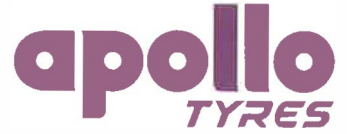


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ONLINE FILING



ATL/SEC-21

December 21, 2018

The Secretary, National Stock Exchange of India Ltd., Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051	The Secretary, BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.
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Sub : Results of the Postal Ballot and Disclosure in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, as amended.

Dear Sirs,

On the captioned subject and reference cited above, we hereby inform you that the Special Resolution proposed to the members for Re-appointment of Mr. Neeraj Kanwar as Managing Director w.e.f. May 28, 2019 till March 31, 2024 has been passed with requisite majority.

Please find enclosed herewith the following:-

- 1) Details of Voting Results (Including E-voting & Physical Ballot) of the resolution mentioned in the Postal Ballot Notice dated November 13, 2018, as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 2) The report submitted by the Scrutinizer Mr. P.P. Zibi Jose, Practicing Company Secretary for E-voting and voting done through Physical Ballot dated December 21, 2018.

Submitted for your information and records.

Thanking you,

Yours faithfully,
For APOLLO TYRES LTD.


(SEEMA THAPAR)
COMPANY SECRETARY

Date of the AGM/EGM	20/12/2018 (POSTAL BALLOT)	
Total number of shareholders on record date	159518	
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group:	NA	
Public:	NA	
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group:	NA	
Public:	NA	

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Special)	Re-appointment of Mr. Neeraj Kanwar (DIN 00058951) as Managing Director									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
Category	Mode of Voting	No. of Shares Held [1]	No. of Votes Polled [2]	% of votes polled on outstanding shares [3]=([2]/[1])*100	No. of Votes-in favour [4]	No. of Votes-against [5]	% of votes in favour on votes polled [6]=([4]/[2])*100	% of votes against on votes polled [7]=([5]/[2])*100			
Promoter and Promoter	E-Voting		23,34,26,681	100.00	23,34,26,681	-	100.00	-			
	Poll	23,34,34,131	-	-	-	-	-	-			
	Postal Ballot (if applicable)										
Public - Institutions	Total	23,34,34,131	23,34,26,681	100.00	23,34,26,681	-	100.00	-			
	E-Voting		17,67,45,835	71.99	16,79,29,916	88,15,919	95.01	4.99			
	Poll	24,55,11,000	-	-	-	-	-	-			
Public - Non Institutions	Postal Ballot (if applicable)										
	Total	24,55,11,000	17,67,45,835	71.99	16,79,29,916	88,15,919	95.01	4.99			
	E-Voting		1,25,27,755	13.46	74,81,864	50,45,891	59.72	40.28			
Total	Poll	9,31,04,849	-	-	-	-	-	-			
	Postal Ballot (if applicable)		1,59,341	0.17	1,49,596	9,745	93.88	6.12			
	Total	9,31,04,849	1,26,87,096	13.63	76,31,460	50,55,636	60.15	39.85			
Total		57,20,49,980	42,28,59,612	73.92	40,89,88,057	1,38,71,555	96.72	3.28			

Note:- No. of Invalid Votes - 2001

For APOLLO TYRES LTD



Seema Thapar

SEEMA THAPAR
COMPANY SECRETARY

Date : 21.12.2018

P.P. ZIBI JOSE, M.Com, MBA, M.A(Pol.), M.A(Pub.Admn.), F.C.S., LL.B.
Practising Company Secretary

61/2939, Tenrose
S.R.M. Road
Cochin-682018
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: 2401684
Mobile : 9388603877
E-Mail: tenrose@vsnl.com
tenrosekochi@gmail.com

SCRUTINIZER'S REPORT

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014

December 21, 2018

The Chairman
Apollo Tyres Ltd
3rd Floor, Areekal Mansion,
Near Manorama Junction,
Panampilly Nagar,
Kochi-682036

Dear Sir,

I, P.P. Zibi Jose, Practicing Company Secretary, the Scrutinizer appointed to the Postal Ballot process of your Company, pursuant to Section 110 of the Companies Act, 2013, read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, hereby report the results of the Postal Ballot including e-voting exercised by the Members in respect of the Special resolution mentioned in the Notice to the Postal Ballot dated November 13, 2018, as follows:-

- 1) The members were informed vide the Postal Ballot Notice that they were required to give their assent for or dissent against the proposal through physical Postal Ballot Forms, which were required to be sent to us on or before 5:00 PM on December 20, 2018, or through e-voting facility which was kept open from November 21, 2018 (10:00 AM) to December 20, 2018 (5:00 PM).
- 2) In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the SEBI (Listing


P.P. ZIBI JOSE M. Com, MBA, FCS, LL.B.
COMPANY SECRETARY
C.P. NO:1222
61/2939, TEN ROSE, S.R.M ROAD, COCHIN -18
PH: 2401685 / 2401684

Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered e-voting facility as an option to all the Members of the Company. The Company had entered into an agreement with NSDL for facilitating e-voting to enable the Members to cast their votes electronically instead of dispatching Postal Ballot Form. E-voting was optional.

- 3) Particulars of all Postal Ballot Forms received from the members including details of e-voting have been entered in a register separately maintained for the purpose.
- 4) The Postal Ballot Forms received were duly scrutinized. The report of members voting through e-voting was generated after close of working hours on December 20, 2018.
- 5) I have considered all Postal Ballot Forms received up to 5.00 P.M. on December 20, 2018, and electronic votes recorded from November 21, 2018 (10:00 AM) to December 20, 2018 (5:00 PM), being the last date and time fixed by the Company for receipt of the Forms/e-voting as available in the NSDL website, have been considered in my scrutiny.
- 6) A summary of the Postal Ballot Forms and electronic voting confirmations (e-votes) received for the following resolution is as under

Item No. 1: Re-appointment of Mr. Neeraj Kanwar (DIN 00058951) as Managing Director- As a Special Resolution

Particulars	Physical	E-Voting	Total
Number of Postal Ballots received	403	888	1291
Total number of votes	161342	422700271	422861613
Total number of valid votes	159341	422700271	422859612
Votes cast in favour of the Resolution	149596	408838461	408988057
Votes cast against the Resolution	9745	13861810	13871555
Number of invalid Postal Ballots	5	0	5
Number of invalid votes	2001	0	2001

Result:- The Resolution for "Re-appointment of Mr. Neeraj Kanwar as Managing Director" is passed as a Special Resolution as the votes cast in favour (96.72%) of the resolution are more than three times the number of votes cast against (3.28%) the resolution


P.P. Zibi Jose
 (Practising Company Secretary)
SCRUTINIZER

P.P. ZIBI JOSE M. Com, MBA, FCS, LL.B.
 COMPANY SECRETARY
 NO:1222
 61/2939, TEN ROSE, S.R.M ROAD, COCHIN -18
 PH: 2401885/2401684

For APOLLO TYRES LTD.

(SEEMA THAPAR)
 Company Secretary