



APOLLO TYRES LTD
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GST No.: 06AAACA6990Q1Z2

ATL/SEC/21

April 15, 2022

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 March 31, 2022.

Hope you will find the above in order.

Thanking you,

Yours faithfully,

For APOLLO TYRES LTD.

(Seema Thapar)
Company Secretary & Compliance Officer

Encl : as above



ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Apollo Tyres Limited**
 2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directors hip in listed entities including this listed entity	No of Independent Directors hip in listed entities including this listed entity	No of memberships in Audit/Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Onkar Kanwar	00058921	AAIPK9639F	C & ED	MD	01-Feb-2013	01-Feb-2018		60	01-Mar-1942	NA		3	0	2	1	SC	
Mr.	Neeraj Kanwar	00058951	AAGPK9372F	ED	MD	28-May-2014	28-May-2019		58	06-Sep-1971	NA		3	0	3	0		
Mr.	Akshay Chudasama	00010630	AAAPC5207F	ID		06-Aug-2014	06-Aug-2019		60	30-Sep-1969	NA		2	2	3	0	AC,SC,NRC	
Mr.	Vikram S Mehta	00041197	AAEPM8138R	ID		06-Aug-2014	06-Aug-2019		60	30-Oct-1952	NA		6	6	6	1	RMC	
Mr.	Sunam Sarkar	00058859	AAAPS0871R	NED		11-Aug-2015	20-Aug-2020			17-Jul-1965	NA		1	0	1	1	SC,RC	
Mr.	Robert Steinmetz	00178792	ZZZZZ9999Z	NED		09-Feb-2016	31-Jul-2019			20-Dec-1939	Yes	31-Jul-2019	1	0	1	0	AC,RC	He is a foreign director.
Ms.	Pallavi S. Shroff	00013580	AQPPS7388Q	ID		15-May-2014	15-May-2019		60	22-Apr-1956	NA		5	5	3	0	AC,NRC	

Mr.	Gen. Bikram Singh Retd.	07259060	AIDPS7498H	ID		11-Aug-2015	11-Aug-2020		36	19-Jul-1952	NA		1	1	0	0		
Mr.	Francesco Gori	07413105	ZZZZZ9999Z	NED		09-Feb-2016	23-Jul-2021			15-May-1952	NA		1	0	0	0	RMC	He is a foreign director
Mr.	Vinod Rai	00041867	AAAPR0522N	ID		09-Feb-2016	09-Feb-2021		60	23-May-1948	Yes	24-Sep-2020	1	1	2	1	AC,NRC	
Mr.	Satish Sharma	07527148	ABCPS4256R	ED		01-Apr-2019	01-Apr-2019		60	23-Jun-1967	NA		1	0	0	0	RMC	
Mr.	Francesco Crispino	00935998	ZZZZZ9999Z	ID		03-Jul-2020	03-Jul-2020		60	19-Dec-1965	NA		1	1	0	0		He is a foreign director.
Mr.	Vishal Kashyap Mahadevia	01035771	AADPM9486F	NED		21-Aug-2020	21-Aug-2020			19-Dec-1972	NA		2	0	0	0		
Ms.	Lakshmi Puri	09329003	AAEPP4536G	ID		29-Oct-2021	29-Oct-2021		60	21-Jul-1952	NA		1	0	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vinod Rai	ID	Chairperson	09-May-2019	
2	Akshay Chudasama	ID	Member	09-May-2019	

3	Robert Steinmetz	NED	Member	09-May-2019	
4	Pallavi S. Shroff	ID	Member	09-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Sunam Sarkar	NED	Chairperson	10-May-2018	
2	Onkar Kanwar	C & ED	Member	10-May-2018	
3	Akshay Chudasama	ID	Member	10-May-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Sunam Sarkar	NED	Chairperson	31-Jul-2019	
2	Francesco Gori	NED	Member	31-Jul-2019	
3	Robert Steinmetz	NED	Member	31-Jul-2019	
4	Satish Sharma	ED	Member	31-Jul-2019	
5	Vikram S Mehta	ID	Member	31-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Vinod Rai	ID	Chairperson	09-May-2019	
2	Akshay Chudasama	ID	Member	09-May-2019	
3	Pallavi S. Shroff	ID	Member	09-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

appointed	
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iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
29-Oct-2021	02-Feb-2022	Yes	14	7
	29-Mar-2022	Yes	13	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	95

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	28-Oct-2021		Yes	4	3
Audit Committee		01-Feb-2022	Yes	4	3
Risk Management Committee	28-Oct-2021		Yes	5	1
Risk Management Committee		01-Feb-2022	Yes	5	1
Nomination & Remuneration Committee	28-Oct-2021		Yes	2	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	95

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **SEEMA THAPAR**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
<i>Item</i>	<i>Compliance status</i>	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://corporate.apollotyres
Terms and conditions of appointment of	Yes		https://corporate.apollotyres
Composition of various committees of board of	Yes		https://corporate.apollotyres
Code of conduct of board of directors and senior	Yes		https://corporate.apollotyres
Details of establishment of vigil mechanism/	Yes		https://corporate.apollotyres
Criteria of making payments to non-executive	Yes		https://corporate.apollotyres
Policy on dealing with related party transactions	Yes		https://corporate.apollotyres
Policy for determining 'material' subsidiaries	Yes		https://corporate.apollotyres
Details of familiarization programs imparted to	Yes		https://corporate.apollotyres
Email address for grievance redressal and other relevant details entity who are responsible for	Yes		https://corporate.apollotyres.com/en-in/contact-
Contact information of the designated officials	Yes		https://corporate.apollotyres
Financial results	Yes		https://corporate.apollotyres
Shareholding pattern	Yes		https://corporate.apollotyres
Details of agreements entered into with the media companies and/or their associates	Yes		https://corporate.apollotyres.com/en-
Schedule of analyst or institutional investor meet and presentations made by the listed entity	Yes		https://corporate.apollotyres.com/en-
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://corporate.apollotyres
Credit rating or revision in credit rating obtained	Yes		https://corporate.apollotyres
Separate audited financial statements of each	Yes		https://corporate.apollotyres
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://corporate.apollotyres.com/en-in/
Materiality Policy as per Regulation 30	Yes		https://corporate.apollotyres
Dividend Distribution policy as per Regulation	Yes		https://corporate.apollotyres
It is certified that these contents on the website	Yes		https://corporate.apollotyres
II Annual Affirmations			

Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	

<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : **SEEMA THAPAR**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity</i>			

<i>controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations	
<i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>	
Company Remarks in case of non-compliant status	

Name: Designation: anx4Designation Place: Date:
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