

Ref: No. BIL/SE/2020-21

14<sup>th</sup> July, 2020

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

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

Scrip Code: 502355

Trading Symbol: BALKRISIND

Dear Sir/Madam,

**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 30<sup>th</sup> June, 2020 as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per the given format in **Annexures:**

**ANNEXURE I**

- 1 Name of the Listed Entity Balkrishna Industries Limited  
2 Quarter ending 30<sup>th</sup> June, 2020

**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 Birth	Initial Date of appointment	Date of Appointment in the current term/(in cessation)	Tenure of director (in months)	No. of Directorships in listed entities including this listed entity	No. of Memberships in Audit/Stakeholder Committee (s) including this listed entity	No. of post of Chairperson/ Stakeholder Committee held in listed entities including this listed entity
1	Mr.	Arvind Kumar Poddar	AACPP2352E	00089984	Chairperson-Executive	07.11.1957	31.01.2004	01.08.2016	N.A.	1	0	0
2	Mr.	Rajiv Poddar	AACPP1928J	00160758	Executive	22.12.1984	22.01.2009	22.01.2019	N.A.	1	1	0
3	Mrs.	Vijaylaxmi Poddar	AACPP2353F	00160484	Non-Executive-Non-Independent	02.12.1960	30.05.2012	08.08.2015	N.A.	1	0	0
4	Mr.	Vipul Shah	AAOPS7428N	05199526	Executive	02.03.1963	11.02.2012	11.02.2017	N.A.	1	1	0
5	Mr.	Pannkaj Ghadiali	AAAPG8956D	00003462	Non-Executive-Independent	08.05.1956	08.11.2017	08.11.2017	32	2	1	2
6	Ms.	Shruti Shah	AIYPS3328P	08337714	Non-Executive-Independent	05.06.1980	08.02.2019	08.02.2019	17	4	2	0
7	Mr.	Sandeep Junnarkar	AABPJ2232L	00003534	Non-Executive-Independent	02.07.1951	28.03.2019	28.03.2019	15	2	3	0
8	Mr.	Rajendra Hingwala	AAAPH5606B	00160602	Non-Executive-	26.08.1952	28.03.2019	28.03.2019	15	2	1	0

					Independent						
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II. Composition of Committees				
Sr.No	Name of the Committee	Name of the Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of appointment
1	Audit Committee	Mr. Pannkaj Ghadiali	Chairperson-Non-Executive-Independent	08.11.2017
		Ms. Shruti Shah	Non-Executive-Independent	08.02.2019
		Mr. Rajendra Hingwala	Non-Executive-Independent	02.08.2019
		Mr. Rajiv Poddar	Executive	10.08.2019
2	Nomination & Remuneration Committee	Mr. Pannkaj Ghadiali	Chairperson-Non-Executive-Independent	08.11.2017
		Ms. Shruti Shah	Non-Executive-Independent	08.02.2019
		Mr. Sandeep Junnarkar	Non-Executive-Independent	10.08.2019
		Mr. Rajendra Hingwala	Non-Executive-Independent	10.08.2019
3	Stakeholders Relationship Committee	Mr. Pannkaj Ghadiali	Chairperson-Non-Executive-Independent	08.11.2017
		Mrs. Shruti Shah	Non-Executive-Independent	08.02.2019
		Mr. Sandeep Junnarkar	Non-Executive-Independent	10.08.2019
		Mr. Vipul Shah	Executive	15.05.2014
4	Corporate Social Responsibility Committee	Smt. Vijaylaxmi Poddar	Chairperson-Non-Executive-Non-Independent	15.05.2014
		Mrs. Shruti Shah	Non-Executive-Independent	10.08.2019
		Mr. Rajiv Poddar	Executive	15.05.2014
		Mr. Vipul Shah	Executive	25.05.2017
5	Risk Management Committee	Mr. Pannkaj Ghadiali	Chairperson-Non-Executive-Independent	08.02.2019
		Mr. Arvind Poddar	Executive	08.02.2019
		Mr. Rajiv Poddar	Executive	08.02.2019
		Mr. Vipul Shah	Executive	08.02.2019
6	Business Responsibility Committee	Mr. Pannkaj Ghadiali	Chairperson-Non-Executive-Independent	08.02.2019
		Mr. Arvind Poddar	Executive	25.05.2017
		Mr. Sandeep Junnarkar	Non-Executive-Independent	10.08.2019
		Mr. Rajiv Poddar	Executive	25.05.2017

\* Shri Basant Bansal is not Director on the Board of Directors of the Company. He is Chief Financial Officer (KMP) 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)	
14 <sup>th</sup> February, 2020	20 <sup>th</sup> June, 2020	*126 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:			

20 <sup>th</sup> June, 2020	Yes	14 <sup>th</sup> February, 2020	**126 days
<b>Nomination and Remuneration Committee:</b>			
20 <sup>th</sup> June, 2020	Yes	-	-
<b>Corporate Social Responsibility Committee:</b>			
18 <sup>th</sup> June, 2020	Yes	14 <sup>th</sup> February, 2020	***124 days
<b>Stakeholders Relationship Committee:</b>			
18 <sup>th</sup> June, 2020	Yes	14 <sup>th</sup> February, 2020	****124 days
<b>Business Responsibility Committee:</b>			
18 <sup>th</sup> June, 2020	Yes	-	-
<b>Independent Director's Meeting:</b>			
18 <sup>th</sup> June, 2020	Yes	-	-

**Notes:**

\* Board Meeting for the Quarter 4 of Financial Year 2019-20, has been conducted on the said date 20.06.2020, after availing the exemption given by SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19<sup>th</sup> March, 2020.

\*\* Audit Committee Meeting for the Quarter 4 of Financial Year 2019-20, has been conducted on the said date 20.06.2020, after availing the exemption given by SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19<sup>th</sup> March, 2020.

\*\*\* Corporate Social Responsibility Committee Meeting for the Quarter 4 of Financial Year 2019-20, has been conducted on the said date 18.06.2020, after availing the exemption given by SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/48 dated 26<sup>th</sup> March, 2020.

\*\*\*\* Stakeholders Relationship Committee Meeting for the Quarter 4 of Financial Year 2019-20, has been conducted on the said date 18.06.2020, after availing the exemption given by SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/48 dated 26<sup>th</sup> March, 2020.

<b>V. Related Party Transactions:</b>	
<b>Subject</b>	<b>Compliance Status (Yes/No/NA)</b>
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

**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
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.
6. Any comments/observations/advice of Board of Directors may be mentioned here:

**For Balkrishna Industries Limited**

**Sd/-**

**Vipul Shah**

**Director & Company Secretary**

**DIN: 05199526**