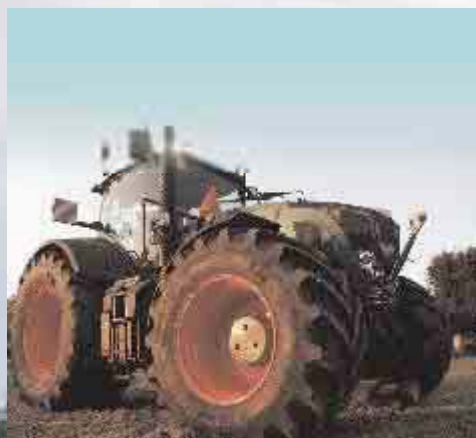




GROWING TOGETHER



50th
Annual Report 2012

Balkrishna Industries Limited





Lord Ganesh

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NOTICE

NOTICE is hereby given that the 50th Annual General Meeting of the members of BALKRISHNA INDUSTRIES LIMITED will be held as scheduled below:

DAY : Saturday

DATE : 1st September, 2012

TIME : 11:30 a.m.

PLACE : Hotel Sarovar Residency, Near MPCB Office, Chitralaya, Tarapur, Boisar - 401506.

The Agenda for the Meeting will be as under:

ORDINARY BUSINESS:

1. To consider and adopt the Audited Balance Sheet as at 31st March, 2012, the Statement of Profit and Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon.
2. To Declare Dividend.
3. To appoint a Director in place of Shri Sanjay Asher, who retires by rotation, and being eligible offers himself for re-appointment.
4. To appoint a Director in place of Shri Rameshkumar Poddar, who retires by rotation, and being eligible offers himself for re-appointment.
5. To appoint a Director in place of Shri Khurshed Doongaji, who retires by rotation, and being eligible offers himself for re-appointment.
6. To appoint a Director in place of Shri Sachin Nath Chaturvedi, who retires by rotation, and being eligible offers himself for re-appointment.
7. To appoint Auditors and fix their Remuneration.

SPECIAL BUSINESS:

8. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Shri Vipul Shah, who was appointed as an Additional Director pursuant to the provision of Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company subject to retirement by rotation."

9. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with the provisions of Section 257 and all other applicable provisions, if any, of the Companies Act, 1956 or any statutory modification(s) or re-enactment thereof, Smt. Vijaylaxmi Poddar, who was appointed as an Additional Director pursuant to the provision of Section 260 of the Companies Act, 1956, be and is hereby appointed as a Director of the Company subject to retirement by rotation."

10. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, and subject to such sanctions and approvals as

may be necessary, if any, the consent of the Company be and is hereby accorded for appointment of Shri Vipul Shah, as a Whole Time Director designated as Director & Company Secretary of the Company for a period of 5 years w.e.f 11th February, 2012 on the terms and conditions set out in the Explanatory Statement relating to this Resolution with powers to the Board of Directors to alter and vary the terms and conditions and remuneration including minimum remuneration (in case of absence or inadequacy of profits) in such manner as the Board may deem fit and is acceptable to Shri Vipul Shah within the limits specified in Schedule XIII to the Companies Act, 1956 or any amendment thereto."

"RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule XIII to the Companies Act, 1956, the Board of Directors be and is hereby authorised to vary or increase the remuneration including salary, commission, perquisites, allowances etc., within such prescribed limit or ceiling and the terms and conditions between the Company and Shri Vipul Shah be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in General Meeting."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution."

11. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, and subject to such sanctions and approvals as may be necessary, if any, the consent of the Company be and is hereby accorded for appointment of Smt. Vijaylaxmi Poddar, as a Whole Time Director designated as Executive Director of the Company for a period of 5 years w.e.f 30th May, 2012, on the terms and conditions set out in the Explanatory Statement relating to this Resolution with powers to the Board of Directors to alter and vary the terms and conditions and remuneration including minimum remuneration (in case of absence or inadequacy of profits) in such manner as the Board may deem fit and is acceptable to Smt. Vijaylaxmi Poddar within the limits specified in Schedule XIII of the Companies Act, 1956 or any amendment thereto."

