



GROWING TOGETHER

Ref: No. BIL/SE/17-18

13th October, 2017

M/s BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

National Stock Exchange of India Ltd
5th Floor, Exchange Plaza
Bandra Kurla Complex
Bandra (E), Mumbai 400 051

Scrip Name: BALKRISI, Scrip Code: 502355

Scrip Name/Code : BALKRISIND

SUB: COMPLIANCE WITH REGULATION 27(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

We are submitting herewith compliance report on Corporate Governance for the quarter ended 30th September, 2017 as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per the given formats in Annexure I and Annexure III.

ANNEXURE I

- 1 Name of the Listed Entity Balkrishna Industries Limited
- 2 Quarter ending 30th September, 2017

I. Composition of Board of Directors

Sr. No	Title (Mr. / Ms)	Name of the Director	PAN	DIN	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	Date of Appointment in the current term/ cessation)	Tenure*	No. of Directorship in listed entities including this listed entity	No. of Memberships in Audit /Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit /Stakeholder Committee held in listed entities including this listed entity
1	Mr.	Arvind Kumar Poddar	AACPP2352E	00089984	Chairperson/ Executive	*Date of Appointment: 31.01.2004	N.A.	1	0	0
2	Mr.	Rajiv Poddar	AACPP1928J	00160758	Executive	**Date of Appointment: 22.01.2009	N.A.	1	1	0



Balkrishna Industries Ltd.

CIN No.: L99999MH1961PLC012185

Corporate Office : BKT House, C / 15, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, India.

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3	Ms.	Vijaylaxmi Poddar	AACPP2353F	00160484	Non-Executive	Date of Appointment: 30.05.2012	N.A.	1	0	0
4	Mr.	Vipul Shah	AAOPS7428N	05199526	Executive	***Date of Appointment: 11.02.2012	N.A.	1	1	0
5	Mr.	Sanjay Asher	ADQPA0146C	00008221	Non-Executive/ Independent	#Date of Appointment: 02.08.2014	3.2 years	7	5	5
6	Mr.	##Sachin Nath Chaturvedi	AABPC2360A	00553459	Non-Executive/ Independent	#Date of Appointment: 02.08.2014	3.2 years	4	4	3
7	Mr.	Khurshed Doongaji	AAIPD1397D	00090939	Non-Executive/ Independent	#Date of Appointment: 02.08.2014	3.2 years	2	2	2
8	Mr.	Ashok Saraf	AAGPS5351N	01627873	Non-Executive/ Independent	#Date of Appointment: 02.08.2014	3.2 years	1	0	0
9	Mr.	Laxmidas Merchant	AAAPM5924D	00007722	Non-Executive/ Independent	#Date of Appointment: 02.08.2014	3.2 years	1	0	0

* Mr. Arvind Kumar Poddar has been re-appointed as Chairman & Managing Director for a period of 5 years w.e.f. 1st August, 2016 to 31st July, 2021.

** Mr. Rajiv Poddar has been re-appointed as Executive Director designated as Joint Managing Director for a period of 5 years w.e.f. 22nd January, 2014 to 21st January, 2019.

*** Mr. Vipul Shah has been re-appointed as Whole Time Director designated as Director & Company Secretary for 5 years w.e.f. 11th February, 2017 to 10th February, 2022.

Note : Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Company has appointed Shri Sachin Nath Chaturvedi, Shri Khurshed Doongaji, Shri Ashok Saraf, Shri Laxmidas Merchant and Shri Sanjay Asher as Independent Directors of the Company for 5 (five) consecutive years from 2nd August, 2014 to 1st August, 2019, which has been approved by the Members at its Annual General Meeting held on 13th September, 2014.

Note : We have received Form "DIR-8" from Mr. Sachin Nath Chaturvedi dated 13th October, 2017 confirming that he has incurred disqualifications under section 164(2) of the Companies Act, 2013, read with the provisions of Section 167 of Companies Act, 2013, he has deemed to have vacated his office as a director of the Company.



Contd.

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II. Composition of Committee			
Sr.No	Name of the Committee	Name of the Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1	Audit Committee	##Mr. Sachin Nath Chaturvedi	Chairperson/Non Executive/Independent
		Mr. Khurshed M Doongaji	Non-Executive/Independent
		Mr. Rajiv A Poddar	Executive
2	Nomination & Remuneration Committee	##Mr. Sachin Nath Chaturvedi	Chairperson/Non Executive/Independent
		Mr. Ashok Saraf	Non-Executive/Independent
		Mr. Khurshed M Doongaji	Non-Executive/Independent
3	Risk Management Committee(if applicable)	Not applicable	
4	Stakeholders Relationship Committee	##Mr. Sachin Nath Chaturvedi	Chairperson/Non Executive/Independent
		Mr. Khurshed M Doongaji	Non-Executive/Independent
		Mr. Vipul Shah	Executive

Note : We have received Form "DIR-8" from Mr. Sachin Nath Chaturvedi dated 13th October, 2017 confirming that he has incurred disqualifications under section 164(2) of the Companies Act, 2013, read with the provisions of Section 167 of Companies Act, 2013, he has deemed to have vacated his office as a director of the Company.

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)
25 th May, 2017	29 th July, 2017	64 days

IV. Meeting of Committees			
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee:			
29 th July, 2017	Yes	25 th May, 2017	64 Days

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



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VI. Affirmations

We hereby affirm that :

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Balkrishna Industries Limited

V R Shah

Vipul Shah

Director & Company Secretary

DIN: 05199526

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
Note 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		

For Balkrishna Industries Limited

VRS Shah

Vipul Shah
Director & Company Secretary
DIN: 05199526

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