



APOLLO TYRES LTD
7 Institutional Area
Sector 32
Gurugram 122001, India

T: +91 124 2383002
F: +91 124 2383021
apolloyres.com

GST No.: 06AAACA6990Q1Z2

ATL/ SEC-21

February 6, 2025

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.
---	---

Dear Sirs,

Sub: Outcome of Board Meeting held on February 6, 2025

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), we wish to inform you that the Board of Directors at its meeting held today, inter alia, considered and approved the following:

- (a) Un-audited Financial Results (Standalone and Consolidated) of the Company for the quarter/ nine months period ended December 31, 2024.
- (b) Apollo Tyres Ltd Employees Stock Option Scheme 2025 (“Scheme”) for grant of options to eligible Employees of the Company including Subsidiary, in India or outside India, of the Company under the Scheme subject to approval of the Shareholders of the Company as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [“SEBI (SBEB & SE) Regulations, 2021”]. The Scheme shall be implemented through Trust Route wherein the Apollo Tyres Welfare Trust shall acquire the existing Shares by way of Secondary Acquisition from the Market. The Company will seek approval of shareholders for the Scheme through Postal Ballot.
- (c) Seeking Shareholders approval through Postal Ballot for Re-appointment of Mr. Francesco Crispino (DIN:00935998) as an Independent Director for a second term of 5 years with effect from July 3, 2025. Mr. Francesco Crispino is not debarred from holding the office of the Director pursuant to any order of the SEBI or any other Authority.
- (d) Appointment of Mr. Parmeshwaran Iyer as Chief Supply Chain Officer, a Senior Management Personnel of the Company, with immediate effect based on the recommendation of the Nomination and Remuneration Committee.





APOLLO TYRES LTD
7 Institutional Area
Sector 32
Gurugram 122001, India

T: +91 124 2383002
F: +91 124 2383021
apollo tyres.com

GST No.: 06AAACA6990Q1Z2

Details as required in terms of Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are annexed to this letter (**Annexures A, B and C**).

Pursuant to Regulation 33 of the Listing Regulations, please find enclosed herewith the Un-audited financial results (consolidated & standalone) for the quarter/ nine months period ended December 31, 2024 and limited review reports for the said period issued by the Statutory Auditors of the Company. A Certificate of Security Cover pursuant to Regulation 54 of the Listing Regulations is also enclosed.

In terms of Regulation 47 of the Listing Regulations, the extract of the Un-audited Consolidated Financial Results for the quarter/ nine months period ended December 31, 2024 shall be published in the Newspapers.

The full format of the financial results shall be available on the website of the Stock exchanges where equity shares of the Company are listed i.e. www.nseindia.com and www.bseindia.com and on Company's website www.apollotyres.com.

The meeting of the Board of Directors commenced at 2:15 PM and concluded at 4:35 PM.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

For Apollo Tyres Ltd.

(Seema Thapar)
Company Secretary & Compliance Officer



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

Information pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Annexure A

The terms of the Scheme, inter-alia, are as under:

Sl. No.	Particulars	Details
1.	Name of the Scheme	Apollo Tyres Limited Employee Stock Option Scheme – 2025 (<i>“Scheme”</i>)
2.	Brief details of Options granted	<p>The ESOP pool of 1,27,00,000 (One Crore Twenty Seven Lakhs) Employee Stock Options (<i>“Options”</i>) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may be applicable from time to time) exercisable into 1,27,00,000 (One Crore Twenty Seven Lakhs) Equity Shares of face value Re.1/- each</p> <p>The Scheme shall be implemented through Trust route for extending the benefits to the eligible Employees wherein the Trust shall acquire the Shares by way of secondary acquisition from the market.</p> <p>However, no grant has been made under the Scheme, as on date.</p>
3.	Whether the Scheme is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable)	Yes
4.	Total number of shares covered by these Options	Maximum 1,27,00,000 (One Crore Twenty Seven Lakhs) Employee Stock Options (<i>“Options”</i>) (or such other adjusted figure for any bonus, stock splits or consolidations or other reorganization of the capital structure of the Company as may

Sl. No.	Particulars	Details
		be applicable from time to time) exercisable into 1,27,00,000 (One Crore Twenty Seven Lakhs) Equity Shares of face value Re.1/- each.
5.	Pricing Formula	<p>Under this Scheme, the Exercise Price will be decided by the Compensation Committee (“Committee”) at the time of Grant and will be linked with the Market Price as defined in the Scheme, in accordance with Applicable Law.</p> <p>The Committee has the power to provide a suitable discount up to 10%, as it deems fit, on such price as arrived above. However, in any case the Exercise Price shall not go below the par value of the Share of the Company.</p>
6.	Options/ Vested	Not Applicable, as this outcome is pertaining to date of approval of the Scheme by the Board of Directors.
7.	Time within which option may be exercised	After vesting, Options can be exercised either wholly or partly, within a maximum period of 3 (three) years from the date of respective vesting by way of cash mechanism and/or cashless mechanism.
8.	Options exercised	Not Applicable, as this outcome is pertaining to date of approval of the Scheme by the Board of Directors.
9.	Money realized by exercise of Options	
10.	The total number of Shares arising as a result of exercise of Option	
11.	Options lapsed	
12.	Variation in terms of Options	
13.	Brief details of significant terms	The Scheme will be administered by the Nomination and Remuneration Committee which shall act as Compensation Committee.

Sl. No.	Particulars	Details
		<p>The Scheme shall be implemented through Trust Route wherein the Apollo Tyres Welfare Trust shall acquire the existing Shares by way of Secondary Acquisition from the Market.</p> <p>The grant of Options will be based upon the eligibility criteria as mentioned in the Scheme.</p> <p>After vesting, Options can be exercised either wholly or partly, within a maximum period of 3 (three) years from the date of respective vesting by way of cash mechanism and/or cashless mechanisms.</p> <p>The Exercise Price will be decided by the Committee at the time of Grant and will be linked with the Market Price as defined in the Scheme, in accordance with Applicable Law.</p> <p>The Committee has the power to provide a suitable discount up to 10%, as it deems fit, on such price as arrived above. However, in any case the Exercise Price shall not go below the par value of the Share of the Company.</p>
14.	Subsequent changes or cancellation or exercise of such Options.	Not Applicable, as this outcome is pertaining to date of approval of the Scheme by the Board of Directors.
15.	Diluted earnings per share pursuant to the issue of equity shares on exercise of Options.	

