



**APOLLO TYRES LTD**  
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Sector 32  
Gurugram 122001, India

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apollo tyres.com

GST No.: 06AAACA6990Q1Z2

ATL/SEC/21

October 19, 2022

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 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 September 30, 2022.

Hope you will find the above in order.

Thanking you,

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

**(SEEMA THAPAR)**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**



**Registered Office:** Apollo Tyres Ltd. 3<sup>rd</sup> Floor, Areekal Mansion, Panampilly Nagar, Kochi 682036, India  
**CIN:** L25111KL1972PLC002449, Tel No. + 91 484 4012046, Fax No. +91 484 4012048, Email: info.apollo@apollo tyres.com

ANNEXURE I

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - Apollo Tyres Limited  
2. Quarter ending - 30-Sep-2022

**i. Composition Of Board Of Director**

Title (Mr./ Ms)	Name of the Director	DIN	PAN	Cate gory (Cha irper son /Exec utive/ Non- Execu tive/ Indepe ndent/ Nomi nee)	Sub Cate gory	Initial Date of Appointmen t	Date of Appointment	Date of cess ation	Ten ure	Date of Birth	Wheth er the direct or is disqua lified?	Start Date of disq ualif icati on	End Date of disq ualif icati on	Details of disqualif ication	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulatio ns]	Date of passing special resolution	No. of Direct orship in listed entitie s includ ing this listed entity [in refere nce to Regul ation 17A (1)]	No of Indepe ndent Direct orship in listed entitie s includ ing this listed entity [in refere nce to provis o to regula tion 17A (1)]	No of members hips in Audit/ Stakehol der Committ ee(s) includin g this listed entity	No of post of Chair perso n in Audit / Stake holde r Com mitte e held in listed entiti es includ ing this listed entity	Membe rship in Commi tees of the Compa ny	Rem arks
Mr.	Onkar Kanwar	00058921	AAIPK9639F	C & ED	MD	01-Feb-2013	01-Feb-2018		60	01-Mar-1942	No				Active	NA		3	0	2	1	SC	
Mr.	Neeraj Singh Kanwar	00058951	AAGPK9372F	ED	MD	28-May-2014	28-May-2019		58	06-Sep-1971	No				Active	NA		3	0	3	0		
Mr.	Akshay Chudasama	00010630	AAAPC5207F	ID		06-Aug-2014	06-Aug-2019		60	30-Sep-1969	No				Active	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	No				Active	NA		6	6	6	1	RMC	
Mr.	Sunam Sarkar	00058859	AAAPS0871R	NED		11-Aug-2015	11-Jul-2022			17-Jul-1965	No				Active	NA		1	0	1	1	SC,RC	
Mr.	Robert Steinmetz	00178792	ZZZZZ9999Z	NED		09-Feb-2016	11-Jul-2022			20-Dec-1939	No				Active	Yes	11-Jul-2022	1	0	1	0	AC,RC	
Ms.	Pallavi S. Shroff	00013580	AQPPS7388Q	ID		15-May-2014	15-May-2019		60	22-Apr-1956	No				Active	NA		5	5	6	1	AC,NRC	
Mr.	Gen. Bikram Singh Retd.	07259060	AIDPS7498H	ID		11-Aug-2015	11-Aug-2020		36	19-Jul-1952	No				Active	NA		1	1	0	0		
Mr.	Francesco Gori	07413105	ZZZZZ9999Z	NED		09-Feb-2016	23-Jul-2021			15-May-1952	No				Active	NA		1	0	0	0	RMC	
Mr.	Vinod Rai	00041867	AAAPR0522N	ID		09-Feb-2016	09-Feb-2021		60	23-May-1948	No				Active	Yes	24-Sep-2020	2	2	1	1	AC,NRC	
Mr.	Satish Sharma	07527148	ABCPS4256R	ED		01-Apr-2019	01-Apr-2019		60	23-Jun-1967	No				Active	NA		1	0	0	0	RMC	
Mr.	Franceso Crispino	00935998	ZZZZZ9999Z	ID		03-Jul-2020	03-Jul-2020		60	19-Dec-1965	No				Active	NA		1	1	0	0		
Mr.	Vishal Kashyap Mahadevia	01035771	AADPM9486F	NED		21-Aug-2020	21-Aug-2020			19-Dec-1972	No				Active	NA		2	0	0	0		
Ms.	Lakshmi Puri	09329003	AAEPP4536G	ID		29-Oct-2021	29-Oct-2021		60	21-Jul-1952	No				Active	NA		1	0	0	0		

Company Remarks	
Whether Permanent chairperson	Yes

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appointed	
Whether Chairperson is related to MD or CEO	No

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

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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

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	Pallavi S. Shroff	ID	Member	09-May-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
12-May-2022	Yes	14	12	5
12-Aug-2022	Yes	14	13	6

Company Remarks	
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Maximum gap between any two consecutive (in number of days)	91
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iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	11-May-2022	Yes	4	4	2	0
Risk Management Committee	11-May-2022	Yes	7	7	5	2
Nomination & Remuneration Committee	11-May-2022	Yes	3	3	2	0
Stakeholders Relationship Committee	12-May-2022	Yes	3	3	1	0
Nomination & Remuneration Committee	27-May-2022	Yes	3	3	2	0
Audit Committee	11-Aug-2022	Yes	4	4	3	0
Risk Management Committee	11-Aug-2022	Yes	7	7	5	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee - **Yes**
  - Nomination & remuneration committee - **Yes**
  - Stakeholders relationship committee - **Yes**
  - Risk management committee (applicable to the top 100 listed entities) - **Yes**

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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:

Name

:

Seema Thapar

Designation

:

Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status</i>	<i>Company Remark</i>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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			
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them

(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)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(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
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			

KMPs or any other entity controlled by them			
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(D) If the Listed Entity would like to provide any other information the same may be indicated here

Affirmations
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

Company Remarks in case of non-compliant status	
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Name:  
Designation: anx4Designation  
Place:  
Date: