

APOLLO TYRES LTD

7 Institutional Area,
Sector 32,
Gurgaon 122001,
Haryana, India

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apolloyres.com



ATL/SEC-21

November 28, 2017

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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Dear Sirs,

Sub: Certificates under Regulation 52(5) for the period ended 30.09.2017

Please find enclosed herewith Certificates issued by the Debenture Trustees under Regulation 52(5) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking you,

Yours faithfully

For APOLLO TYRES LTD.

A handwritten signature in blue ink that reads "Seema Thapar".

(SEEMA THAPAR)
COMPANY SECRETARY

Encl : as above

November 21, 2017

To,
Mr. Onkar S. Kanwar
Chairman and Managing Director,
Apollo Tyres Limited,
3rd Floor, Areekal Mansion,
Panampilly Nagar,
Kochi - 682036.

Dear Sir,

Sub: Certificate of Debenture Trustee under Regulation 52(5) of SEBI (LODR) Regulations, 2015 for September 30, 2017.

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited), are acting as a Debenture Trustee for the Listed, Non-Convertible Debenture (NCDs) issue aggregating to Rs. 1075 crores (Rs.325 crores + Rs.300 crores + 450 crores) of Apollo Tyres Limited. ('Company')

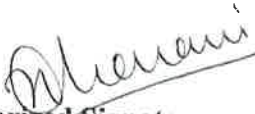
With reference to above, we have received the following documents from the Company and have noted its contents without verification:

1. Information under Regulation 52 of SEBI (LODR) Regulations, 2015 dated November 15, 2017.
2. Un-Audited Financial Results for the quarter and half year ended September 30, 2017.
3. CA certificate dated November 15, 2017.

This certificate has been signed and issued by us based on documents (mentioned above) submitted by you.

Thanking You.

Yours sincerely,
For Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)


Authorized Signatory

Place: Mumbai

Registered office:
The IL&FS Financial Centre
Plot No. C-22, G Block, 7th Floor
Bandra Kurla Complex, Bandra (East)
Mumbai 400051, India

Tel: +91 22 2659 3535
Fax: +91 22 2653 3297
Email: mumbai@vistra.com
www.vistraitcl.com

Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)
Corporate Identity Number (CIN): U66020MH1995PLC095507



Ref.no.3011/SBICTCL/DT/2017-18

Date: 15th November, 2017

To,
Apollo Tyres Ltd
7 Institutional Area
Sector 32
Gurgaon 122001, India

Sub:-Certificate u/r 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, for Debentures Issue of Rs. 100 Crores by Apollo Tyres Limited ("Issuer"), for the half year ended 30th September, 2017.

Dear Sir/ Madam,

We are acting as Debenture Trustee for the captioned Debenture Issu. Pursuant to Regulation 52(5) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, ('Regulations') we state that we have taken note of the disclosures made by the Issuer under Regulation 52(4) of the Regulations.

Yours faithfully,
For SBICAP Trustee Company Limited

Authorised Signatory