

# NEERAJ CONSULTANTS PRIVATE LIMITED

Admn. Office : SF 202, Peach Tree, C-Block, Sushant Lok 1, Gurgaon-122002  
Ph. No. + 91-124 - 4262305/07/08 Fax : +91-124 - 4262306  
CIN - U67200DL1980PTC0253585

To,

Date: 23.03.2017

|  |   |
|--|---|
| <b>Dept of Corporate Services</b><br><b>Bombay Stock Exchange Limited</b><br>P.J Towers, Dalal Street<br>Mumbai - 400001 | <b>National Stock Exchange of India Limited</b><br>Exchange Plaza, 5 <sup>th</sup> Floor,<br>Plot No C/1, G Block<br>Bandra Kurla Complex<br>Bandra East<br>Mumbai - 400051 |
|--|---|

Dear Sir,

**Sub: Inter-se transfer of shares amongst Promoter Group**

**Ref: Intimation under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

This is to inform you that Constructive Finance Pvt Ltd, being a part of the Promoter Group of Apollo Tyres Limited, transferred 2,96,30,857 equity shares of Re.1/- each of Apollo Tyres Limited, by way of gift to Neeraj Consultants Private Limited which is also a part of the Promoter Group of Apollo Tyres Limited.

This being an inter se transfer of shares amongst the Promoter Group, the same falls within the exemption under Regulation 10(1)(a)(ii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. Consequent to the above acquisition, the shareholding of Neeraj Consultants Private Limited in Apollo Tyres Limited will increase from 4,25,08,142 equity shares to 7,21,38,999 equity shares.

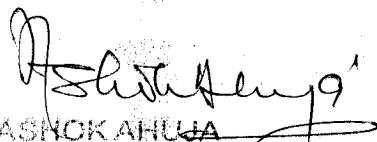
The aggregate holding of Promoters Group before and after the above inter se transaction remains the same.

In this connection the necessary disclosures under Regulation 10(6) for the above said acquisition in the prescribed format is enclosed herewith for your kind information and records

Thank you

Yours faithfully

For and behalf of Neeraj Consultants Pvt. Ltd

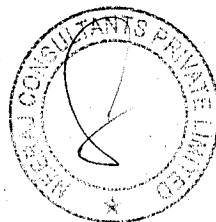


ASHOK AHUJA  
Director (DIN 02372976)  
LP-2D, Maurya Enclave,  
Pitampura, Delhi-110088

Encl: a/a

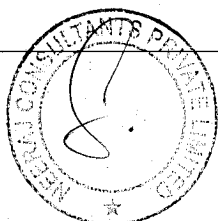
Date: 23.03.17

Place: Gurgaon



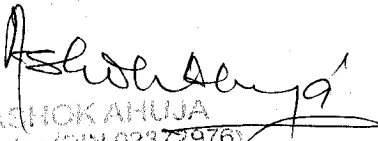
**Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|    |  |   |  |
|----|--|---|--|
| 1. | Name of the Target Company (TC)  | Apollo Tyres Limited  |  |
| 2. | Name of the acquirer(s)  | Neeraj Consultants Private Limited  |  |
| 3. | Name of the stock exchange where shares of the TC are listed   | Bombay Stock Exchange Limited and National Stock Exchange of India Limited  |  |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.   | Transfer of 2,96,30,857 equity shares of Re.1/- each of Apollo Tyres Ltd. held by Constructive Finance Pvt Ltd to Neeraj Consultants Private Limited by way of gift. Inter se transfer of shares of TC between Promoter Group Companies, without consideration. |  |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer.   | Regulation 10(1)(a)(ii)   |  |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>– Whether disclosure was made and whether it was made within the timeline specified under the regulations.<br><br>– Date of filing with the stock exchange. | Yes, disclosure was required under regulation 10(5)<br><br>Yes, disclosure was made within timeline specified under the regulations<br><br>14.03.2017   |  |
| 7. | Details of acquisition   | Disclosures made/required to be made under regulation 10(5)   | Actual   |
|    | a. Name of the transferor / seller   | Constructive Finance Pvt Ltd  | Constructive Finance Pvt Ltd   |
|    | b. Date of acquisition   | 23.03.2017  | 23.03.2017   |
|    | c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above   | 2,96,30,857 equity shares of Re.1/- each of Apollo Tyres Ltd  | 2,96,30,857 equity shares of Re.1/- each of Apollo Tyres Ltd   |
|    | d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC  | 2,96,30,857 equity shares of Re.1/- each of Apollo Tyres Ltd constituting 5.82% of the total paid up capital of Apollo Tyres Ltd  | 2,96,30,857 equity shares of Re.1/- each of Apollo Tyres Ltd constituting 5.82% of the total paid up capital of Apollo Tyres Ltd |
|    | e. Price at which shares are proposed to be acquired / actually acquired   | The Shares were proposed to be gifted by Constructive Finance Pvt Ltd to  | The Shares have been gifted by Constructive Finance Pvt Ltd to the Acquirer viz.   |



|    |                                 |  |  |                    |                                       |
|----|---------------------------------|--|--|--------------------|---------------------------------------|
|    |                                 | the Acquirer viz. Neeraj Consultants Private Limited. No consideration was to be paid as gift. | Neeraj Consultants Private Limited. No consideration was paid as it was a gift received. |                    |                                       |
| 8. | Shareholding details            | Pre-Transaction  |  | Post-Transaction   |                                       |
|    |                                 | No. of shares held   | % w.r.t. to total share capital of TC  | No. of shares held | % w.r.t. to total share capital of TC |
|    | - Each Acquirer / Transferee(*) | 42508142   | 8.35%  | 72138999           | 14.17%                                |
|    | - Each Seller / Transferor      | 29630857   | 5.82%  | Nil                | -                                     |

For and behalf of Neeraj Consultants Private Limited

  
**ASHOK AHUJA**  
 Director (DIN 02872976)  
 LP-2D, Maurya Enclave,  
 Pitampura, Delhi-110088

