



GROWING TOGETHER

Ref: No. BIL/SE/17-18

9th January, 2018

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

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

Scrip Name: BALKRISI, Scrip Code: 502355

Scrip Name/Code : 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 31st December, 2017 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 31st December, 2017
- 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 Appointment in the current term/ cessation)	Tenure*	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	*Date of Appointment: 31.01.2004	N.A.	1	0	0
2	Mr.	Rajiv Poddar	AACPP1928J	00160758	Executive	**Date of Appointment: 22.01.2009	N.A.	1	0	0
3	Ms.	Vijaylaxmi Poddar	AACPP2353F	00160484	Non- Executive	Date of Appointment: 30.05.2012	N.A.	1	0	0



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.

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4	Mr.	Vipul Shah	AAOPS7428N	05199526	Executive	***Date of Appointment: 11.02.2012	N.A.	1	1	0
5	Mr.	Sanjay Asher	ADQPA0146C	00008221	Non-Executive/Independent	#Date of Appointment: 02.08.2014	3.4years	7	5	5
6	Mr.	Khurshed Doongaji	AAIPD1397D	00090939	Non-Executive/Independent	#Date of Appointment: 02.08.2014	3.4years	2	2	2
7	Mr.	Ashok Saraf	AAGPS5351N	01627873	Non-Executive/Independent	#Date of Appointment: 02.08.2014	3.4 years	1	1	1
8	Mr.	Laxmidas Merchant	AAAPM5924D	00007722	Non-Executive/Independent	#Date of Appointment: 02.08.2014	3.4 years	1	1	0
9	Mr.	Pannkaj Ghadiali	AAAPG8956D	00003462	Non-Executive/Independent	## Date of Appointment: 08.11.2017	2 months	2	2	1

* Mr. Arvind Kumar Poddar has been re-appointed as Chairman & Managing Director for a period of 5 years w.e.f. 1st August, 2016 to 31st July, 2021.

** Mr. Rajiv Poddar has been re-appointed as Executive Director designated as Joint Managing Director for a period of 5 years w.e.f. 22nd January, 2014 to 21st January, 2019.

*** Mr. Vipul Shah has been re-appointed as Whole Time Director designated as Director & Company Secretary for 5 years w.e.f. 11th February, 2017 to 10th February, 2022.

Note : Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Company has appointed Shri Khurshed Doongaji, Shri Ashok Saraf, Shri Laxmidas Merchant and Shri Sanjay Asher as Independent Directors of the Company for 5 (five) consecutive years from 2nd August, 2014 to 1st August, 2019, which has been approved by the Members at its Annual General Meeting held on 13th September, 2014.

Note Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Board has appointed Shri Pannkaj Chimanlal Ghadiali as Independent Director of the Company for 5 (five) consecutive years from 8th November, 2017 to 07th November, 2022, which is subject to the approval of the Members at the ensuing Annual General Meeting.

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 Mr. Khurshed M Doongaji Mr. Ashok Saraf Mr. Laxmidas Merchant	Chairperson/Non Executive/Independent Non-Executive/Independent Non-Executive/Independent Non-Executive/Independent
2	Nomination & Remuneration Committee	Mr. Ashok Saraf Mr. Khurshed M Doongaji # Mr. Shri Pannkaj Ghadiali Mr. Sanjay Asher	Chairperson/Non Executive/Independent Non-Executive/Independent Non-Executive/Independent Non-Executive/Independent
3	Risk Management Committee(if applicable)		Not applicable

Contd.3



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Sr.No	Name of the Committee	Name of the Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
4	Stakeholders Relationship Committee	Mr. Ashok Saraf	Chairperson/Non Executive/Independent
		Mr. Khurshed M Doongaji	Non-Executive/Independent
		# Mr. Pannkaj Ghadiali	Non-Executive/Independent
		Mr. Vipul Shah	Executive

#Note Pursuant to Sections 149, 152, Schedule IV of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014, the Board has appointed Shri Pannkaj Chimanlal Ghadiali as Independent Director of the Company for 5 (five) consecutive years from 8th November, 2017 to 07th November, 2022, which is subject to the approval of the Members at the ensuing Annual General Meeting.

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)
29 th July, 2017	8 th November, 2017	101 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:			
8 th November, 2017	Yes	29 th July, 2017	101 days

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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders relationship committee
 - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Balkrishna Industries Limited


Vipul Shah
Director & Company Secretary
DIN: 05199526



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