Annexure B

SL.No.	Particulars	Details
1	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Re-appointment of Mr. Francesco Crispino (DIN:00935998) as an Independent Director for a second term of 5 years with effect from July 3, 2025 subject to approval of Shareholders.
2	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Date of Re-appointment- July 3, 2025 Term- 5 years
3	Brief profile	Mr. Francesco Crispino has experience of over 29 years as an Investor (Greater Pacific Capital, co-Founder) Investment Banker (Goldman Sachs) and Corporate Lawyer (Sullivan & Cromwell). Mr Crispino possesses degrees in Law from University of Oxford and University of Chicago and politics and history at the University of Toronto. Some of his key skills include managing complex transactions restructuring including cross-border, business founder and investor and team builder with an established investment track record over various industry cycles. Presently, he is a Board Member of Stallergenes Greer Ltd., the Global Healthcare Company, Chairman of Allergy Partners and senior advisor at B-Flexion.
4	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable

Annexure C

Sl. No.	Particulars	Details
1	Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of Mr. Parmeshwaran Iyer, a Senior Management Personnel designated as Chief Supply Chain Officer of the Company, with immediate effect based on the recommendation of the Nomination and Remuneration Committee.
2	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment;	Date of Appointment- February 6, 2025 Term- Full-time employment
3	Brief profile (in case of appointment);	Mr. Parmeshwaran Iyer is an astute Supply Chain Professional with 30 years of experience in the FMCG, Healthcare, Oil and White goods space with proven expertise in End-to-End planning, Procurement, Logistics and Customer Management. He was previously working with Beiersdorf AG for over 18 years with the group across Germany, UAE, Russia and India. In his last role, he was the Global Vice President - Digital Supply Chain , responsible for defining and implementing Digitalization initiatives in Supply Chain, across the group. Prior to leading the Digital Transformation role, he was the Global Vice President - Supply Chain Management , where he led the Global Competency team responsible for building capabilities in Planning, Logistics, Customer Service areas including S&OP, Cost to Serve, Logistics Excellence. He has also led the Regional Supply Chain within the group, including end-to-end Supply Chain Management in the Region comprising of 88 countries in Sub-Saharan Africa, Russia/CIS, and Southwest Asia (incl. India).



APOLLO TYRES LTD
7 Institutional Area
Sector 32
Gurugram 122001, India

T: +91 124 2383002
F: +91 124 2383021
apolloyres.com

GST No.: 06AAACA6990Q1Z2

		<p>Prior to Beiersdorf, he worked with Johnson & Johnson, TOTAL Energies India and Daikin Airconditioning.</p> <p>He has done his PGDBM in Material Management and has a Bachelor's degree in Physics from the University of Mumbai.</p>
4	Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable



Registered Office: Apollo Tyres Ltd. 3rd Floor, Areekal Mansion, Panampilly Nagar, Kochi 682036, India
CIN: L25111KL1972PLC002449, Tel No. + 91 484 4012046, Fax No. +91 484 4012048, Email:investors@apolloyres.com

**UNAUDITED CONSOLIDATED FINANCIAL RESULTS
FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2024**

₹ Million

PARTICULARS	QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
	31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
	(UNAUDITED)					(AUDITED)
1 Revenue from operations	69,279.54	64,370.25	65,953.69	196,998.30	191,195.14	253,777.15
2 Other income	80.58	216.70	183.90	605.64	792.54	1,535.73
3 Total income (1 + 2)	69,360.12	64,586.95	66,137.59	197,603.94	191,987.68	255,312.88
4 Expenses						
(a) Cost of materials consumed	32,227.68	33,352.03	28,846.29	96,372.19	83,944.00	110,559.02
(b) Purchases of stock-in-trade	7,234.32	6,126.47	6,154.58	19,036.76	18,295.31	23,763.03
(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	1,058.52	(3,913.95)	190.98	(4,807.38)	1,367.58	2,309.04
(d) Employee benefits expense	7,971.02	7,697.01	7,669.06	23,636.38	22,352.41	29,640.01
(e) Finance costs	1,105.22	1,197.39	1,230.40	3,372.19	3,913.01	5,059.41
(f) Depreciation and amortisation expense	3,759.41	3,758.62	3,676.19	11,213.07	10,898.48	14,778.30
(g) Other expenses	11,317.86	12,329.88	11,011.77	35,418.82	31,042.29	43,032.60
Total expenses	64,674.03	60,547.45	58,779.27	184,242.03	171,813.08	229,141.41
5 Profit before share of profit in associate / joint venture, exceptional items and tax (3 - 4)	4,686.09	4,039.50	7,358.32	13,361.91	20,174.60	26,171.47
6 Share of profit in associate / joint venture	2.09	1.44	0.55	3.79	2.49	3.61
7 Profit before exceptional items and tax (5 + 6)	4,688.18	4,040.94	7,358.87	13,365.70	20,177.09	26,175.08
8 Exceptional items (refer note 4)	42.37	51.76	151.02	498.25	405.08	773.04
9 Profit before tax (7 - 8)	4,645.81	3,989.18	7,207.85	12,867.45	19,772.01	25,402.04
10 Tax expense						
(a) Current tax	756.84	584.97	1,163.54	1,848.31	3,109.37	4,208.79
(b) Deferred tax	516.52	429.66	1,078.05	1,652.12	2,984.79	3,974.59
Total tax expense	1,273.36	1,014.63	2,241.59	3,500.43	6,094.16	8,183.38
11 Profit for the period / year (9 - 10)	3,372.45	2,974.55	4,966.26	9,367.02	13,677.85	17,218.66
12 Other comprehensive income / (loss)						
i. Items that will not be reclassified to profit or loss						
a. Re-measurement gain / (loss) of defined benefit plans	(80.39)	(127.90)	17.00	(308.61)	51.01	(439.69)
ii. Income tax	28.26	44.56	(6.15)	107.75	(18.44)	149.26
	(52.13)	(83.34)	10.85	(200.86)	32.57	(290.43)
ii. Items that will be reclassified to profit or loss						
a. Exchange differences in translating the financial statements of foreign operations	(3,823.39)	2,303.78	3,297.81	(1,770.70)	1,480.80	(796.84)
b. Effective portion of gain / (loss) on designated portion of hedging instruments in cash flow hedge	18.17	(20.28)	(11.51)	(3.94)	(37.60)	(51.62)
ii. Income tax	(6.35)	7.09	4.02	1.38	13.14	18.04
	(3,811.57)	2,290.59	3,290.32	(1,773.26)	1,456.34	(830.42)
Other comprehensive income / (loss) (i + ii)	(3,863.70)	2,207.25	3,301.17	(1,974.12)	1,488.91	(1,120.85)
13 Total comprehensive income / (loss) for the period / year (11 + 12)	(491.25)	5,181.80	8,267.43	7,392.90	15,166.76	16,097.81
14 Paid-up equity share capital (equity shares of ₹ 1 each)	635.10	635.10	635.10	635.10	635.10	635.10
15 Paid up debt capital	35,654.24	38,613.72	43,281.76	35,654.24	43,281.76	39,418.61
16 Reserves excluding revaluation reserves						138,355.53
17 Earnings per share (of ₹ 1 each) (not annualised)						
(a) Basic (₹)	5.31	4.68	7.82	14.75	21.54	27.11
(b) Diluted (₹)	5.31	4.68	7.82	14.75	21.54	27.11

(See accompanying notes to the unaudited consolidated financial results)

Segment wise Revenue, Results, Assets and Liabilities

Based on the "management approach" as defined in Ind-AS 108 - Operating Segments, the Chief Operating Decision Maker evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by business segments. Accordingly, information has been presented along these business segments which have been defined based on the geographical presence of various entities:

APMEA (Asia Pacific, Middle East and Africa)
Europe
Others

APMEA segment includes manufacturing and sales operation through India and include entities in UAE, Thailand and South Africa. Europe segment includes manufacturing and sales operation through the entities in Europe. Others segment includes sales operations in Americas and all other corporate entities.

