

BIL: 2019-2020

13th July, 2019

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

Dear Sir/Madam,

Sub: Voting Results of 57th Annual General Meeting (AGM) of the Company held on 13th July, 2019 & Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the said AGM

We are enclosing herewith following disclosures:

1. Voting Results of the 57th Annual General Meeting of the Company in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed as Annexure I.
2. Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the said 57th Annual General Meeting of the Company through Ballot pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended is enclosed as Annexure II.

Based on the Combined Scrutinizer's Report on the results of the remote e-voting and voting at the venue of the AGM, all six resolutions set forth in the Notice dated 17th May, 2019 of the 57th Annual General Meeting have been passed by the Members with requisite majority.

Kindly take the above information on your record.

Thanking you,

Yours faithfully,
For **Balkrishna Industries Limited**


Vipul Shah
Director & Company Secretary
DIN: 05199526



Enclosed: As above

ANNEXURE I

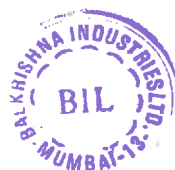
BALKRISHNA INDUSTRIES LIMITED	
Date of the AGM/EGM	13 th July, 2019
Total number of shareholders on record date	
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	38
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Agenda wise disclosure

Resolution 1: To consider and adopt (a) the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2019, 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, 2019, 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	112696020	100.0000	112696020	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	112696020	112696020	100.0000	112696020	0	100.0000	0.0000
Public-Institutions	E-Voting	53258569	42024373	78.9063	42024373	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	53258569	42024373	78.9063	42024373	0	100.0000	0.0000
Public- Non Institutions	E-Voting	27362601	3399848	12.4252	3399838	10	99.9997	0.0002
	Poll		1514	0.0055	1514	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	27362601	3401362	12.4307	3401352	10	99.9997	0.0003
	Total	193317190	158121755	81.7939	158121745	10	100.0000	0.0000

Contd.2



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 Industrial Area, Waluj, Aurangabad - 431 136, Maharashtra, India.

: 2:

Resolution No. 2: To confirm 1st Interim Dividend of ₹ 2.00 per Equity share, 2nd Interim Dividend of ₹ 2.00 per Equity share and 3rd Interim Dividend of ₹ 2.00 per Equity share, aggregating to ₹ 6.00 per Equity share, already paid for the financial year ended 31st March, 2019 and to declare a Final Dividend of ₹ 2.00 per equity share on Equity shares for the financial year 2018-2019. (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	112696020	100.0000	112696020	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		112696020	112696020	100.0000	112696020	0	100.0000
Public-Institutions	E-Voting	53258569	42045660	78.9463	42045660	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		53258569	42045660	78.9463	42045660	0	100.0000
Public-Non Institutions	E-Voting	27362601	3399848	12.4252	3399838	10	99.9997	0.0002
	Poll		1514	0.0055	1514	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		27362601	3401362	12.4307	3401352	10	99.9997
Total	193317190	158143042	81.8050	158143032	10	100.0000	0.0000	

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)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	112696020	112695020	99.9991	112695020	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		112696020	112695020	99.9991	112695020	0	100.0000
Public-Institutions	E-Voting	53258569	42045660	78.9463	40967216	1078444	97.4350	2.5649
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		53258569	42045660	78.9463	40967216	1078444	97.4351
Public-Non Institutions	E-Voting	27362601	3399724	12.4247	3399710	14	99.9995	0.0004
	Poll		1514	0.0055	1514	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		27362601	3401238	12.4302	3401224	14	99.9996
Total	193317190	158141918	81.8044	157063460	1078458	99.3180	0.6820	

Contd.3



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: 3:

