

**Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1	Name of the Target Company (TC)	Apollo Tyres Limited		
2	Name(s) of the acquirer and Person acting in Concert (PACs) with the acquirer	<p>Mr. Onkar S. Kanwar's Group</p> <ol style="list-style-type: none"> <li>1. Constructive Finance Private Limited</li> <li>2. Sunrays Properties And Investments Company Private Limited</li> <li>3. Apollo Finance Limited</li> <li>4. Neeraj Consultants Private Limited</li> <li>5. Apollo International Limited.</li> <li>6. Sacred Heart Investment Company Private Limited</li> <li>7. Motlay Finance Pvt Ltd</li> <li>8. Global Capital Limited</li> <li>9. Classic Auto Tubes Limited</li> <li>10. Kenstar Investments And Finance Private Limited</li> <li>11. Ganga Kaveri And Credit And Holdings Private Limited</li> <li>12. Indus Valley Investments And Finance Private Limited</li> <li>13. Mr. Onkar S. Kanwar and his family</li> </ol>		
3	Whether the acquirer belongs to Promoter/Promoter Group	Yes		
4	Names(s) of the Stock Exchange(s) where the shares of TC are Listed	Bombay Stock Exchange Ltd, National Stock Exchange Ltd & Cochin Stock Exchange Ltd.		
5	Details of the acquisition/disposal as follows	<b>Number</b>	<b>% w.r.t. total share/ voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share/ voting capital of the TC(**)</b>
<b>Before the acquisition under consideration, holding of:</b>				
a)	Shares carrying voting rights			
	Classic Auto Tubes Limited	9493500	1.88%	1.87%
	Other Promoter/ Promoter Group	209815292	41.63	41.22%

b)	Voting Rights (VR) otherwise than by equity shares	0	0	0
c)	Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
	Classic Auto Tubes Limited	5000000	0	0.98%
	Other Promoter/ Promoter Group	0	0	0
	<b>Total (a+b+c)</b>	224308792	43.51%	44.07%
<b>Details of acquisition/sale</b>				
a)	Shares carrying voting rights acquired/sold			
	Classic Auto Tubes Limited	5000000*	0.99%	0.98%
b)	Voting Rights (VR) acquired/sold otherwise than by equity shares	0	0	0
c)	Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	0	0	0
	<b>Total (a+b+c)</b>	5000000	0.99%	0.98%
<b>After the acquisition/ sale, holding of :</b>				
a)	Shares carrying voting rights			
	Classic Auto Tubes Limited	14493500	2.85%	2.85%
	Other Promoter/ Promoter Group	209815292	41.22%	41.22%

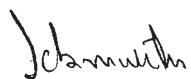
b)	VRs otherwise than by shares	0	0	0
c)	Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	0	0	0
	<b>Total (a+b+c)</b>	224308792	44.07%	44.07%
6	Mode of acquisition/ sale (e.g. open market / off market/ public issue/ rights issue/ preferential allotment/ interse transfer etc).	Conversion of Warrants into equity shares.		
7	Date of acquisition / sale of shares/ VR or date of receipt of intimation of allotment of shares whichever is applicable	Date of transaction – 19.06.2014		
8	Equity Share Capital/ total voting capital of the target company before the said acquisition/sale	50,40,24,770 Equity Shares of the face value of Rs. 1 /- each aggregating Rs. 50,40,24,770 /- carrying voting rights one for each share		
9	Equity Share Capital/ total voting capital of the target company after the said acquisition/sale	50,90,24,770 Equity Shares of the face value of Rs. 1 /- each aggregating Rs. 50,90,24,770 /- carrying voting rights one for each share		
10	Total diluted share/ voting capital** of the TC after the said acquisition/ sale.	50,90,24,770 Equity Shares of the face value of Rs. 1 /- each aggregating Rs. 50,90,24,770 /- carrying voting rights one for each share		

**Note:**

(\*)Pursuant to the terms of issue of the warrants, it shall be converted into equity shares on or before 20.06.2014 in the ratio of one equity share for one warrant.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

**For Classic Auto Tubes Limited**



**Authorised Signatory**

Place: Gurgaon

Delhi: 20.06.2014