The accounting principles used in the preparation of the consolidated financial results are consistently applied in individual entities to prepare segment reporting.

₹ Million

PARTICULARS	CONSOLIDATED RESULTS					
	QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
	31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
	(UNAUDITED)					(AUDITED)
1. Segment revenue						
APMEA	46,117.28	45,659.85	44,145.21	138,917.38	133,874.76	178,545.82
Europe	23,721.05	19,286.49	22,191.51	60,155.63	57,757.96	76,399.00
Others	11,987.37	17,005.78	9,928.86	38,794.49	31,814.41	41,197.26
Total segment revenue	81,825.70	81,952.12	76,265.58	237,867.50	223,447.13	296,142.08
Less: Inter segment revenue	12,546.16	17,581.87	10,311.89	40,869.20	32,251.99	42,364.93
Segment revenue	69,279.54	64,370.25	65,953.69	196,998.30	191,195.14	253,777.15
2. Segment results						
APMEA	2,973.89	3,450.39	5,843.02	10,966.94	18,663.74	23,855.19
Europe	2,313.82	1,141.46	2,666.62	4,185.85	4,285.97	6,112.71
Others	503.60	645.04	79.08	1,581.31	1,137.90	1,262.98
Total segment results	5,791.31	5,236.89	8,588.72	16,734.10	24,087.61	31,230.88
Less: Finance costs	1,105.22	1,197.39	1,230.40	3,372.19	3,913.01	5,059.41
Profit before share of profit in associate / joint-venture, exceptional items and tax	4,686.09	4,039.50	7,358.32	13,361.91	20,174.60	26,171.47
Share of profit in associate / joint venture	2.09	1.44	0.55	3.79	2.49	3.61
Less: Exceptional items	42.37	51.76	151.02	498.25	405.08	773.04
Profit before tax	4,645.81	3,989.18	7,207.85	12,867.45	19,772.01	25,402.04
3. Segment assets						
APMEA	182,277.11	185,263.87	175,866.61	182,277.11	175,866.61	179,316.18
Europe	81,968.84	86,979.00	85,717.58	81,968.84	85,717.58	82,406.61
Others	16,652.45	21,024.52	14,564.00	16,652.45	14,564.00	15,541.49
	280,898.40	293,267.39	276,148.19	280,898.40	276,148.19	277,264.28
Unallocable / eliminations	(14,846.77)	(18,215.42)	(8,178.79)	(14,846.77)	(8,178.79)	(7,690.80)
Total segment assets	266,051.63	275,051.97	267,969.40	266,051.63	267,969.40	269,573.48
4. Segment liabilities						
APMEA	99,547.07	103,766.34	96,355.28	99,547.07	96,355.28	97,816.75
Europe	30,842.78	33,804.70	34,629.16	30,842.78	34,629.16	32,249.00
Others	7,606.62	12,263.40	6,798.73	7,606.62	6,798.73	7,828.52
	137,996.47	149,834.44	137,783.17	137,996.47	137,783.17	137,894.27
Unallocable / eliminations	(14,540.09)	(17,868.97)	(7,904.57)	(14,540.09)	(7,904.57)	(7,342.64)
Total segment liabilities	123,456.38	131,965.47	129,878.60	123,456.38	129,878.60	130,551.63

ba

Additional disclosures as per Clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

S.NO.	PARTICULARS	QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
		31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
		(UNAUDITED)					(AUDITED)
(a)	Outstanding redeemable preference shares (₹ Million)	-	-	-	-	-	-
(b)	Debenture redemption reserve (₹ Million)	272.18	272.18	654.32	272.18	654.32	654.32
(c)	Capital redemption reserve (₹ Million)	44.40	44.40	44.40	44.40	44.40	44.40
(d)	Securities premium (₹ Million)	31,317.67	31,317.67	31,317.67	31,317.67	31,317.67	31,317.67
(e)	Net worth (₹ Million) (share capital + other equity)	142,595.25	143,086.50	138,090.80	142,595.25	138,090.80	139,021.85
(f)	Net profit after tax (₹ Million)	3,372.45	2,974.55	4,966.26	9,367.02	13,677.85	17,218.66
(g)	Basic earnings per share (Not annualised)	5.31	4.68	7.82	14.75	21.54	27.11
(h)	Diluted earnings per share (Not annualised)	5.31	4.68	7.82	14.75	21.54	27.11
(i)	Debt equity ratio (in times) [Debt comprises non-current borrowings and current borrowings / equity]	0.25	0.27	0.31	0.25	0.31	0.28
(j)	Long term debt to working capital (in times) [Non-current borrowings including current maturities / Net working capital excluding current maturities]	0.93	1.10	1.42	0.93	1.42	1.24
(k)	Total debts to total assets ratio (in %) [(Non-current borrowings + current borrowings) / Total assets]	13.40%	14.04%	16.15%	13.40%	16.15%	14.62%
(l)	Debt service coverage ratio (in times) # [(Profit after tax + interest expense excluding interest on lease liabilities + depreciation & amortisation expense excluding depreciation on right of use assets + exceptional items + loss/(gain) on sale of fixed assets + share of loss/(profit) in associate/joint venture) / (Gross interest excluding interest on lease liabilities + repayment of non-current borrowings)]	1.60	1.41	2.10	1.60	2.10	1.90
(m)	Interest service coverage ratio (in times) [(Profit after tax + interest expense excluding interest on lease liabilities + depreciation & amortisation expense excluding depreciation on right of use assets + exceptional items + loss/(gain) on sale of fixed assets + share of loss/(profit) in associate/joint venture) / Gross interest excluding interest on lease liabilities]	7.52	6.70	8.35	7.32	7.51	7.59
(n)	Current ratio (in times) (Current assets / Current liabilities)	1.28	1.21	1.25	1.28	1.25	1.28
(o)	Bad debts to account receivable ratio (in %) # [Bad debts / Average trade receivables]	0.51%	0.77%	0.39%	0.51%	0.39%	0.78%
(p)	Current liability ratio (in %) [Current liabilities / Total liabilities]	59.00%	60.68%	53.73%	59.00%	53.73%	53.95%
(q)	Debtors turnover (in times) # [Revenue from operations / Average trade receivables]	10.27	9.67	11.42	10.27	11.42	9.85
(r)	Inventory turnover (in times) # [Revenue from operations / Average inventory]	5.71	5.48	5.75	5.71	5.75	5.85
(s)	Operating margin (in %) [EBITDA* / Revenue from operations] * EBITDA = Profit before tax + depreciation & amortisation expense + interest expense + exceptional item + share of loss/(profit) in associate/joint venture - other income	13.67%	13.64%	18.32%	13.88%	17.88%	17.52%
(t)	Net profit margin (in %) [Profit after tax / Revenue from operations]	4.87%	4.62%	7.53%	4.75%	7.15%	6.78%