Resolution No. 4: Appointment of Mrs. Shruti Shah as a Director and as a Woman Independent Director (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	112696020	100.0000	112696020	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		112696020	112696020	100.0000	112696020	0	100.0000
Public- Institutions	E-Voting	53258569	42045660	78.9463	42045660	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		53258569	42045660	78.9463	42045660	0	100.0000
Public- Non Institutions	E-Voting	27362601	3399848	12.4252	3399834	14	99.9995	0.0004
	Poll		1514	0.0055	1514	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		27362601	3401362	12.4307	3401348	14	99.9996
Total	193317190	158143042	81.8050	158143028	14	100.0000	0.0000	

Resolution No. 5: Appointment of Mr. Rajendra Hingwala as a Director and as an Independent Director (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	112696020	100.0000	112696020	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		112696020	112696020	100.0000	112696020	0	100.0000
Public- Institutions	E-Voting	53258569	42045660	78.9463	42045660	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		53258569	42045660	78.9463	42045660	0	100.0000
Public- Non Institutions	E-Voting	27362601	3399848	12.4252	3399834	14	99.9995	0.0004
	Poll		1514	0.0055	1514	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		27362601	3401362	12.4307	3401348	14	99.9996
Total	193317190	158143042	81.8050	158143028	14	100.0000	0.0000	



Contd.4

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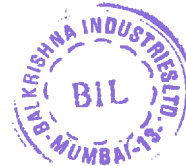
Registered Office : B-66, Waluj Industrial Area, Waluj, Aurangabad - 431 136, Maharashtra, India.

: 4 :

Resolution No. 6: Appointment of Mr. Sandeep Junnarkar as a Director and as an Independent Director (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	112696020	100.0000	112696020	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		112696020	112696020	100.0000	112696020	0	100.0000
Public- Institutions	E-Voting	53258569	42045660	78.9463	42045660	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		53258569	42045660	12.4252	42045660	0	100.0000
Public- Non Institutions	E-Voting	27362601	3399848	0.0055	3399834	14	99.9995	0.0004
	Poll		1514	0.0000	1514	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		27362601	3401362	12.4307	3401348	14	99.9996
Total	Total	193317190	158143042	81.8050	158143028	14	100.0000	0.0000

All the aforesaid Resolutions were passed with requisite majority.



Date :- 13/07/2019

CONSOLIDATED SCRUTINIZER'S REPORT

**[Pursuant to Section 108 of the Companies Act, 2013 and Companies
(Management and Administration) Rules, 2014]**

To

The Chairman of the 57th Annual General Meeting of the Equity Shareholders of Balkrishna Industries Limited held on Saturday, the 13th July, 2019 at 10:00 a.m. at B-66, Waluj MIDC, Waluj Industrial Area, Aurangabad 431 136, Maharashtra.

Dear Sir,

1. I, **Mr. Murlidhar Bhalekar**, Practicing Company Secretary, was appointed as the Scrutinizer by the Board of Directors of Balkrishna Industries Limited (the company) for the purpose of scrutinizing e-voting process (remote e-voting) and voting by use of ballot at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 57th Annual General Meeting of the Equity Shareholders of Balkrishna Industries Limited held on Saturday, the 13th July, 2019 at 10:00 a.m. at B-66, Waluj MIDC, Waluj Industrial Area, Aurangabad 431 136, submit my report as under:
2. The compliance with the provisions of the Companies Act, 2013 and the Rules made there under relating to voting through electronic means (by remote e-voting) and voting by use of ballots by the shareholders on the resolutions proposed in the Notice of 57th Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Karvy Fintech Private Limited and the report generated electronically for voting by use of ballots at the meeting.
3. The Equity Shareholders holding shares as on 6th July, 2019 "cut off date", were entitled to vote on the resolutions stated in the Notice of 57th Annual General Meeting of the Company.
4. The remote e-voting period remain opened from Wednesday, the 10th July, 2019 (9:00 a.m. IST) to Friday, the 12th July, 2019 (5:00 p.m. IST)



