Web-links provided in annual corporate | YES YES YES | NIL NIL NIL |



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| | governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website. | | |
| 4. | <u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013. | YES | NIL |
| 5. | <u>Details related to Subsidiaries of listed entities:</u> <ul style="list-style-type: none"> • Identification of material subsidiary companies. • Requirement with respect to disclosure of material as well as other subsidiaries. | Yes YES | NIL NIL |
| 6. | <u>Preservation of Documents:</u> The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the SEBI LODR Regulations. | YES | NIL |
| 7. | <u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations. | YES | NIL |
| 8. | <u>Related Party Transactions:</u> <ul style="list-style-type: none"> • The Listed entity has obtained prior approval of Audit Committee for all Related party transactions. • In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee. | YES NA | NIL All Related party transactions were entered after obtaining prior approval of the Audit Committee. |



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| 9. | <u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the SEBI LODR Regulations within the time limits prescribed thereunder. | YES | NIL |
| 10. | <u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015. | YES | NIL |
| 11. | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions taken against the listed entity/ its promoters/directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder. | NO | Please refer point no. "a" |
| 12. | <u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the SEBI LODR Regulations by listed entities. | NA | There was no case of Resignation of Statutory Auditors. |
| 13. | <u>No additional non-compliances observed:</u> No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc. except as reported above. | YES | NIL |

d) We hereby confirm that, the listed entity has complied with the requirements for disclosure of Employee Benefit Scheme Documents in terms of Regulation 46(2)(za) of the SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD- 2/CIR/P/2024/185 dated December 31, 2024



ASSUMPTIONS & LIMITATION OF SCOPE AND REVIEW:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI LODR Regulations and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: New Delhi
Date: 14.05.2026
UDIN: F004140H000361662



**FOR DMK ASSOCIATES
COMPANY SECRETARIES**

(DEEPAK KUKREJA)
PHD, FCS, LLB., ACIS (UK), IP
Partner
C.P. No. 8265
FCS No. 4140
Peer Review No. 6896/2025