Based on TTM (Trailing Twelve Months)

ola

NOTES:

- 1 The listed non-convertible debentures (NCDs) issued by the Company, aggregating to ₹ 13,450 Million as on December 31, 2024, are secured by a pari passu first charge by way of hypothecation on movable fixed assets of the Company, both present and future (except stocks and book debts). Out of the above, NCD's amounting to ₹ 5,000 Million carrying interest rate of 8.75% p.a (which are for 10 year bullet payment) also have exclusive charge on the immovable property of the Company's Registered office at Kochi. The asset cover thereof exceeds 125% of the principal amount of the said NCDs.
- 2 The commercial papers of the Company, having face value of ₹ 5,500 Million, is outstanding as on December 31, 2024.
- 3 These unaudited consolidated financial results have been prepared in accordance with the Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 (as amended) and in terms of regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 and other accounting principles generally accepted in India.
- 4 a) The Company and one of the subsidiary companies have carried out an employee re-organisation exercise for its employees. The full and final amount paid to the employees who opted for this scheme aggregated to ₹ 42.37 Million for the quarter ended December 31, 2024, ₹ 51.76 Million for the quarter ended September 30, 2024, ₹ 151.02 Million for the quarter ended December 31, 2023, ₹ 252.03 Million for nine months ended December 31, 2024, ₹ 405.08 Million for nine months ended December 31, 2023 and ₹ 460.88 Million for year ended March 31, 2024, have been disclosed as an exceptional item.

b) The Board of Directors of the wholly owned subsidiary company, "Trusted Mobility Services Limited" had passed a resolution for closure of the operations on July 24, 2024. Consequent to the effect of above said resolution, the Company has provided for reduction in value of net assets of the subsidiary and corresponding costs for closure of operations amounting to ₹ 246.22 million (after adjusting the losses recognized in the consolidated results upto quarter ended June 30, 2024, amounting to ₹ 121.51 million) and disclosed the same as an exceptional item during the quarter ended June 30, 2024 and nine months ended December 31, 2024.

c) Exceptional item in the previous financial year includes expense of ₹ 312.16 Million towards Extended Producer Responsibility (EPR) obligation of the Company for recycling of waste tyres pertaining to financial year ended March 31, 2023, which was recognised in the year ended March 31, 2024.
- 5 The above results were reviewed by the Audit Committee on February 5, 2025 and approved by the Board of Directors at its meeting held on February 6, 2025. The stand-alone and consolidated results of the Company have undergone limited review by the Statutory Auditors. The results of the certain overseas subsidiaries of the Company have been subjected to limited review by their respective Statutory Auditors.

For and on behalf of the Board
of Directors of Apollo Tyres Ltd



Place: Gurugram
Date: February 6, 2025

ONKAR KANWAR
CHAIRMAN

**UNAUDITED STANDALONE FINANCIAL RESULTS
FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2024**

₹ Million

PARTICULARS	QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
	31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
	(UNAUDITED)					(AUDITED)
1 Revenue from operations	45,397.74	44,617.40	43,319.31	135,931.01	131,518.95	175,393.30
2 Other income	215.23	248.31	126.57	772.05	742.16	1,357.97
3 Total income (1 + 2)	45,612.97	44,865.71	43,445.88	136,703.06	132,261.11	176,751.27
4 Expenses						
(a) Cost of materials consumed	28,265.69	29,169.03	24,936.94	84,307.21	72,383.15	95,208.29
(b) Purchases of stock-in-trade	2,551.95	2,537.89	2,307.47	7,370.63	7,062.39	9,473.71
(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	(563.16)	(3,361.93)	(1,624.27)	(4,635.55)	(621.18)	229.41
(d) Employee benefits expense	2,856.01	2,772.71	2,831.20	8,630.99	8,332.00	11,087.15
(e) Finance costs	960.88	872.74	995.16	2,707.50	3,150.65	4,034.92
(f) Depreciation and amortisation expense	2,331.98	2,327.45	2,278.71	6,950.30	6,818.00	9,165.04
(g) Other expenses	7,251.95	8,110.77	7,027.54	23,502.13	20,241.29	28,428.65
Total expenses	43,655.30	42,428.66	38,752.75	128,833.21	117,366.30	157,627.17
5 Profit before exceptional items and tax (3 - 4)	1,957.67	2,437.05	4,693.13	7,869.85	14,894.81	19,124.10
6 Exceptional items (refer note 5)	24.42	40.83	150.18	590.88	389.97	757.93
7 Profit before tax (5 - 6)	1,933.25	2,396.22	4,542.95	7,278.97	14,504.84	18,366.17
8 Tax expense						
a. Current tax	321.37	396.74	796.66	1,218.43	2,546.47	3,079.20
b. Deferred tax	376.73	351.71	790.08	1,257.89	2,533.38	3,746.72
Total tax expense	698.10	748.45	1,586.74	2,476.32	5,079.85	6,825.92
9 Profit for the period / year (7 - 8)	1,235.15	1,647.77	2,956.21	4,802.65	9,424.99	11,540.25
10 Other comprehensive income / (loss)						
i. Items that will not be reclassified to profit or loss						
- Re-measurement gain/ (loss) on defined benefit plans	(82.03)	(126.60)	19.09	(307.65)	57.27	(396.08)
ii. Income tax	28.67	44.24	(6.67)	107.51	(20.01)	138.41
	(53.36)	(82.36)	12.42	(200.14)	37.26	(257.67)
ii. Items that will be reclassified to profit or loss						
- Effective portion of gain / (loss) on designated portion of hedging instruments in cash flow hedge	18.17	(20.28)	(11.51)	(3.94)	(37.60)	(51.62)
ii. Income tax	(6.35)	7.09	4.02	1.38	13.14	18.04
	11.82	(13.19)	(7.49)	(2.56)	(24.46)	(33.58)
Other comprehensive income / (loss) (I + II)	(41.54)	(95.55)	4.93	(202.70)	12.80	(291.25)
11 Total comprehensive income for the period/ year (9 + 10)	1,193.61	1,552.22	2,961.14	4,599.95	9,437.79	11,249.00
12 Paid-up equity share capital (equity shares of ₹ 1 each)	635.10	635.10	635.10	635.10	635.10	635.10
13 Paid-up debt capital	32,648.38	31,343.76	32,122.69	32,648.38	32,122.69	31,819.21
14 Reserves excluding revaluation reserves						103,727.92
15 Earnings per share (of ₹ 1 each) (not annualised)						
(a) Basic (₹)	1.94	2.59	4.65	7.56	14.84	18.17
(b) Diluted (₹)	1.94	2.59	4.65	7.56	14.84	18.17
(See accompanying notes to the unaudited standalone financial results)						



Additional disclosures as per Clause 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

