

PTL ENTERPRISES LIMITED

Website: www.ptlenterprise.com

E.mail: Investors@ptlenterprises.com

CIN - L25111KL1959PLC009300

14th day of July, 2015

PTL/3

The Secretary National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400051	The Secretary Bombay Stock Exchange Ltd Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001
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Sub: Compliance with clause 49 of the Listing Agreement.

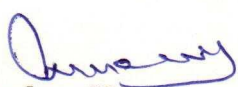
Dear Sir/ Madam,

Please find enclosed herewith the Quarterly Report on Corporate Governance for the quarter ended 30th June, 2015 for your information and records.

Thanking you

Yours truly,

For PTL ENTERPRISES LIMITED


Pradeep Kumar
Company Secretary

Encl: as above

PTL ENTERPRISES LIMITED

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Name of the Company :

PTL ENTERPRISES LTD.

Quarter ending On :

30.06.2015

	Particulars	Clause of Listing Agreement	Compliance (Yes/No)	Remarks
	1	2	3	4
II	Board of Directors	49(II)		
A	Composition of Board	49(II A)	YES	
B	Independent Directors	49(II B)	YES	
C	Non-executive Directors' compensation & disclosures	49(II C)	YES	
D	Other provisions as to Board and Committees	49(II D)	YES	
E	Code of Conduct	49(II E)	YES	
F	Whistle Blower Policy	49 (II F)	YES	On annual basis
III	Audit Committee	49(III)		
A	Qualified & Independent Audit Committee	49(III A)	YES	
B	Meeting of Audit Committee	49(III B)	YES	
C	Powers of Audit Committee	49(III C)	YES	
D	Role of Audit Committee	49(III D)	YES	
E	Review of Information by Audit Committee	49(III E)	YES	
IV	Nomination and Remuneration Committee	49 (IV)	YES	
V	Subsidiary Companies	49(V)	YES	
VI	Risk Management	49 (VI)	YES	
VII	Related Party transactions	49(VII)	YES	
VIII	Disclosures	49 (VIII)		
A	Related party transactions	49(VIII A)	YES	As Per Annexure A
B	Disclosures of Accounting Treatment	49(VIII B)	YES	On annual basis
C	Remuneration of Directors	49 (VIII C)	YES	On annual basis
D	Management	49 (VIII D)	YES	On annual basis
E	Shareholders	49(VIII E)	YES	
F	Proceeds from public issues, rights issues, pref. Issues etc.	49 (VIII I)	N.A.	
IX	CEO/CFO Certification	49 (IX)	YES	
X	Report on Corporate Governance	49 (X)	YES	
XI	Compliance	49 (XI)	YES	On annual basis

For PTL ENTERPRISES LTD.



(PRADEEP KUMAR)
COMPANY SECRETARY

Corporate Office : C/o Apollo Tyres Limited, Apollo House, 7, Institutional Area, Sector - 32, Gurgaon - 122 001 (Haryana)

Tel. : (0124) - 2383002, 2383003, Fax : (0124) - 2383021, 2383017

Registered Office : 6th floor, Cherupushpam Building, Shanmugham Road, Kochi - 682 031 (Kerala)

Tel. : (0484) - 2381808, 2381895, 2372767, Fax : (0484) - 2370351

Related Party Transactions

Annexure A

2015-16 (Q-1)

Particulars	Subsidiaries	Associates	Key Management Personnel	Others	Total
Lease Income, Apollo Tyres Limited		1000.00			1000.00
Reimbursement of Expenses received, Apollo Tyres Limited		2190.45			2190.45

(Rs. Lacs)

For PTL ENTERPRISES LIMITED


Pradeep-Kumar
Company Secretary