

BIL/SE/2021-2022

30th June, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code: 502355

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

Dear Sir/Madam,

Sub: Disclosure of Voting Results of 59th Annual General Meeting of the Company held on Wednesday, the 30th June, 2021.

In compliance with Regulation 44(3) of the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are enclosing herewith the details of Voting Results of the business transacted at the 59th Annual General Meeting of the Members of the Company held on Wednesday, the 30th June, 2021 at 11:00 a.m. IST through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”) in the format prescribed as Annexure I.

We are also enclosing herewith the Combined Scrutinizer’s Report on Remote E-voting and E-voting conducted at the said 59th Annual General Meeting of the Company is as Annexure II.

All the resolutions set out in the Notice of the 59th Annual General Meeting have been passed with requisite majority.

Thanking you,

Yours faithfully,
For **Balkrishna Industries Limited**

Sd/-
Vipul Shah
Director & Company Secretary
DIN: 05199526

Enclosed: As above

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.

Tel: +91 22 6666 3800 Fax: +91 22 6666 3898/99 www.bkt-tires.com

Registered Office: B-66, Waluj MIDC, Waluj Industrial Area, Aurangabad – 431 136, Maharashtra, India

ANNEXURE I

BALKRISHNA INDUSTRIES LIMITED	
Date of the AGM/EGM	30 th June, 2021
Total number of shareholders on record date	79144
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	4
Public:	69

Agenda wise disclosure

The Mode of voting for all resolutions was remote e-voting and e-voting at the Meeting.

Resolution 1: To consider and adopt (a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors' thereon; and (ii) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Report of the Auditors' thereon. (Ordinary Resolution)

Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	112696020	112695820	99.9998	112695820	0	100.0000	0.0000
	Poll		200	0.0002	200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		112696020	112696020	100.0000	112696020	0	100.0000
Public- Institutions	E-Voting	64729242	54308548	83.9011	54308548	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		64729242	54308548	83.9011	54308548	0	100.0000
Public- Non Institutions	E-Voting	15891928	865851	5.4484	865807	44	99.9949	0.0050
	Poll		29965	0.1886	29965	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		15891928	895816	5.6370	895772	44	99.9951
Total		193317190	167900384	86.8523	167900340	44	100.0000	0.0000

Whether resolution is passed or not? (yes/No): Yes

Contd.2

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: 2 :

Resolution No. 2: To confirm the payment of Interim Dividends on Equity Shares and to declare a Final Dividend of Rs. 5.00 on Equity Shares for the financial year 2020-21: (Ordinary Resolution):

Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	112696020	112695820	99.9998	112695820	0	100.0000	0.0000
	Poll		200	0.0002	200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	112696020	112696020	100.0000	112696020	0	100.0000	0.0000
Public- Institutions	E-Voting	64729242	54335591	83.9429	54335591	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	64729242	54335591	83.9429	54335591	0	100.0000	0.0000
Public- Non Institutions	E-Voting	15891928	865851	5.4484	865690	161	99.9814	0.0185
	Poll		29965	0.1886	29965	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	15891928	895816	5.6370	895655	161	99.9820	0.0180
	Total	193317190	167927427	86.8663	167927266	161	99.9999	0.0001

Whether resolution is passed or not? (yes/No): Yes

Resolution No.3: To appoint a Director in place of Mrs. Vijaylaxmi Poddar (DIN: 00160484), who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution):

Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*1 00	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	112696020	112695820	99.9998	112695820	0	100.0000	0.0000
	Poll		200	0.0002	200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	112696020	112696020	100.0000	112696020	0	100.0000	0.0000
Public- Institutions	E-Voting	64729242	48554400	75.0115	47595788	958612	98.0256	1.9743
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	64729242	48554400	75.0115	47595788	958612	98.0257	1.9743
Public- Non Institutions	E-Voting	15891928	865751	5.4477	865649	102	99.9882	0.0117
	Poll		29965	0.1886	29465	500	98.3313	1.6686
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	15891928	895716	5.6363	895114	602	99.9328	0.0672
	Total	193317190	162146136	83.8757	161186922	959214	99.4084	0.5916

Whether resolution is passed or not? (yes/No): Yes

Contd.3

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: 3 :

Resolution No.4: Re-appointment of Mr. Arvind Poddar, as Chairman & Managing Director of the Company. (Ordinary Resolution):

Whether promoter/ promoter group are interested in the agenda/resolution?				NO				
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	112696020	112695,820	99.9998	112695820	0	100.0000	0.0000
	Poll		200	0.0002	200	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	112696020	112696020	100.0000	112696020	0	100.0000	0.0000
Public- Institutions	E-Voting	64729242	54321458	83.9210	20001845	34319613	36.8212	63.1787
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	64729242	54321458	83.9210	20001845	34319613	36.8213	63.1787
Public- Non Institutions	E-Voting	15891928	865851	5.4484	865739	112	99.9870	0.0129
	Poll		29965	0.1886	29965	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	15891928	895816	5.6370	895704	112	99.9875	0.0125
	Total	193317190	167913294	86.8590	133593569	34319725	79.5610	20.4390

Whether resolution is passed or not? (yes/No): Yes

All the aforesaid Resolutions were passed with requisite majority.

