

**APOLLO TYRES LTD**  
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apolloyres.com

GST No.: 06AAACA6990Q1Z2

**ONLINE FILING**

**apollo**  
**TYRES**

ATL/SEC/21

January 3, 2018

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 Sirs,

**Sub : Compliance under Regulation 27(2) of the SEBI (Listing Obligations  
and Disclosure Requirements) Regulations, 2015**

Please find enclosed herewith the Quarterly Report on Corporate Governance for the Quarter ended December 31, 2017.

Hope you will find the above in order.

Thanking you,

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

  
(SEEMA THAPAR)  
COMPANY SECRETARY

Encl : as above

## Quarterly Compliance Report On Corporate Governance

Name of Listed Entity  
Quarter Ending

Apollo Tyres Ltd  
31.12.2017

I. Composition of Board Of Directors									
Sl.No	Title	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non Executive/ Independent/ Nominee)	Date of Appointment in the current term / cessation	Tenure	Number of Directorship in Listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr.	Onkar S. Kanwar	PAN: AAIPK9639F DIN: 58921	Chairperson- Executive Director	01.02.2013 to 31.01.2018	NA	3	3	2
2	Mr.	Neeraj Kanwar	PAN: AAGPK9372F DIN: 58951	Executive Director	28.05.2014 to 27.05.2019	NA	3	4	0
3	Mr.	Nimesh N Kampani	PAN: AAHPK2701P DIN: 9071	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	5	8	0
4	Mr.	Akshay Chudasama	PAN: AAAPCS207F DIN: 10630	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	5	2	0
5	Mr.	A.K. Punwar	PAN: ADXPP9783F DIN: 26383	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	6	5	3
6	Mr.	Vikram S Mehta	PAN: AAEPM8138R DIN: 41197	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	6	2	0
7	Mr.	Sunam Sarkar	PAN: AAAPS0871R DIN: 58859	Non Executive-Non Independent Director	11.08.2015	NA	1	1	0
8	Mr.	S. Narayan	PAN: ABUPN5095R DIN: 94081	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	6	4	2
9	Mr.	Robert Steinmetz	PAN: Foreign National DIN: 178792	Non Executive-Non Independent Director	09.02.2016	NA	1	1	0
10	Mrs.	Pallavi S. Shroff	PAN: AQPPS7388Q DIN: 13580	Non Executive-Independent Director	15.05.2014 to 14.05.2019	5 Years	4	3	0
11	Mr.	Gen. Bikram Singh (Retd.)	PAN: AIDPS7498H DIN: 7259060	Non Executive-Independent Director	11.08.2015 to 10.08.2020	5 Years	1	0	0
12	Mr.	Francesco Gori	PAN: Foreign National DIN: 7413105	Non Executive-Non Independent Director	09.02.2016	NA	1	0	0
13	Mr.	Vinod Rai	PAN: AAAPR0522N DIN: 1119922	Non Executive-Independent Director	09.02.2016 to 08.02.2021	5 Years	2	3	1
14	Mr.	Paul Antony	PAN: ACDPA1609E DIN: 2239492	Non Executive-Nominee Director	18.11.2016	NA	3	1	1
15	Ms.	Anjali Bansal	PAN: AIMPB0292J DIN: 207746	Non Executive-Independent Director	01.11.2017	N.A.	4	1	0





II. Composition of Committees		
Sl.No	Name of Committee	Name of Committee members
1	Audit Committee	Dr. S Narayan Mr. Akshay Chudasama Mr. Robert Steinmetz Mr. Nimesh N Kampani
2	Nomination & Remuneration Committee	Dr. S Narayan Mr. Onkar S. Kanwar Mr. Akshay Chudasama Mr. Nimesh N Kampani
3	Stakeholders Relationship Committee	Dr. S Narayan Mr. Onkar S. Kanwar Mr. Neeraj Kanwar Mr. Sunam Sarkar Ms. Pallavi Shroff
4	Corporate Social Responsibility Committee	Mr. Onkar S. Kanwar Ms. Anjali Bansal Mr. Sunam Sarkar Gen. Bikram Singh (Retd)
5	Business Responsibility Committee	Mr. Onkar S. Kanwar Mr. Neeraj Kanwar Mr. Sunam Sarkar Mr. Akshay Chudasama
6	Risk Management Committee	NA

III. Meeting of Board of Directors		
Sl.No	Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
1	04.08.2017	01.11.2017
Maximum gap between any two consecutive (in number of days) 88		
IV. Meeting Committees		
Sl.No	Audit Committee	Maximum gap between any two consecutive meetings in number of days
1	01.11.2017	89
Maximum gap between any two consecutive meetings in number of days N.A.		
V. Meeting Committees		
Sl.No	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter
1	Yes	03.08.2017
Maximum gap between any two consecutive meetings in number of days N.A.		
VI. Meeting Committees		
Sl.No	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter
1	N.A.	11.09.2017
2	N.A.	04.08.2017
3	N.A.	10.07.2017
Maximum gap between any two consecutive meetings in number of days N.A.		
VII. Meeting Committees		
Sl.No	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter
1	N.A.	N.A.
Maximum gap between any two consecutive meetings in number of days N.A.		

V. Related Party Transactions	
Subject	Compliance Status (Yes/ No/ NA)
Whether prior approval of audit committee obtained	Yes
Whether Shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The Composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk Management Committee - NA
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observations/ advice or Board of Directors may be mentioned here: NA
6. Any comments/observations/advice of Board of Directors may be mentioned here. - NIL

Yours Faithfully  
For Apollo Tyres Ltd



*Seema Thapar*

Seema Thapar  
Company Secretary