

APOLLO TYRES LTD
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GST No.: 06AAACA6990Q1Z2

ONLINE FILING

apollo
TYRES

ATL/SEC/21

January 3, 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 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, 2018.

Hope you will find the above in order.

Thanking you,

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

Seema Thapar

 **(SEEMA THAPAR)**
COMPANY SECRETARY

Encl : as above

Quarterly Compliance Report On Corporate Governance

Name of Listed Entity
Apollo Tyres Ltd
Quarter Ending
31.12.2018



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	01.02.2018 to 31.01.2023	NA	3	3	2
2	Mr.	Neeraj Kanwar	PAN: AAGPK937ZF DIN: 58951	Executive Director	28.05.2014 to 27.05.2019	NA	3	3	0
3	Mr.	Nimesh N Kampani	PAN: AAHPK2701P DIN: 9071	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	5	7	1
4	Mr.	Akshay Chudasama	PAN: AAAPC5207F DIN: 10630	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	4	5	0
5	Mr.	Vikram S Mehta	PAN: AAEPM8138R DIN: 41197	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	5	1	0
6	Mr.	Sunam Sarkar	PAN: AAAAP50871R DIN: 58859	Non Executive-Non Independent Director	01.08.2018	NA	1	1	1
7	Mr.	S. Narayan	PAN: ABUPN5095R DIN: 94081	Non Executive-Independent Director	06.08.2014 to 05.08.2019	5 Years	5	7	5
8	Mr.	Robert Steinmetz	PAN: Foreign National DIN: 178792	Non Executive-Non Independent Director	09.02.2016	NA	1	1	0
9	Ms.	Pallavi S. Shroff	PAN: AQPPS7388Q DIN: 13580	Non Executive-Independent Director	15.05.2014 to 14.05.2019	5 Years	4	3	0
10	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
11	Mr.	Francesco Gori	PAN: Foreign National DIN: 7413105	Non Executive-Non Independent Director	09.02.2016	NA	1	0	0
12	Mr.	Vinod Rai	PAN: AAAPR0322N DIN: 41867	Non Executive-Independent Director	09.02.2016 to 08.02.2021	5 Years	2	3	1
13	Ms.	Anjali Bansal	PAN: AJMPB0292J DIN: 207746	Non Executive-Independent Director	01.11.2017 to 31.10.2019	2 Years	6	1	0
14	Ms.	Beena Mahadevan	PAN: AIEPM6151A DIN: 03483417	Non Executive-Nominee Director	30.01.2018	N.A.	3	0	0



II. Composition of Committees			
Sl.No	Name of Committee	Name of Committee members	
1	Audit Committee	Dr. S Narayan	Category (Chairperson/ Executive/Non-Executive/ Independent/Nominee)
		Mr. Akshay Chudasama	Chairperson (Non Executive- Independent Director)
		Mr. Robert Steinhilmetz	Member(Non Executive- Independent Director)
		Mr. Nimesh N Kampani	Member(Non Executive- Independent Director)
2	Nominations & Remuneration Committee	Dr. S Narayan	Chairperson (Non Executive- Independent Director)
		Mr. Onkar S. Kanwar	Member (Chairperson & Executive Director)
		Mr. Akshay Chudasama	Member(Non Executive- Independent Director)
		Mr. Nimesh N Kampani	Member(Non Executive- Independent Director)
3	Stakeholders Relationship Committee	Mr. Sunam Sarkar	Chairperson (Non Executive-Non Independent Director)
		Mr. Onkar S. Kanwar	Member (Chairperson & Executive Director)
		Mr. Akshay Chudasama	Member(Non Executive- Independent Director)
4	Corporate Social Responsibility Committee	Mr. Onkar S. Kanwar	Chairperson (Chairperson & Executive Director)
		Mr. Anjali Bansal	Member(Non Executive- Independent Director)
		Mr. Sunam Sarkar	Member (Non Executive- Non Independent Director)
		Gen.Bikram Singh (Retd)	Member(Non Executive- Independent Director)
5	Business Responsibility Committee	Mr. Onkar S. Kanwar	Chairperson (Chairperson & Executive Director)
		Mr. Neera Kanwar	Member (Executive Director)
		Mr. Sunam Sarkar	Member(Non Executive-Non Independent Director)
		Mr. Akshay Chudasama	Member(Non Executive- Independent Director)
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	Maximum gap between any two consecutive (in number of days)	
1	01.04.2018	01.10.2018	65	
2		19.11.2018		
IV. Meeting Committees				
Sl.No	Audit Committee	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	12.11.2018	Yes	31.07.2018	103
Nomination & Remuneration committee				
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	19.11.2018	N.A.	01.08.2018	N.A.
Stakeholder Relationship Committee				
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	NA	N.A.	N.A.	N.A.
Corporate Social Responsibility Committee				
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	N.A.	N.A.	N.A.	N.A.
Business Responsibility Committee				
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
1	N.A.	N.A.	N.A.	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 Company Secretary	