

BILSE/2018-2019

20th December, 2018

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 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 re-appointment of Mr. Rajiv Poddar as Joint Managing Director of the Company (DIN: 00160758), for a period of five years with effect from 22nd January, 2019, contained in the Postal ballot Notice dated 5th November, 2018 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 19th December, 2018.

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


Vipul Shah
Director & Company Secretary
DIN: 05199526



Encl: as above



BALKRISHNA INDUSTRIES LIMITED **GROWING TOGETHER**

Postal Ballot Voting Results

(Disclosure as 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 19 th December, 2018)
Total Number of shareholders on record date (09 th November, 2018)	47533
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: Promoter and Promoter Group: Public	Not applicable (Resolution passed through Postal Ballot)

Agend wise Disclosure

The Mode of voting for resolution was Postal ballot (including e-voting)

Resolution				Re-appointment of Mr. Rajiv Poddar as Joint Managing Director of the Company (DIN: 00160758), for a period of five years with effect from 22 nd January, 2019.				
Resolution required: (Ordinary/ Special)				Ordinary Resolution				
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
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	112696020	112696020	100.00	112696020	0	100.00	0
	Poll		0	0.00	0	0	0.00	0.0000
	Postal Ballot		0	0.00	0	0	0.00	0.0000
	Total	112696020	112696020	100.00	112696020	0	100.00	0.0000
Public- Institutions	E-Voting	52900880	31984637	60.4614	31939942	44695	99.8603	0.1397
	Poll		0	0.00	0	0	0.00	0.0000
	Postal Ballot		0	0.00	0	0	0.00	0.0000
	Total	52900880	31984637	60.4614	31939942	44695	99.8603	0.1397
Public- Non Institutions	E-Voting	27720290	3157486	11.3905	3157430	56	99.9982	0.0018
	Poll		0	0.00	0	0	0.00	0.0000
	Postal Ballot		64340	0.2321	64197	143	99.7777	0.2223
	Total	27720290	3221826	11.6226	3221627	199	99.9938	0.0062
Total		193317190	147902483	76.5077	147857589	44894	99.9696	0.0304

Note: The aforesaid resolution is passed with requisite majority on 19th December, 2018



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.

Scrutinizer's Report

December 19, 2018

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 November05, 2018 through PostalBallot**

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 November05, 2018, for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of the Ordinary Resolution for the re-appointment of Mr. Rajiv Poddar as Joint Managing Director of the Company, contained in the Notice of the Company dated November05, 2018 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 now renamed as Karvy Fintech 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 19, 2018.

I submit my report as under:

1. The Members of the Company holding shares as on the "cut-off" date of Friday, November 09, 2018 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 now renamed as Karvy Fintech Private Limited('Karvy'), to its Members to exercise their right to vote on the resolution proposed to be passed.
3. On November 19, 2018, 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 09, 2018.
4. The voting period for remote e-voting commenced on Tuesday, November 20, 2018 at 09:00 a.m. (IST) and ended on Wednesday, December 19, 2018 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 Wednesday, December 19, 2018 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 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 the re-appointment of **Mr. Rajiv Poddar** as Joint Managing Director of the Company 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	71	64197	0.0434
Electronic (e-voting)	345	147793392	99.9262
Total	416	147857589	99.9696



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	6	143	0.0001
Electronic (e-voting)	4	44751	0.0303
Total	10	44894	0.0304

C) Invalid votes:

Postal Ballot Voting	Total number of members whose votes were declared invalid/who abstained from voting	Total number of votes cast by them
Physical	8	60058
Electronic (e-voting)	19	963978
Total	27	1024036

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 the re-appointment of Mr. Rajiv Poddar as Joint Managing Director of the Company contained in the Postal Ballot Notice dated November 05, 2018 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

