

BIL: 2011-2012 October 3, 2011

## The Corporate Relation Department

M/s Bombay Stock Exchange Ltd Phiroze Jeejeebhoy Towers Dalal Street **Mumbai - 400 001** 

Dear Sir/Madam,

## SUB: COMPLIANCE WITH CLAUSE 49 OF THE LISTING AGREEMENT

We are giving here under Quarterly Compliance Report on Corporate Governance for the quarter ended  $30^{th}$  September, 2011.

Name of the Company: M/s. Balkrishna Industries Limited

Quarter ended on : 30th September, 2011

| Sr.<br>No. |     | Particulars  | Clause of<br>Listing | Compliance<br>Status | Remarks              |
|------------|-----|--|----------------------|----------------------|----------------------|
| - 101      |     |  | agreement            | Yes/No               |                      |
| I.         |     | Board of Directors   | 49 I                 | ,                    |                      |
|            | (A) | Composition of Board   | 49 (IA)              | Yes                  |                      |
|            | (B) | Non-executive Directors' compensation & disclosures                  | 49 (IB)              | Yes                  |                      |
|            | (C) | Other provisions as to Board and Committees                          | 49 (IC)              | Yes                  |                      |
|            | (D) | Code of Conduct  | 49 (ID)              | Yes                  |                      |
| II.        |     | Audit Committee  | 49 (II)              |                      |                      |
|            | (A) | Qualified & Independent Audit Committee                              | 49 (IIA)             | Yes                  |                      |
|            | (B) | Meeting of Audit Committee   | 49 (IIB)             | Yes                  |                      |
|            | (C) | Powers of Audit Committee  | 49 (IIC)             | Yes                  |                      |
|            | (D) | Role of Audit Committee  | 49 II(D)             | Yes                  |                      |
|            | (E) | Review of Information by Audit Committee                             | 49 (IIE)             | Yes                  |                      |
| III.       |     | Subsidiary Companies   | 49 (III)             | N.A                  | Non-material         |
| IV.        |     | Disclosures  | 49 (IV)              |                      |                      |
|            | (A) | Basis of related party transactions                                  | 49 (IV A)            | Yes                  | <b>Annual Report</b> |
|            | (B) | Disclosure of Accounting Treatment                                   | 49 (IV B)            | Yes                  | Annual Report        |
|            | (C) | Board Disclosures  | 49 (IV C)            | Yes                  | Annual Report        |
|            | (D) | Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D)            | N.A.                 | Annual Report        |
|            | (E) | Remuneration of Directors  | 49 (IV E)            | Yes                  | <b>Annual Report</b> |
|            | (F) | Management   | 49 (IV F)            | Yes                  | Annual Report        |
|            | (G) | Shareholders   | 49 (IV G)            | Yes                  | Annual Report        |



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| V.   | CEO/CFO Certification          | 49 (V)   | Yes | Board Report  |
|------|--------------------------------|----------|-----|---------------|
| VI.  | Report on Corporate Governance | 49 (VI)  | Yes | Annual Report |
| VII. | Compliance                     | 49 (VII) | Yes | Annual Report |

Kindly find the above in order and take on your record accordingly.

Thanking you,

Yours faithfully, For Balkrishna Industries Limited

Sd/-Vipul Shah Company Secretary

C.C:

National Stock Exchange of India Ltd Exchange Plaza Bandra Kurla Complex Bandra (E) Mumbai – 400 051