

BIL:VRS/2016-2017

8th August, 2016

M/s Bombay Stock Exchange 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: Scrutinizer's Combined Report on Remote e-voting and Poll conducted at the Annual General Meeting held on 6th August, 2016.

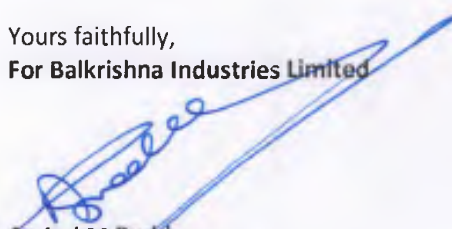
Further to our letter no BIL:VRS/2016-2017 dated 8th August, 2016 in respect of Voting Results under Regulation 44 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we enclose herewith Scrutinizer's Combined Report on Remote e-voting and Poll on businesses transacted at 54th Annual General Meeting held on 6th August, 2016.

We request you to kindly take on record and oblige.

Thanking you,

Yours faithfully,

For Balkrishna Industries Limited



Arvind M Poddar

Chairman & Managing Director

DIN : 00089984

Enclosed : 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.

CS.M.N. BHALEKAR

B.A., LL.B. FCS

Practicing Company Secretary

Off - Certified Filing Center - MCA/ACES
17 Jyotirmaya Complex, 6th Floor, Beside
Hotel Atithi, Jalna Road, Aurangabad - 431 003.
Tel: 0240 - 2482786, Mob.: 9422713206, 8275004528
Email: mnbhalekar@rediffmail.com,
mnbhalekar@gmail.com

Date - 6th Aug. 2016

REPORT OF SCRUTINIZER

(Pursuant to rule section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rule, 2014, as amended)

To,
The Chairman,
Balkrishna Industries Limited,
B-66, Waluj MIDC, Waluj Industrial Area,
Aurangabad 431136, Maharashtra.

Sub: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of the section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and voting on Poll pursuant to Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 at the 54th Annual General Meeting of Balakrishna Industries Limited held on Saturday, August 6, 2016 at 12.00 Noon at the Registered office situated at B-66, Waluj MIDC, Waluj Industrial Area, Aurangabad 431136, Maharashtra.

Dear Sir,

I, M N Bhalekar, Practicing Company Secretary, have been appointed by the Board of Directors of M/s Balkrishna Industries Limited as the scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner by ascertaining the requisite majority in respect of the resolutions referred in the notice of the 54th Annual General Meeting of the Members of the Company held on 6th August, 2016 at 12.00 Noon at the registered office situated at B-66, Waluj MIDC, Waluj Industrial Area, Aurangabad 431136, Maharashtra.

The Management of the Company is responsible to ensure the Compliance with the requirements of the Companies Act 2013 and Rules relating to e-voting on the Resolutions mentioned in Notice of 54th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for e voting process is restricted to scrutinize and report on the votes cast "in favour" or "against" or Abstained from voting on the resolutions stated below, based on the reports generated from the e-voting systems provided by Karvy Computershare Private Limited ("Karvy"), the authorised agency to provide e-voting facilities, engaged by the Company.

The Company had also provided for voting through the Poll at the AGM venue at the 54th Annual General Meeting to the shareholders who had not cast their vote earlier through remote e-voting facility.



The members of the Company as on the "cut-off" date i.e July 30, 2016 were entitled to vote on the resolutions (item no. 1 to 5 as set in the notice of the 54th AGM of the Company)

1. Further to above, I submit report as under:

Remote E-voting:

- a) The e-voting period remained opened from Wednesday 3rd August, 2016 at (9 am IST) to 5th August, 2016 (5 pm IST).
- b) The votes cast under remote e-voting facility were thereafter unblocked in presence of the two witnesses who were not in employment of the Company.
- c) The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

Voting through Poll at the AGM venue:

- a). The Company had provided the facility for voting through Poll at the AGM and members, who have not cast their vote by remote e-voting, were allowed to exercise their right to vote at the meeting.
- b). The polling papers in Form MGT-12 as per Section 109(5) of the Act and rule 21(1)(c) of the Companies (Management and Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at convenient places in the venue.
- c). The locked ballot box was subsequently opened before me, in presence of two witnesses who were not in employment of the Company and Ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the authorization/ proxies lodged with the Company.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s Karvy Computershare Private Limited ("KARVY"), Hyderabad, (i.e) <http://evoting.kavy.com> and voting through Poll at the AGM venue was prepared.



2. The consolidated results are as follows

Item No: 1- Ordinary resolution: Adoption of audited Financial Statements of the Company for the financial year ended 31st March, 2016.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	86040064	158	86040064	100	-	-	-	-	-
Voting through Poll at the AGM venue	99	31	99	100	-	-	-	-	-
Total	86040163	189	86040163	100	-	-	-	-	-

Item No: 2- Ordinary resolution: Confirmation of interim Dividend of Rs. 3.00 per equity share and a Special Dividend of Rs. 2.50 per equity share aggregating to Rs. 5.50 per equity share, already paid for the financial year ended 31st March, 2016 & treated it as Final Dividend.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	86040064	158	86040064	100	-	-	-	-	-
Voting through Poll at the AGM venue	99	31	99	100	-	-	-	-	-
Total	86040163	189	86040163	100	-	-	-	-	-



Item No: 3- Ordinary resolution: Re-appointment of Mr. Vipul Shah (DIN: 05199526) as Director.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	86040064	149	84823322	98.59	9	1216742	1.41	-	-
Voting through Poll at the AGM venue	99	31	99	100	-	-	-	-	-
Total	86040163	180	84823421	98.59	9	1216742	1.41	-	-

Item No: 4- Ordinary resolution: Re-appointment of M/s Jayantilal Thakkar & co., Chartered Accountants as Statutory Auditors of the Company & fixing their remuneration.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	86040064	157	85960257	99.91	1	79807	0.09	-	-
Voting through Poll at the AGM venue	99	31	99	100	-	-	-	-	-
Total	86040163	188	85960356	99.91	1	79807	0.09	-	-



Item No: 5- Special Business Ordinary Resolution: Re-appointment of Mr. Arvind Poddar (DIN: 00089984) as Chairman & Managing Director of the Company for period of five years with effect from 1st August, 2016 to 31st July 2021.

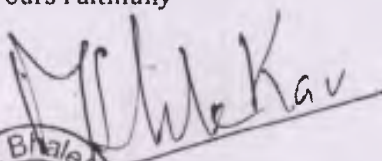
Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-Voting	86040064	107	27151494	91.62	14	2480560	8.38	-	56408010
Voting through Poll at the AGM venue	99	31	99	100	-	-	-	-	-
Total	86040163	138	27151593	91.62	14	2480560	8.38	-	56408010

3. All the resolutions have been passed with requisite majority.

4. The data sheet relating to electronic voting/ Poll papers are in safe custody of the undersigned, and it will be handed over to the Company.

Thanking you,

Yours Faithfully



M. N. Bhalekar
Company Secretary
FCS 2334
Aurangabad

CP No. 1960

Place: Aurangabad

Date: 6th August 2016