



APOLLO TYRES LTD
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apolloyres.com

GST No.: 06AAACA6990Q1Z2

ATL/SEC/21

January 16, 2023

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, 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-Dec-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 the director is disqualified?	Start Date of Disqualification	End Date of Disqualification	Details of Disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision to regulation 17A (1)]	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	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	He is a Foreign Director
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	He is a Foreign Director
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.	Francesco Crispino	00935998	ZZZZZ9999Z	ID		03-Jul-2020	03-Jul-2020		60	19-Dec-1965	No				Active	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	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 Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

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ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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 Regular chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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 Regular chairperson appointed	Yes

c. **Risk Management Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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 Regular chairperson appointed	Yes

d. **Nomination and Remuneration Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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 Regular chairperson appointed	Yes

iii. **Meeting of Board of Directors**

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	No. of Independent Directors attending the meeting
12-Aug-2022	Yes	14	13	6
14-Nov-2022	Yes	14	13	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	93

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (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-Aug-2022	Yes	4	4	3	0
Audit Committee	10-Nov-2022	Yes	4	4	3	0

Risk Management Committee	11-Aug-2022	Yes	7	5	1	2
Risk Management Committee	10-Nov-2022	Yes	7	5	1	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

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**

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 1000 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