GROWING TOGETHER

13TH JULY, 2015

Listing Department
BOMBAY STOCK EXCHANGE LIMITED
P J Tower , Dalal Street,
Mumbai 400 001
Dear Sir,

Sub: Disclosure regarding the E-voting results of the 53rd Annual General Meeting held on 11th July, 2015 pursuant to Clause 35A of the Listing Agreement.

Ref: Balkrishna Industries Limited (BSE Scrip Code.502355)(NSE : BALKRISIND)

This is to inform you that 53rd Annual General Meeting (AGM) of the members of the Company was held on 11th July, 2015 at 11:30 a.m. at Hotel Sarovar Residency , Near MPCB Office, Chitralaya, Tarapur, Boisar – 401506.

Pursuant to 35A of the Listing Agreement of the Stock Exchanges the details regarding the Voting results of the business transacted at the AGM is as under

Description	Particulars
Date of AGM	Saturday, 11th July, 2015
Total number of Shareholders on record date (i.e. 4th July, 2015):	14848
Number of Shareholders present in the Annual General Meeting either in person or through proxy.	
Promoters and Promoter Group	14
Public	44
Number of Shareholders attended the meeting through Video Conferencing	Not Arranged
Promoters and Promoter Group	
Public	



Contd.2

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Agenda-wise

In case of Poll/Postal Ballot/E-voting:

The mode of voting for all resolutions was E-voting and Poll conducted at the Meeting.

Resolution 1: Adoption of Audited Financial Statement for the year ended 31st March, 2015 and the Audited Consolidated Financial Statement for the year ended 31st March, 2015. (Ordinary Resolution).

Promoter/Public	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	56348010	56348010	100.000000	56348010	0	100.000000	0.000000
Public – Institutional holders	29799324	24136652	80.997314	24136652	0	100.000000	0.000000
Public-Others	10511261	221335	2.105694	221335	0	100.000000	0.000000
Total	**96658595**	**80705997**	**83.495934**	**80705997**	**0**	**100.000000**	**0.000000**

Resolution 2: Declaration of Dividend. (Ordinary Resolution).

Promoter/Public	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	56348010	56348010	100.000000	56348010	0	100.000000	0.000000
Public – Institutional holders	29799324	24136652	80.997314	24136652	0	100.000000	0.000000
Public-Others	10511261	221349	2.105827	221199	150	99.932234	0.067766
Total	**96658595**	**80706011**	**83.495949**	**80705861**	**150**	**99.999814**	**0.000186**

Contd.3

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Resolution 3: Re-appointment of Smt. Vijaylaxmi A Poddar, Executive Director retiring by rotation and being eligible, offers herself for re-appointment. (Ordinary Resolution).

Promoter/Public	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	56348010	49952325*	88.649670	49952325	0	100.000000	0.000000
Public – Institutional holders	29799324	24136652	80.997314	22211183	1925469	92.022634	7.977366
Public-Others	10511261	221335	2.105694	221097	238	99.892471	0.107529
Total	**96658595**	**74310312**	**76.879156**	**72384605**	**1925707**	**97.408560**	**2.591440**

* Relatives of Smt. Vijaylaxmi A Poddar namely Shri Arvind Poddar, Shri Rajiv Poddar and Smt. Khushboo Poddar being interested in the said Resolution have not participated in the voting for the said resolution.

Resolution 4: Appointment of Statutory Auditors. (Ordinary Resolution).

Promoter/Public	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	56348010	56348010	100.000000	56348010	0	100.000000	0.000000
Public – Institutional holders	29799324	23690102	79.498790	23039949	650153	97.255592	2.744408
Public-Others	10511261	221335	2.105694	221089	246	99.888856	0.111144
Total	**96658595**	**80259447**	**83.033947**	**79609048**	**650399**	**99.189629**	**0.810371**

Note: All the aforesaid resolutions were passed with requisite majority.

Kindly take the above information on record and acknowledge receipt of the same.

Thanking You ,
Yours faithfully,
For **Balkrishna Industries Limited**

Vipul Shah
Director & Company Secretary
DIN NO. 05199526

C:C
National Stock Exchange of India Ltd
Listing Department
Exchange Plaza,
Bandra Kurla Complex Bandra (E), Mumbai – 400 051

P. NAITHANI & ASSOCIATES

COMPANY SECRETARIES

902, B Wing Venus Tower, Above Axis Bank, Veera Desai Road, Andheri (W), Mumbai-400053.
Tel: 022- 26744476, 64291076; Mob: 98204 00325; email: cs@careerimpact.in.