5. After declaration by the Chairman of voting by use of ballot at the meeting, ballot boxes were locked and kept for voting duly marked by identification mark placed on them. The ballot box subsequently on close of voting hours, were opened in the presence of two witnesses who are not the employees of the company, and ballots received were serially numbered, sorted, signatures verified and were scrutinized and initialed by the scrutinizer. The ballots were reconciled with the records maintained by the Company / Registrar and Transfer Agents (R&TA) of the Company and authorizations / proxies lodged with the Company. The voters were also securitized for the purpose of eliminating duplicate voting i.e. on remote e-voting as well as by use of ballot. As per the information given by the Company the names of the shareholders who had voted on e-voting through Karvy Fintech Private Limited facility had been blocked and ballots duly numbered serially by print were issued only to those members who were present at the Annual General Meeting and who had not voted on remote e-voting.
6. The ballots, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately. The votes cast by use of ballots at the meeting were first counted electronically.
7. The votes on remote e-voting were unblocked at around **05.07 PM**, in the presence of two witnesses who are not the employees of the Company. The e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of Karvy Fintech Private Limited (<https://evoting.karvy.com>).
8. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) Resolution-1: Ordinary Resolution

1. To consider and adopt:
 - a. the Audited Standalone Financial Statement of the Company for the financial year ended 31st March, 2019 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, 2019 together with report of the Auditors thereon.

(i) Voted in favour of 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	252	158120231	100
Voting by ballot	34	1514	100
Total	286	158121745	100



(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	10	0
Voting by ballot	0	0	0
Total	1	10	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

b) Resolution-2: Ordinary Resolution

To confirm 1st Interim Dividend of Rs. 2.00 per Equity share, 2nd Interim Dividend of Rs. 2.00 per Equity share and 3rd Interim Dividend of Rs. 2.00 per Equity share, aggregating to Rs. 6.00 per Equity share, already paid for the financial year ended 31st March, 2019 and to declare a Final Dividend of Rs. 2.00 per equity share on Equity shares for the financial year 2018- 2019.

(i) Voted in favour of 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	255	158141518	100
Voting by ballot	34	1514	100
Total	289	158143032	100

(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	10	0
Voting by ballot	0	0	0
Total	1	10	0



(iii) Invalid Votes :

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Resolution-3: Ordinary Resolution

Re-appointment of Mrs. Vijaylaxmi Poddar (DIN: 00160484) as a Director of the Company, liable to retire by rotation and being eligible, offers herself for re-appointment.

(i) Voted in favour of 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	231	157061946	99.300
Voting by ballot	34	1514	100
Total	265	157063460	99.300

(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	23	1078458	0.681
Voting by ballot	0	0	0
Total	23	1078458	0.681

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

d) Resolution-4: Ordinary Resolution

To appoint Mrs. Shruti Shah (DIN: 08337714), as a Woman Independent Director for a period of five consecutive years w.e.f. 8th February, 2019 to 7th February, 2024.



(i) Voted in favour of 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	253	158141514	100
Voting by ballot	34	1514	100
Total	287	158143028	100

(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	3	14	0
Voting by ballot	0	0	0
Total	3	14	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

e) Resolution-5: Ordinary Resolution

To appoint Mr. Rajendra Hingwala (DIN: 00160602), as an Independent Director for a period of five consecutive years w.e.f. 28th March, 2019 to 27th March, 2024.

(i) Voted in favour of 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	253	158141514	100
Voting by ballot	34	1514	100
Total	287	158143028	100



(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	3	14	0
Voting by ballot	0	0	0
Total	3	14	0

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

f) **Resolution-6: Ordinary Resolution**

To appoint Mr. Sandeep Junnarkar (DIN: 00003534), as an Independent Director for a period of five consecutive years w.e.f. 28th March, 2019 to 27th March, 2024.

(i) Voted **in favour** of 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	253	158141514	100
Voting by ballot	34	1514	100
Total	287	158143028	100

(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	3	14	0
Voting by ballot	0	0	0
Total	3	14	0




(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

9. All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 57th Annual General Meeting and the same shall be handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,
Yours Faithfully


M N Bhalekar
Practicing Company Secretary
FCS-2334, CP No - 1960

