

Ref: No. BIL/SE/18-19

12<sup>th</sup> January, 2019

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

**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 31<sup>st</sup> December, 2018 as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as per the given format in **Annexure I**.

**ANNEXURE I**

1	Name of the Listed Entity	Balkrishna Industries Limited
2	Quarter ending	31 <sup>st</sup> December, 2018

**I. Composition of Board of Directors**

Sr. No	Title (Mr./Ms)	Name of the Director	PAN	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/Non minee)	Date of Appointment in the current term/ cessation)	Tenure of director (in months)	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	01.08.2016	N.A.	1	0	0
2	Mr.	Rajiv Poddar	AACPP1928J	00160758	Executive	22.01.2014*	N.A.	1	0	0
3	Ms.	Vijaylaxmi Poddar	AACPP2353F	00160484	Non-Executive-Non-Independent	08.08.2015	N.A.	1	0	0
4	Mr.	Vipul Shah	AAOPS7428N	05199526	Executive	11.02.2017	N.A.	1	1	0
5	Mr.	Sanjay Asher	ADQPA0146C	00008221	Non-Executive-Independent	02.08.2014	53 months	6	3	3

**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-6, Waluj Industrial Area, Waluj, Aurangabad – 431 136, Maharashtra, India**

6	Mr.	Khurshed Doongaji	AAIPD1397D	00090939	Non-Executive-Independent	02.08.2014	53 months	2	2	2
7	Mr.	Ashok Saraf	AAGPS5351N	01627873	Non-Executive-Independent	02.08.2014	53 months	1	1	1
8	Mr.	Laxmidas Merchant	AAAPM5924D	00007722	Non-Executive-Independent	02.08.2014	53 months	1	1	0
9	Mr.	Pannkaj Ghadiali	AAAPG8956D	00003462	Non-Executive-Independent	08.11.2017	14 months	2	2	1

\*Mr. Rajiv Poddar (DIN: 00160758), has been re-appointed as Joint Managing Director of the Company for a period of five years with effect from 22<sup>nd</sup> January, 2019 to 21<sup>st</sup> January, 2024 which was approved by the Board of Directors at its Meeting held on 5<sup>th</sup> November, 2018 and by the Members of the Company on 19<sup>th</sup> December, 2018 by way of Postal Ballot.

II. Composition of Committees			
Sr.No	Name of the Committee	Name of the Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1	Audit Committee	Mr. Pannkaj Ghadiali	Chairperson-Non-Executive-Independent
		Mr. Khurshed Doongaji	Non-Executive-Independent
		Mr. Ashok Saraf	Non-Executive-Independent
		Mr. Laxmidas Merchant	Non-Executive-Independent
2	Nomination & Remuneration Committee	Mr. Ashok Saraf	Chairperson-Non- Executive-Independent
		Mr. Khurshed Doongaji	Non-Executive-Independent
		Mr. Pannkaj Ghadiali	Non-Executive-Independent
		Mr. Sanjay Asher	Non-Executive-Independent
3	Risk Management Committee(if applicable)	Not applicable	
4	Stakeholders Relationship Committee	Mr. Ashok Saraf	Chairperson-Non Executive-Independent
		Mr. Khurshed Doongaji	Non-Executive-Independent
		Mr. Pannkaj Ghadiali	Non-Executive-Independent
		Mr. Vipul Shah	Executive

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)	
11 <sup>th</sup> August, 2018 1 <sup>st</sup> September, 2018	5 <sup>th</sup> November, 2018	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:			
5 <sup>th</sup> November, 2018	Yes	11 <sup>th</sup> August, 2018	85 days

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<b>Nomination and Remuneration Committee:</b>			
5 <sup>th</sup> November, 2018	Yes	11 <sup>th</sup> August, 2018	85 days
<b>Corporate Social Responsibility Committee:</b>			
5 <sup>th</sup> November, 2018	Yes	11 <sup>th</sup> August, 2018	85 days

<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
<b>VI. Affirmations</b>	
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.	
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**

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