S.No.	Particulars	QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
		31.12.2024	30.09.2024	31.12.2023	31.12.2024	31.12.2023	31.03.2024
		(UNAUDITED)					
(a)	Outstanding redeemable preference shares (₹ Million)	-	-	-	-	-	-
(b)	Debenture redemption reserve (₹ Million)	272.18	272.18	654.32	272.18	654.32	654.32
(c)	Capital redemption reserve (₹ Million)	44.40	44.40	44.40	44.40	44.40	44.40
(d)	Securities premium (₹ Million)	31,317.67	31,317.67	31,317.67	31,317.67	31,317.67	31,317.67
(e)	Net worth (₹ Million) [Share capital + other equity]	105,174.69	103,981.08	102,583.03	105,174.69	102,583.03	104,394.24
(f)	Net profit after tax (₹ Million)	1,235.15	1,647.77	2,956.21	4,802.65	9,424.99	11,540.25
(g)	Basic earnings per share (Not annualised)	1.94	2.59	4.65	7.56	14.84	18.17
(h)	Diluted earnings per share (Not annualised)	1.94	2.59	4.65	7.56	14.84	18.17
(i)	Debt equity ratio (in times) [Debt comprises non-current borrowings and current borrowings / equity]	0.31	0.30	0.31	0.31	0.31	0.30
(j)	Long term debt to working capital (in times) [Non-current borrowings including current maturities / Net working capital excluding current maturities]	2.17	2.43	2.92	2.17	2.92	2.26
(k)	Total debts to total assets ratio (in %) [[Non-current borrowings + current borrowings] / Total assets]	16.05%	15.21%	16.27%	16.05%	16.27%	15.87%
(l)	Debt service coverage ratio (in times) # [(Profit after tax + interest expense excluding interest on lease liabilities + depreciation & amortisation expense excluding depreciation on right of use assets+ exceptional items + loss/(gain) on sale of fixed assets) / (Gross interest excluding interest on lease liabilities + repayment of non-current borrowings)]	1.91	1.52	1.94	1.91	1.94	1.98
(m)	Interest service coverage ratio (in times) [(Profit after tax + interest expense excluding interest on lease liabilities + depreciation & amortisation expense excluding depreciation on right of use assets + exceptional items + loss/(gain) on sale of fixed assets) / Gross interest excluding interest on lease liabilities]	4.89	5.82	6.74	5.78	6.55	6.57
(n)	Current ratio (in times) (Current assets / Current liabilities)	1.09	1.05	1.07	1.09	1.07	1.13
(o)	Bad debts to account receivable ratio (in %) [Bad debts / Average trade receivables]	-	-	-	-	-	-
(p)	Current liability ratio (in %) [Current liabilities / Total liabilities]	59.05%	60.20%	53.33%	59.05%	53.33%	52.24%
(q)	Debtors turnover (in times) # [Revenue from operations / Average trade receivables]	9.03	9.17	9.91	9.03	9.91	10.17
(r)	Inventory turnover (in times) # [Revenue from operations / Average inventory]	6.80	6.88	7.24	6.80	7.24	7.63
(s)	Operating margin (in %) [EBITDA* / Revenue from operations] * EBITDA = Profit before tax + depreciation & amortisation expense + interest expense + exceptional item - other income	11.09%	12.08%	18.10%	12.33%	18.34%	17.66%
(t)	Net profit margin (in %) [Profit after tax / Revenue from operations]	2.72%	3.69%	6.82%	3.53%	7.17%	6.58%

Based on TTM (Trailing Twelve Months)

ok

NOTES:

- 1 The Company's operation comprises one business segment - Automobile Tyres, Automobile Tubes and Automobile Flaps.
- 2 The listed non-convertible debentures (NCDs) issued by the Company, aggregating to ₹ 13,450 Million as on December 31, 2024, are secured by a pari passu first charge by way of hypothecation on movable fixed assets of the Company, both present and future (except stocks and book debts). Out of the above, NCD's amounting to ₹ 5,000 Million carrying interest rate of 8.75% p.a (which are for 10 year bullet payment) also have exclusive charge on the immovable property of the Company's Registered office at Kochi. The asset cover thereof exceeds 125% of the principal amount of the said NCDs.
- 3 The commercial papers of the Company, having face value of ₹ 5,500 Million, is outstanding as on December 31, 2024.
- 4 These unaudited standalone financial results of the Company have been prepared in accordance with the Indian Accounting Standards (IND AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 read with rule 3 of the Companies (Indian Accounting Standard) Rules, 2015 (as amended) and in terms of regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 and other accounting principles generally accepted in India.
- 5 a) The Company has carried out an employee re-organisation exercise for its employees. The full and final amount paid to the employees who opted for this scheme aggregated to ₹ 24.42 Million for the quarter ended December 31, 2024, ₹ 40.83 Million for the quarter ended September 30, 2024, ₹ 150.18 Million for the quarter ended December 31, 2023, ₹ 223.15 Million for nine months ended December 31, 2024, ₹ 389.97 Million for nine months ended December 31, 2023 and ₹ 445.77 Million for year ended March 31, 2024, have been disclosed as an exceptional item.
b) The Board of Directors of the wholly owned subsidiary Company, "Trusted Mobility Services Limited" had passed a resolution for closure of the operations on July 24, 2024. Consequent to the effect of above said resolution, the Company has provided for diminution in value of investment and corresponding costs for closure of operations amounting to ₹ 367.73 million and disclosed the same as an exceptional item during the quarter ended June 30, 2024 and nine month ended December 31, 2024.
c) Exceptional item in the previous financial year includes expense of ₹ 312.16 Million towards Extended Producer Responsibility (EPR) obligation of the Company for recycling of waste tyres pertaining to financial year ended March 31, 2023, which was recognised in the year ended March 31, 2024.
- 6 The above results were reviewed by the Audit Committee on February 5, 2025 and approved by the Board of Directors at its meeting held on February 6, 2025.

For and on behalf of the Board
of Directors of Apollo Tyres Ltd

Onkar Kanwar

ONKAR KANWAR
CHAIRMAN

Place: Gurugram
Date: February 6, 2025

Independent Auditor's Review Report on the Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended**Review Report to
The Board of Directors
Apollo Tyres Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of Apollo Tyres Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its associate and joint venture for the quarter ended December 31, 2024 and year to date from April 01, 2024 to December 31, 2024 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the entities included in Annexure I.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ("Ind AS") specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. The accompanying Statement includes the unaudited interim financial results and other financial information, in respect of:
 - 6 subsidiaries, whose unaudited financial results include total revenue of Rs. 28,211 million and Rs. 79,231 million, total net profit after tax of Rs. 1,633 million and Rs. 3,919 million, total comprehensive income of Rs. 1,633 million and Rs. 3,919 million, for the quarter ended December 31, 2024 and the period ended on that date respectively, as considered in the Statement which have been reviewed by their respective independent auditors,



S.R. BATLIBOI & Co. LLP

Chartered Accountants

The independent auditor's reports on interim financial results of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries is based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.

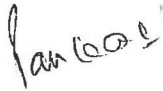
7. All of these subsidiaries are located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial results of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.

