

**BILSE/2017-2018**

**15<sup>th</sup> December, 2017**

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 Name: BALKRISI**  
**Scrip Code : 502355**

**Scrip Name/Code: BALKRISIND**

Dear Sirs,

**Sub: Disclosure of Voting Results of Postal Ballot (including voting by electronic means) as per the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizers report.**

The details of voting results of the Postal Ballot (including voting by electronic means) in respect of the Ordinary Resolution for Approving the Issue of Bonus Shares, contained in the Postal ballot Notice dated 13<sup>th</sup> November, 2017 is enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.


The aforesaid Resolution contained in the said Notice has been passed with requisite majority effective from 15<sup>th</sup> December, 2017.

We are also enclosing herewith Scrutinizer's Report on Postal Ballot (including voting by electronic means) in respect of above business. The same is also available on the Company's website.

Thanking you,

Yours faithfully,

For Balkrishna Industries Limited



Arvind M Poddar  
Chairman & Managing Director  
DIN: 00089984



Encl: as above

**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.



**BALKRISHNA INDUSTRIES LIMITED**

**Postal Ballot Voting Results**

**GROWING TOGETHER**

**(Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of the AGM/EGM:	Not applicable (Resolution passed through Postal Ballot on 15 <sup>th</sup> December, 2017)
Total number of shareholders on record date(i.e. 10 <sup>th</sup> November, 2017 – cut-off date for voting purpose):	19,997
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not applicable (Resolution passed through Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not applicable (Resolution passed through Postal Ballot)

**Agenda wise disclosure**

The Mode of voting for resolution was Postal Ballot (including E-voting).

**Resolution 1: Issue of Bonus Shares (Ordinary Resolution)**

Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)] * 100	(4)	(5)	(6)=[(4)/(2)] * 100	(7)=[(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	52552010	52552010	100.0000	52552010	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>52552010</b>	<b>52552010</b>	<b>100.0000</b>	<b>52552010</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	29234412	24174277	82.6912	24174277	0	100.0000	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>		<b>29234412</b>	<b>24174277</b>	<b>82.6912</b>	<b>24174277</b>	<b>0</b>	<b>100.0000</b>
Public- Non Institutions	E-Voting	14872173	4483855	30.1493	4483853	2	99.9999	0.0000
	Poll		N.A	N.A	N.A	N.A	N.A	N.A
	Postal Ballot		67985	0.4571	67935	50	99.9264	0.0735
	<b>Total</b>		<b>14872173</b>	<b>4551840</b>	<b>30.6064</b>	<b>4551788</b>	<b>52</b>	<b>99.9988</b>
<b>Total</b>		<b>96658595</b>	<b>81278127</b>	<b>84.0878</b>	<b>81278075</b>	<b>52</b>	<b>99.9999</b>	<b>0.0001</b>

Note: The aforesaid resolution is passed with requisite majority on 15<sup>th</sup> December, 2017.



**Balkrishna Industries Ltd.**

CIN No.: L99999MH1961PLC012185

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## Scrutinizer's Report

December 15, 2017

**The Chairman**  
**Balkrishna Industries Limited**  
BKT House, C/15, Trade World  
Kamala Mills Compound  
Senapati Bapat Marg, Lower Parel  
Mumbai 400013

### **Scrutinizer's Report on postal ballot voting including voting by electronic means in respect of passing of the resolution contained in the Notice dated November 13, 2017 through Postal Ballot**

Dear Sir,

I, G B B Babuji, Practising Company Secretary, have been appointed as a Scrutinizer by the Board of Directors of Balkrishna Industries Limited (the Company) at its meeting held on November 8, 2017, for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of the Ordinary Resolution for Issue of Bonus Shares in the proportion of 1 (One) new fully paid-up equity share of Rs.2/- (Rupees Two only ) each for every 1 (One) existing fully paid-up equity share of Rs.2/- (Rupees Two only) each, contained in the Notice of the Company dated November 13, 2017 through Postal Ballot (Postal Ballot Notice).

#### **Management's Responsibility**

The management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (LODR), relating to postal ballot voting including voting by electronic means for the resolution stated in the Postal Ballot Notice.

#### **Scrutinizer's Responsibility**

My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members in respect of the resolution contained in the Postal Ballot Notice. My report is based on verification of data provided by Karvy Computershare Private Limited ("Karvy"), the Registrar and Transfer Agent of the Company from the e-voting system and postal ballots received through post till the time fixed for closing of the voting process i.e. till 5.00 p.m. on December 15, 2017.

#### **I submit my report as under:**

1. The Members of the Company holding shares as on the "cut-off" date of Friday, November 10, 2017 were entitled to vote on the resolution as contained in the Postal Ballot Notice.



2. In compliance with Section 110 and 108 of the Companies Act, 2013, Rule 22 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the facility of voting by Postal Ballot and remote e-voting facility, through Karvy Computershare Private Limited ('Karvy'), to its Members to exercise their right to vote on the resolution proposed to be passed.
3. On November 15, 2017, the Company completed the despatch of the Postal Ballot Notice along with the Postal Ballot Form and postage prepaid Business Reply Envelope to the Members of the Company whose e-mail ids were not registered with the Company and sent through Karvy an e-mail to those Members of the Company whose e-mail ids were registered in the Register of Members / Beneficial Owners as on November 10, 2017.
4. The voting period for remote e-voting commenced on Thursday, November 16, 2017 at 09:00 a.m. (IST) and ended on Friday, December 15, 2017 at 05:00 p.m. (IST) and Karvy e-voting module was disabled thereafter.
5. The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through Physical ballot forms received up to Friday, December 15, 2017 at 05:00 p.m. (IST) were also considered.
6. I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from Karvy Computershare Private Limited ('Karvy') e-voting system and the votes cast through physical ballot forms received respectively. I have also reviewed register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.
7. The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the Ordinary Resolution for Issue of Bonus Shares contained in Postal Ballot Notice, is as under:

**A) Voted in favour of the resolution:**

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	104	67935	0.0836
Electronic (e-voting)	307	81210140	99.9163
Total	411	81278075	99.9999





**B) Voted against the resolution:**

Postal Ballot Voting	Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
Physical	1	50	0.0001
Electronic (e-voting)	2	2	0.0000
Total	3	52	0.0001

**C) Invalid votes:**

Postal Ballot Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Physical	26	21286
Electronic (e-voting)	0	0
Total	26	21286

The figures in percentage have been rounded off to 4 decimal points.

8. Based on the data furnished to me and verified by me as above, the aforesaid Ordinary Resolution for Issue of Bonus Shares by the Company contained in the Postal Ballot Notice dated November 13, 2017 is passed with requisite majority of the Members as specified under the Companies Act, 2013.
9. The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the Postal Ballots received is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman signs the Minutes.

Thanking You,

Yours faithfully,



**G B B Babuji**  
Practising Company Secretary  
Membership No. F-1182, CP No.8131