COMBINED SCRUTINIZER'S REPORT ON REMOTE E-VOTING AND ON POLL

To
The Chairman,
Balkrishna Industries Limited
Regd. Off: H-3/1, MIDC A Road,
Tarapur, Boisar- 401506

Dear Sir,

Sub: Report on Remote e-voting carried out during 8th July, 2015 (9.00 am) to 10th July, 2015 (5.00 pm) and Poll conducted at the 53rd Annual General Meeting (AGM) of Balkrishna Industries Limited held on 11th July, 2015.

I, Mr. Prasen Naithani, in the capacity of the Scrutinizer, furnish the consolidated report as under:

1. The Company engaged the services of National Securities Depository Limited (NSDL) (hereinafter referred to as the "Service Provider") to offer the Remote e-voting facility to its shareholders. The Remote e-voting facility was offered and kept open by the Company to its Shareholders for the period commencing on 8th July, 2015 (9.00 am) and ending on 10th July, 2015 (5.00 pm). The shareholders whose names appeared in the Register of Members / List of Beneficial Owners as on 4th July, 2015 (i.e. cut - off date) were allowed to participate and vote electronically during the aforesaid period of Remote e-voting. On 11th July, 2015, the votes cast through e-voting facility were duly unblocked by me in the capacity of the Scrutinizer in the presence of Ms. Pramila Gawde and Ms. Kavita Thombare who were present as witnesses.

2. At the AGM of the Company held on Saturday the 11th July, 2015, at 11:30 am. at Hotel Sarovar Residency, Near MPCB office, Chitralaya, Tarapur, Boisar - 401506 a Poll was conducted on all the resolutions to facilitate the members present at the meeting, who did not participate in the Remote e-voting to cast their votes through the poll.

3. Further, Empty ballot (polling) box were locked and sealed by me in the presence of the members and the proxies. Subsequent to the completion of polling process, the ballot (polling) box were unlocked by me in the presence of Mr. Dinesh Kotecha and Mr.

P. NAITHANI & ASSOCIATES * COMPANY SECRETARIES * MUMBAI.

Ashok Shah the poll papers were diligently scrutinized by me. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

4. All the resolutions were passed with requisite majority. I am herewith enclosing the details containing inter alia, list of equity shareholders, who cast their votes through e-voting and by poll on each of the resolutions.

CONSOLIDATED REPORT

Sr. No. Resolution	Particulars Of Resolution	Method Of Voting	Votes in favour of Resolution		Votes against Resolution		Invalid Votes
			No.	%	No.	%	No.
1	Adoption of Audited Financial Statement of the Company together with the Report of Board of Directors and auditors and Audited Consolidated Financial statement of the company for Financial Year ended 31st March, 2015- Ordinary Resolution	e-voting	80704350	100	-	-	-
		Poll	1647	100	-	-	2
		Total	80705997	100			
2	Declaration of Final Dividend – Ordinary Resolution	e-voting	80704214	99.9998	150	0.0002	-
		Poll	1647	100	-	-	2
		Total	80705861	99.9998	150	0.0002	
3	Reappointment of Smt. Vijaylaxmi A Poddar (DIN : 00160484), who retires by rotation and being eligible, offer herself for reappointment – Ordinary Resolution	e-voting	72382958	97.41	1925707	2.59	-
		Poll	1647	100	-	-	2
		Total	72384605	97.41	1925707	2.59	

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4	Ratification of Appointment of M/s. Jayantilal Thakkar & Co., Chartered Accountants (Firm Registration No. 104133W) as Statutory Auditor – Ordinary Resolution	e-voting	79607401	99.19	650399	0.81	-
		Poll	1647	100	-	-	2
		Total	79609048	99.19	650399	0.81	

From the above report I state that the entire resolutions stand passed under the combined Remote e-voting and poll with requisite majority.

The Register and all other papers and relevant records relating to Remote electronic voting & voting by poll are handed over to the Company Secretary.

Thanking You,

Yours Faithfully
For P. Naithani & Associates,
Practicing Company Secretary

P. NAITHANI & ASSOCIATES * COMPANY SECRETARIES * MUMBAI.

Mr. Prasen Naithani
Proprietor
FCS: 3830 CP: 3389

Place: Mumbai
Date: 11th July 2015