

Ref: No. BIL/SE/2021-22

20<sup>th</sup> October, 2021

To,  
BSE Limited  
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> September, 2021 as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per the given format in **Annexure**.

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Balkrishna Industries Limited**
2. Quarter ending - **30-Sep-2021**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent 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	Membership in Committees of the Company
Mr.	Arvind Kumar Poddar	00089984	AACPP2352E	C,ED	MD	31-Jan-2004	01-Aug-2016			07-Nov-1957	NA		1	0	0	0	RMC
Mr.	Rajiv Poddar	00160758	AACPP1928J	ED		22-Jan-2009	22-Jan-2019			22-Dec-1984	NA		1	0	1	0	AC,RC
Mrs.	Vijaylaxmi Poddar	00160484	AACPP2353F	NED		30-May-2012	08-Aug-2015			02-Dec-1960	NA		1	0	0	0	
Mr.	Vipul Shah	05199526	AAOPS7428N	ED		11-Feb-2012	11-Feb-2017			02-Mar-1963	NA		1	0	1	0	SC,RC
Mr.	Pannkaj Ghadiali	00003462	AAAPG8956D	ID		08-Nov-2017	08-Nov-2017		47	08-May-1956	NA		2	2	1	2	AC,SC,RC,NRC

**Balkrishna Industries Ltd.**

**CIN No.: L99999MH1961PLC012185**

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Mrs.	Shruti Shah	08337714	AIYPS3328P	ID		08-Feb-2019	08-Feb-2019	32	05-Jun-1980	NA		4	4	2	0	AC,SC,NRC
Mr.	Sandeep Junnarkar	00003534	AABPJ2232L	ID		28-Mar-2019	28-Mar-2019	30	02-Jul-1951	NA		2	2	4	0	AC,SC,NRC
Mr.	Rajendra Hingwala	00160602	AAAPH5606B	ID		28-Mar-2019	28-Mar-2019	30	26-Aug-1952	NA		2	2	1	0	AC,NRC

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pannkaj Ghadiali	ID	Chairperson	08-Nov-2017	
2	Shruti Shah	ID	Member	08-Feb-2019	
3	Rajendra Hingwala	ID	Member	02-Aug-2019	
4	Sandeep Junnarkar	ID	Member	24-Sep-2020	
5	Rajiv Poddar	ED	Member	10-Aug-2019	06-Aug-2021

Company Remarks	.Mr. Madhusudan Bajaj, President (Commercial) and CFO of the Company ceased to be the member of Risk Management Committee w.e.f 06.08.2021
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pannkaj Ghadiali	ID	Chairperson	08-Nov-2017	
2	Shruti Shah	ID	Member	08-Feb-2019	
3	Sandeep Junnarkar	ID	Member	10-Aug-2019	
4	Vipul Shah	ED	Member	15-May-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pannkaj Ghadiali	ID	Chairperson	08-Feb-2019	
2	Arvind Kumar Poddar	C,ED	Member	08-Feb-2019	
3	Rajiv Poddar	ED	Member	08-Feb-2019	
4	Vipul Shah	ED	Member	08-Feb-2019	

Company Remarks	Mr. Madhusudan Bajaj, President (Commercial) and CFO of the Company ceased to be the member of Risk Management Committee w.e.f 06.08.2021
Whether Permanent chairperson appointed	Yes

d. **Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pannkaj Ghadiali	ID	Chairperson	08-Nov-2017	
2	Shruti Shah	ID	Member	08-Feb-2019	
3	Rajendra Hingwala	ID	Member	10-Aug-2019	
4	Sandeep Junnarkar	ID	Member	10-Aug-2019	

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Company Remarks	
Whether Permanent chairperson appointed	Yes

**e. Corporate Social Responsibility Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vijaylaxmi Poddar	NED	Chairperson	15-May-2014	
2	Shruti Shah	ID	Member	10-Aug-2019	
3	Rajiv Poddar	ED	Member	15-May-2014	
4	Vipul Shah	ED	Member	25-May-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**f. Business Responsibility Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Pannkaj Ghadiali	ID	Chairperson
2	Arvind Kumar Poddar	C,ED	Member
3	Rajiv Poddar	ED	Member
4	Sandeep Junnarkar	ID	Member

Company Remarks	
Whether Permanent chairperson appointed	Yes

**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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
14-May-2021	06-Aug-2021	Yes	8	4
	25-Sep-2021	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	83

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	14-May-2021		Yes		
Audit Committee		06-Aug-2021	Yes	5	4
Stakeholders Relationship Committee	12-May-2021		Yes		
Stakeholders Relationship Committee		06-Aug-2021	Yes	4	3
Corporate Social Responsibility Committee	12-May-2021		Yes		
Corporate Social Responsibility Committee		06-Aug-2021	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	83

**v. Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark

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Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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. - **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

**Name** : **Mr. Vipul Shah**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE III**

**Affirmations**

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
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	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

**Name** : **Mr. Vipul Shah**  
**Designation** : **Company Secretary & Compliance Officer**

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ANNEXURE IV

Given Disclosure is not Applicable, as the Company has not given Loans/ guarantees/comfort letters /securities etc directly or indirectly to

- Promoter or any other entity controlled by them
- Promoter Group or any other entity controlled by them
- Directors (including relatives) or any other entity controlled by them
- KMPs or any other entity controlled by them

**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them
NA							

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them		NA	
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		NA	
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**Affirmations**

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

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Company Remarks in case of non-compliant status	NA
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<p><b>Name:</b> <b>Designation:</b> anx4Designation <b>Place:</b> <b>Date:</b></p>
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