Our conclusion on the Statement in respect of matters stated in para 6 above is not modified with respect to our reliance on the work done and the reports of the other auditors.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005



per Pankaj Chadha

Partner

Membership No.: 091813



UDIN: 25091813BMORCU7412

Place: Gurugram

Date: February 6, 2025

S.R. BATLIBOI & CO. LLP

Chartered Accountants

Annexure-I

List of entities included in the Statement

Holding Company

S. No.	Name of the Company
1	Apollo Tyres Limited

Subsidiaries

S. No.	Name of the Company
1	Apollo Tyres Cooperatief U.A.
2	Apollo (South Africa) Holdings (Pty) Ltd.
3	Apollo Tyres Africa (Pty) Ltd
4	Apollo Tyres (Thailand) Limited
5	Apollo Tyres (Middle East) FZE
6	Apollo Tyres Holdings (Singapore) Pte. Ltd.
7	Apollo Tyres (Malaysia) SDN. BHD (liquidated w.e.f. 10.05.2024)
8	Apollo Tyres (UK) Holdings Ltd.
9	Apollo Tyres (London) Pvt. Ltd.
10	Apollo Tyres (R&D) GmbH
11	Apollo Tyres Global R&D B.V.
12	Apollo Tyres AG
13	Apollo Tyres do (Brasil) LTDA
14	Apollo Tyres (Europe) B.V.
15	Apollo Tyres (Hungary) Kft
16	Apollo Tyres (NL) B.V.
17	Apollo Tyres (Germany) GmbH
18	Apollo Tyres (Nordic) AB
19	Apollo Tyres (UK) Sales Ltd.
20	Apollo Tyres (France) SAS
21	Apollo Tyres (Belux) SA
22	Apollo Tyres (Austria) Gesellschaft m.b.H.
23	Apollo Tyres (Schweiz) AG
24	Apollo Tyres Iberica, S.A.U.
25	Apollo Tires (US) Inc.
26	Apollo Tyres (Hungary) Sales Kft.
27	Apollo Tyres (Polska) Sp. Z O.O.
28	Vredestein Consulting B.V.
29	Finlo B.V.
30	Reifencom GmbH, Hannover
31	Reifencom Tyre (Qingdao) Co., Ltd.
32	Saturn F-I Pvt. Ltd
33	Apollo Tyres (Greenfield) B.V.
34	Apollo Tyres Global Business Services Limited (formerly known as Apollo Tyres Centre of Excellence Limited)
35	Trusted Mobility Services Limited



S.R. BATLIBOI & Co. LLP

Chartered Accountants

Annexure-I (Continued)

Associate

S. No.	Name of the Company
1	KT Telematic Solutions Private Limited

Joint Venture

S. No.	Name of the Company
1	Pan Aridus LLC



S.R. BATLIBOI & Co. LLP

Chartered Accountants

67, Institutional Area
Sector 44, Gurugram - 122 003
Haryana, India

Tel: +91 124 681 6000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors Apollo Tyres Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of Apollo Tyres Limited (the "Company") for the quarter ended December 31, 2024 and year to date from April 01, 2024 to December 31, 2024 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

Pankaj
per Pankaj Chadha

Partner

Membership No.: 091813



UDIN: 25091813BMORCT4417

Place: Gurugram

Date: February 6, 2025

Independent Auditor's Report on book values of the assets and compliance with respect to financial covenants as at December 31, 2024 for submission to Debenture Trustee

To
The Board of Directors
Apollo Tyres Limited
7 Institutional Area, Sector 32
Gurugram 122001, Haryana, India

1. This Report is issued in accordance with the terms of the service scope letter agreement dated July 01, 2024 and master engagement agreement dated July 26, 2023, as amended with Apollo Tyres Limited (hereinafter the "Company").
2. We S.R. Batliboi & Co. LLP, Chartered Accountants, are the Statutory Auditors of the Company and have been requested by the Company to examine the accompanying Statement on book value of assets and compliance status of financial covenants for 13,450 (Thirteen Thousand Four Hundred and Fifty only) rated, listed, secured, redeemable, non-convertible debentures issued in multiple tranches having face value of INR 10,00,000 (Rupees Ten Lakh Only) each, for an aggregate nominal value of INR 13,45,00,00,000 (Rupees One Thousand Three Hundred Forty Five Crore only) (hereinafter the "Debentures") of the Company, as at December 31, 2024 (hereinafter the "Statement") which has been prepared by the Company from the Board approved unaudited standalone financial results, underlying books of account and other relevant records and documents maintained by the Company as at and for the period ended December 31, 2024 pursuant to the requirements of the SEBI circular dated May 19, 2022 on Revised format of security cover certificate, monitoring and revision in timelines (hereinafter the "SEBI Circular"), and has been initialed by us for identification purposes only.

This Report is required by the Company for the purpose of submission with Vistra ITCL India Limited (hereinafter the "Debenture Trustee") of the Company to ensure compliance with the SEBI Circular in respect of its Debentures. The Company had entered into an agreement with the Debenture Trustee vide supplementary agreement dated March 10, 2021 (in respect of original agreements dated July 21, 2016, December 10, 2016, December 12, 2019, May 15, 2020) and agreement dated August 29, 2022 (collectively referred as "Debenture Trust Deeds") in respect of such multiple tranches of Debentures.

Management's Responsibility

3. The preparation of the Statement is the responsibility of the management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
4. The management of the Company is responsible for ensuring that the Company complies with all the relevant requirements of the SEBI circular and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including providing all relevant information to the Debenture Trustee(s).

Auditor's Responsibility

5. It is our responsibility to provide a limited assurance and conclude as to whether the:
 - (a) Book values of assets as included in the Statement are in agreement with the books of account underlying the unaudited standalone financial results of the company as at December 31, 2024.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

- (b) Company is in compliance with financial covenants as mentioned in the Debenture Trust Deed and/or Information Memorandum as on December 31, 2024.
6. We have performed a limited review of the unaudited standalone financial results of the Company for the period ended December 31, 2024, prepared by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and issued an unmodified conclusion dated February 06, 2024. Our review of those financial results was conducted in accordance with the in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India ("ICAI").
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI (the "Guidance Note"). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
9. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.
10. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence on the applicable criteria, mentioned in paragraph 5 above. The procedures performed vary in nature and timing from, and are less extent than for, a reasonable assurance. Consequently, the level of assurance obtained is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, our procedures included the following in relation to the Statement:
- a) Obtained the Board approved financial results of the Company for the period ended December 31, 2024.
- b) Traced the book value of assets with the books of accounts of the company underlying the unaudited standalone financial results.
- c) Obtained a list of financial covenants applicable to the Debentures.
- d) With respect to compliance with financial covenants included in the Statement, we have performed the following procedures.
- (i) Obtained and verified the arithmetical accuracy for the computations of net debt to earnings before interest tax and depreciation and amortization (EBITDA) as at December 31, 2024 and debt service coverage ratio for the period April 01, 2024 to December 31, 2024.
- (ii) Traced and agreed the Long-term borrowings, Short-term borrowings including current maturities of long-term borrowings, cash and cash equivalents, other bank balances, investment in quoted mutual funds, Profit after tax, Tax, Exceptional items, Depreciation, Interest expense, other income, Total interest payable, Interest on Lease Liability, Annual repayment of debt and Borrowing cost capitalized from the unaudited books of account of the Company.
- (iii) Obtained repayment schedule and traced the date of repayment of principal and interest due during the period April 01, 2024 to December 31, 2024



S.R. BATLIBOI & Co. LLP

Chartered Accountants

- e) Performed necessary inquiries with the management and obtained necessary representations.