Yours faithfully,
For **Balkrishna Industries Limited**

Sd/-
Vipul Shah
Director & Company Secretary
DIN: 05199526

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To
The Chairman of the 59th Annual General Meeting of the Members of
BALKRISHNA INDUSTRIES LIMITED held on Wednesday, 30th June, 2021 at 11:00 a.m. IST
through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

1. I, G B B Babuji, Practicing Company Secretary, have been appointed as Scrutinizer by the Board of Directors of BALKRISHNA INDUSTRIES LIMITED ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the Notice dated 14th May, 2021 ("Notice") issued in accordance with General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8 April 2020, 13 April 2020, 5 May 2020 and 13 January, 2021 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the 59th Annual General Meeting of the Members of BALKRISHNA INDUSTRIES LIMITED on Wednesday, the 30th June, 2021 at 11:00 a.m. IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").
2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) process of e-voting at the AGM through electronic voting system ("e-voting") in a fair and transparent manner.

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited ("KFin"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or KFin for my verification.



Cut-off date

5. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 23rd June, 2021 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

Remote e-voting process

6. (i) The remote e-voting period remained open from Sunday, the 27th June, 2021 (9:00 a.m.) and ended on Tuesday, the 29th June, 2021 (5:00 p.m.).
- (ii) The votes cast were unblocked on Wednesday, 30th June, 2021 at 11.55 a.m. after the conclusion of the AGM and was witnessed by two witnesses, Mr. G Bhanu Prasad and Ms. G. Bhargavi, who are not in the employment of the Company and/ or KFin.
- (iii) Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of KFin, i.e., <https://evoting.karvy.com>. Based on the report generated by KFin and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

E-voting process at the AGM

7. (i) After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by KFin under my instructions.
- (ii) The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / KFin and the authorizations lodged with the Company/ KFin on test check basis.
- (iii) The e-votes cast were unblocked on Wednesday, 30th June, 2021 at 11.55 a.m. after the conclusion of the AGM.
- 8 I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by KFin, scrutinized on test check basis and relied upon by me as under:

Resolution-1: as an Ordinary Resolution

To consider and adopt:

- a. the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2021, together with the Report of the Auditors thereon.



(i) Voted for the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	661	167870175	99.9820
e-voting at AGM	14	30165	0.0179
Total	675	167900340	99.9999

(ii) Voted against the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	1	44	0.0001
e-voting at AGM	0	0	0
Total	1	44	0.0001

(iii) Invalid Votes

Mode of voting	Number of members voted	Number of votes cast by them
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Resolution No.2: as an Ordinary Resolution

To confirm the payment of Interim Dividends on Equity Shares and to declare a Final Dividend of ` 5.00 on Equity Shares for the financial year 2020-21.

(i) Voted for the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	660	167897101	99.9820
e-voting at AGM	14	30165	0.0179
Total	674	16797266	99.9999

(ii) Voted against the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	4	161	0.0001
e-voting at AGM	0	0	0
Total	4	161	0.0001

(iii) Invalid Votes

Mode of voting	Number of members voted	Number of votes cast by them
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0



Resolution No.3: as an Ordinary Resolution

To appoint a Director in place of Mrs. Vijaylaxmi Poddar (DIN: 00160484), who retires by rotation and being eligible, offers herself for re-appointment.

(i) Voted for the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	639	161157257	99.3901
e-voting at AGM	13	29665	0.0183
Total	652	161186922	99.4084

(ii) Voted against the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	15	958714	0.5913
e-voting at AGM	1	500	0.0003
Total	16	959214	0.5916

(iii) Invalid Votes

Mode of voting	Number of members voted	Number of votes cast by them
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Resolution No.4: as an Ordinary Resolution

Re-appointment of Mr. Arvind Poddar, as Chairman & Managing Director of the Company.

(i) Voted for the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	352	133563404	79.5431
e-voting at AGM	14	30165	0.0179
Total	366	133593569	79.5610

(ii) Voted against the Resolution

Mode of voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	312	34319725	20.4390
e-voting at AGM	0	0	0
Total	312	34319725	20.4390



(iii) Invalid Votes

Mode of voting	Number of members voted	Number of votes cast by them
Remote e-voting	0	0
e-voting at AGM	0	0
Total	0	0

Thanking you,

Yours faithfully,



G B B Babuji
FCS 1182, CP 8131
Practicing Company Secretary
UDIN F001182C000554295



Navi Mumbai,
June 30, 2021

Countersigned by:
For Balkrishna Industries Limited

Sd/-
Vipul Shah
Director & Company Secretary