Conclusion

11. Based on the procedures performed by us, as referred to in paragraph 10 above and according to the information and explanations received and management representations obtained, nothing has come to our attention that causes us to believe that:
- a) The Book values of assets as included in the Statement are not in agreement with the books of account unaudited standalone financial results of the Company as at December 31, 2024.
 - b) Company is not in compliance with financial covenants as mentioned in the Debenture Trust Deed as on December 31, 2024.

Restriction on Use

12. The Report has been issued at the request of the Company, solely in connection with the purpose mentioned in paragraph 2 above and to be submitted with the accompanying Statement to the Debenture Trustee and is not to be used or referred to for any other person. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this Report for events and circumstances occurring after the date of this report.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

Pankaj Chadha

per **Pankaj Chadha**

Partner

Membership Number: 091813

UDIN: 25091813BMORCV9713

Place of Signature: Gurugram

Date: February 06, 2024



Statement of Security Cover as per the terms of the offer document/ Information Memorandum and/or Debenture Trust Deeds and book value of assets

Amounts in INR Millions

Column	Column	Column	Column	Column	Column	Column	Column	Column	Column	Column	Column	Column	Column	Column
A	B	i	ii	iii	iv	v	vi	vii	J	K	L	M	N	O
Particulars	Description of asset for which this certificate relate	Exclusive Charge	Exclusive Charge	Pari-Passu Charge	Pari-Passu Charge	Pari-Passu Charge	Assets not offered as Security	Elimination (amount in negative)	(Total C to H)	Related to only those items covered by this certificate				
		Debt for which this certificate being issued		Debt for which this certificate being issued	Assets shared by pari passu debt holder (includes debt for which this certificate is issued & other debt with pari- passu charge)	Other assets on which there is pari- Passu charge (excluding items covered in column F)		debt amount considered more than once (due to exclusive plus pari passu charge)		Market Value for Assets charged on Exclusive basis	Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg Bank Balance, DSRA market value is not applicable)	Market Value for Pari passu charge Assets	Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg Bank Balance, DSRA market value is not applicable)	Total Value (K+L+M+ N)
		Book Value	Book Value	Yes/ No	Book Value	Book Value					(Note n)		(Note n)	
ASSETS (Note b)														
Property, Plant and Equipment	Note-c,d	22.99	-	-	85,370.55	-	19,026.77	-	1,04,420.31	-	22.99	-	85,370.55	85,393.54
Capital Work-in- Progress	Note-e	-	-	-	2,159.59	-	-	-	2,159.59	-	-	-	2,159.59	2,159.59
Right of Use Assets		-	-	-	-	-	4,482.78	-	4,482.78	-	-	-	-	-
Goodwill		-	-	-	-	-	-	-	-	-	-	-	-	-
Intangible Assets		-	-	-	-	-	439.16	-	439.16	-	-	-	-	-
Intangible Assets under Development		-	-	-	-	-	275.98	-	275.98	-	-	-	-	-
Investments		-	-	-	-	-	24,285.87	-	24,285.87	-	-	-	-	-
Loans		-	-	-	-	-	-	-	-	-	-	-	-	-
Inventories		-	-	-	-	-	29,281.31	-	29,281.31	-	-	-	-	-
Trade Receivable s		-	-	-	-	-	21,381.74	-	21,381.74	-	-	-	-	-
Cash and Cash Equivalents		-	-	-	-	-	2,946.45	-	2,946.45	-	-	-	-	-
Bank Balances other than Cash and Cash Equivalents		-	-	-	-	-	114.23	-	114.23	-	-	-	-	-
Others	Note-f	-	-	-	-	-	13,647.86	-	13,647.86	-	-	-	-	-
Total		22.99	-	-	87,530.14	-	1,15,882.15	-	2,03,435.28	-	22.99	-	87,530.14	87,553.13
LIABILITIES (Note b)														
Debt securities to which this certificate pertains	Note-g, h, i	4,990.14	-	Yes	13,437.77	-	-	-4,990.14	13,437.77	-	4,990.14	-	13,437.77	18,427.91
Other debt sharing pari-passu charge with above debt	Note-j		-	No	11,272.53	-	-	-	11,272.53	-	-	-	11,272.53	11,272.53
Other Debt			-	No	-	-	-	-	-	-	-	-	-	-
Subordinated debt			-	No	-	-	-	-	-	-	-	-	-	-
Borrowings	Note-k	not to be filled	-	No	-	-	7,938.08	-	7,938.08	-	-	-	-	-
Bank			-	No	-	-	-	-	-	-	-	-	-	-
Debt Securities			-	No	-	-	-	-	-	-	-	-	-	-
Others	Note-l		-	No	-	-	34,684.44	-	34,684.44	-	-	-	-	-
Trade payables			-	No	-	-	22,016.75	-	22,016.75	-	-	-	-	-
Lease Liabilities			-	No	-	-	4,859.92	-	4,859.92	-	-	-	-	-
Provisions			-	No	-	-	3,379.48	-	3,379.48	-	-	-	-	-
Others (Interest Accrued)	Note-m	320.03	-	No	671.62	-	-	-320.03	671.62	-	320.03	-	671.62	991.65
Total		5,310.17	-	-	25,381.92	-	72,878.67	-5,310.17	98,260.59	-	5,310.17	-	25,381.92	30,692.09
Cover on Book Value	Note-o	0.004			3.45						0.004		3.45	
Cover on Market Value														
		Exclusive Security Cover Ratio			Pari-Passu Security Cover Ratio									

For APOLLO TYRES LTD.

Dawn des Mills

Authorised Signatory

Notes:

- a.) This statement is prepared in accordance with requirements of the Regulation 56(1)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and SEBI Circular dated May 19, 2022 on the Revised format of security cover certificate, monitoring and revision in timelines ("the Regulations"). The above statement includes the required information in respect of assets and liabilities held by the Company as on December 31, 2024 along with necessary break ups including the details of assets charged (i.e. entire tangible movable fixed assets) of the Company in respect of the Non Convertible Debentures as per the terms of the information memorandum and/or debenture trust deed.
- b.) The book value of assets and liabilities has been extracted from the audited financial results of the Company as on December 31, 2024.
- c.) "Property Plant & Equipment" represents the book value of property plant & equipment in column C against which exclusive charge created for 8.75 % Non Convertible Debentures as on December 31, 2024.
- d.) "Property Plant & Equipment" represents the book value of property plant & equipment in column F against which pari passu charge created for Non Convertible Debentures and secured term loan as on December 31, 2024.
- e.) "Capital Work In Progress" represents the book value of capital work in progress (CWIP) in column F against which pari passu charge has been created for Non Convertible Debentures and secured term loan as on December 31, 2024. For the purpose of above statement, entire value of CWIP has been considered as movable assets and considered for pari passu charge accordingly as the exact bifurcation of this amount into movable and immovable assets, if any will be available at a future date (i.e. at the time of capitalisation of the underlying assets).
- f.) "Other" represents the book value of "total assets less the book value of assets as captured above separately" as on December 31, 2024.
- g.) "Debt securities to which this certificate pertains" represents the book value of Non Convertible Debentures as on December 31, 2024 in column C for which exclusive security charge created.
- h.) "Debt securities to which this certificate pertains" represents the book value of Non Convertible Debentures as on December 31, 2024 in column F for which pari passu charge created.
- i.) "Debt securities to which this certificate pertains" represents the book value of Non Convertible Debentures as on December 31, 2024 in column I for which exclusive security charge and pari passu charge created.
- j.) "Other debt sharing pari-passu charge with above debt" represents the book value of secured term loan as on December 31, 2024 in column F for which pari passu charge created.
- k.) "Borrowings" represents the book value of unsecured loan as on December 31, 2024.
- l.) "Others" represents the book value of total liability less the book value of liability as captured above separately as on December 31, 2024.
- m.) "Others (Interest Accrued)" represents the book value of accrued interest as part of Other financial liabilities, other portion of it considered in "other" Note (l) as on December 31, 2024.
- n.) It represents the book value (net of accumulated depreciation) of the Hypothecated Properties for which market value has not been determined.
- o.) "Cover on Book Value" in column C represents the additional cover ratio for the exclusive charge holder.
1. The Statement has been prepared based on the basis of unaudited book of account of the Company for period ended 31 December, 2024 prepared in accordance with Indian Accounting Standards (hereinafter referred to as the Ind AS') specified under the Companies (Indian Accounting Standards) Rules 2015, as amended.

For APOLLO TYRES LTD.



Authorised Signatory

Fixed Asset Coverage Ratio as on December 31, 2024

S. No.	Particulars	Immoveable*	Moveable
		Amount in Rs. Mn.	Amount in Rs. Mn.
i.	Total assets available for secured Debt Securities' – (secured by either pari passu or exclusive		
	• Property Plant & Equipment (Fixed assets) - movable / immovable property etc. *	22.99	87,530.14
	• Loans /advances given (net of provisions, NPAs and sell down portfolio), Debt Securities, other credit extended etc.	N.A.	N.A.
	• Receivables including interest accrued on Term loan/ Debt Securities etc.	N.A.	N.A.
	• Investment(s) - Liquid	N.A.	N.A.
	• Cash and cash equivalents and other current/ Non-current assets	N.A.	N.A.
	A	22.99	87,530.14
ii.	Total borrowing through issue of secured Debt Securities (secured by either pari passu or exclusive charge on assets) - (Details As Per Annexure-I).		
	• Debt Securities <i>including bank loans</i>	4,990.14	24,710.30
	• IND - AS adjustment for effective Interest rate on secured Debt Securities	N.A.	N.A.
	• Interest accrued/payable on secured Debt Securities <i>including bank loans</i>	320.03	671.62
	B	5,310.17	25,381.92
iii.	Asset Coverage Ratio (100% or higher as per the terms of offer document/information memorandum/ debenture trust deed)	A/B	0.004
		3.4529	
TOTAL		3.4529	

Note: * Exclusive charge on the immovable property of the Company's registered office in Kochi For 8.75% NCD Of Rs. 500 Crs.

For APOLLO TYRES LTD.

Dawanda Kishor

Authorised Signatory

Statement of Compliance with Covenants

1. Computation of net debt to earnings before interest tax and depreciation and amortization (EBITDA) as at 31 Dec, 2024

Particulars	Amount (Rs. Million)
Net debt (refer table A)	29,702
EBITDA - TTM (refer table B)	21,956
Net debt to EBITDA	1.35

2. Computation of debt service coverage ratio for the period 1 April 2024 to 31 Dec, 2024

Particulars	Amount (Rs. Million)
EBITDA- tax (refer table B)	17,734
Debt service (refer table C)	10,039
Debt service coverage ratio	1.77

Table A - Computation of Net debt as at 31 Dec, 2024

Particulars	Amount (Rs. Million)
Long-term borrowings	18,495
Short-term borrowings including current maturities of long-term borrowings	14,154
Less: Cash and cash equivalents	2,946
Less: Other Bank balances	0
Less: Investment In Mutual Fund	-
Net debt	29,702

Table B - Computation of EBITDA

Particulars	ANNUALISED*			
	For the period 1 April 2024 To 31 Dec 2024 (Rs. Million)	For the period 1 April 2023 To 31 March 2024 (Rs. Million)	For the period 1 April 2023 To 31 Dec 2023 (Rs. Million)	As On 31 Dec 2024 (Rs. Million)
Profit after tax	(A) 4,803	(B) 11,540	(C) 9,425	(A) + (B) - (C) = (D) 6,918
Add:				
Tax	2,476	6,826	5,080	4,222
Exceptional items	591	758	390	959
Depreciation #	6,022	8,023	5,997	8,048
Interest expense **	2,401	3,636	2,840	3,197
Less:				
Other income	772	1,358	742	1,388
EBITDA	15,521	29,425	22,990	21,956
EBITDA - Tax	13,045	22,599	17,910	17,734

Excluded depreciation on ROU.

* Annualised (TTM=Trailing twelve months)

** Excluded interest on lease liability.

Table C - Computation of Debt service as at December 31, 2024

Particulars	ANNUALISED*			
	For the period 1 April 2024 To 31 Dec 2024 (Rs. Million)	For the period 1 April 2023 To 31 March 2024 (Rs. Million)	For the period 1 April 2023 To 31 Dec 2023 (Rs. Million)	As On 31 Dec 2024 (Rs. Million)
Total interest payable**	(A) 2,401	(B) 3,636	(C) 2,840	(A) + (B) - (C) = (D) 3,197
Add: Repayment of debt	6,530	8,449	8,137	6,842
Add: Redemption of preference shares	-	-	-	-
Debt service	8,931	12,085	10,977	10,039

* Annualised (TTM=Trailing twelve months)

** Excluded interest on lease liability.

Notes to statement:

1. The Statement has been prepared based on the basis of unaudited book of account of the company as on December 31, 2024 prepared in accordance with Indian Accounting Standards (hereinafter referred to as the Ind AS) specified under the Companies (Indian Accounting Standards) Rules 2015, as amended.

2. Net debt is aggregate amount of all borrowings of the Company excluding cash and cash equivalents and bank balances.

3. Earnings before interest tax depreciation and amortization is profit of the Company before deducting interest, tax and depreciation and amortization and excluding other income and exceptional items.

4. Debt service is the total interest payable by the Company and total repayments of long term debts made with the redemption of preference shares, if any.

5. Financial covenants for all the series of non convertible debentures is as follows:

Net debt to EBITDA shall not exceed 3.5

DSCR shall not fall below 1.1

FACR shall not fall below 1.25

For Apollo Tyres Limited

Davendra R. Mittal

Authorised Signatory
Mr. Davendra Mittal
Head - Corporate Finance