"RESOLVED FURTHER THAT in the event of any statutory amendment, modification or relaxation by the Central Government to Schedule XIII to the Companies Act, 1956, the Board of Directors be and is hereby authorised to vary or increase the remuneration including salary, commission, perquisites, allowances etc., within such prescribed limit or ceiling and the terms and conditions between the Company and Smt. Vijaylaxmi Poddar be suitably amended to give effect to such modification, relaxation or variation without any further reference to the members of the Company in General Meeting."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution."

12. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 314 and other applicable provisions, if any, of the Companies Act, 1956, consent of the Company be and is hereby accorded to Smt. Shyamlat Poddar, relative of Director of the Company, holding and continuing to hold an office or place of profit under the Company as Executive, or with such other designation as may be decided by the Board from time to time with effect from 1st June, 2012 at a salary of Rs. 50,000 p.m. inclusive of all the usual allowances, benefits, amenities and facilities applicable to other employees as per the Rules of the Company."

"RESOLVED FURTHER THAT pursuant to the provisions of Section 314 (1B) of the Companies Act, 1956 and other applicable provision, if any, of the Companies Act, 1956, the consent of the Company be and is hereby accorded to the Board of Directors to increase the salary of Smt. Shyamlat Poddar, as they may decide from time to time, subject to the condition that the increase in salary payable shall not exceed Rs. 2,50,000 p.m. inclusive of all the usual allowances, benefits, amenities and facilities applicable to other employees as per the Rules of the Company."

RESOLVED FURTHER THAT the appointment of Smt. Shyamlat Poddar, relative of a Director for holding and continuing to hold an office or place of profit in the Company has been approved by the Selection Committee of the Company."

13. To consider and if thought fit, to pass, with or without modification(s), the following resolution, as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 198, 269, 309, 310 read with Schedule XIII and other applicable provisions, if any, of the Companies Act, 1956, and subject to such sanctions and approvals as may be necessary, if any, the consent of the Company be and is hereby accorded to increase in remuneration payable to Shri Rajiv Poddar, the Executive Director for the remaining period of his term. The other terms and conditions relating to his appointment will remain same as approved by the shareholder of the Company at the 47th Annual General Meeting held on 1st August, 2009."

By Order of the Board of Directors
For **BALKRISHNA INDUSTRIES LIMITED**

VIPUL SHAH
DIRECTOR & COMPANY SECRETARY

Registered Office:
H-3/1, "MIDC",
A Road, Tarapur,
Boisar 401506.

Place: Mumbai,
Dated: 30th May, 2012

NOTES:

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing proxy should, however, be deposited at the Registered Office of the Company or at the Corporate Office: BKT House, C/15, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower

Parel (W), Mumbai 400 013, not less than 48 hours before commencement of the Meeting.

- 2) An Explanatory Statement pursuant to Section 173(2) of the Companies Act, 1956, relating to the Special Business to be transacted at the Meeting is annexed hereto.
- 3) Corporate Members intending to send their authorised representatives to attend the Meeting are requested to send a certified copy of Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
- 4) The relative details of directors seeking appointment/re-appointment under item 3, 4, 5, 6, 8 and 9 as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges are also annexed.
- 5) The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, the 28th August, 2012 to Thursday, the 30th August, 2012 (both days inclusive).
- 6) Shareholders desiring any information as regards to accounts are requested to write to the Company at an early date so as to enable the Management to keep the information ready.
- 7) Members/Proxies should bring the attendance slip sent herewith duly filled in for attending the Meeting.
- 8) Members are informed that the final dividend amount remaining unpaid/unclaimed relating to the year ended 31st March, 2005 and for any subsequent years are advised to send the same to the Company for revalidation. Dividend amount remaining unpaid/unclaimed for a period of 7 years from the dates they became due for payment shall be transferred to the "Investor Education and Protection Fund" of the Central Government in terms of Section 205C of the Companies Act, 1956. No claim shall lie against the Company or "Investor Education and Protection Fund" in respect of unpaid/unclaimed Dividends, once these dividends are transferred to "Investor Education and Protection Fund."
- 9) The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the Companies and has issued circulars stating the service of notice/documents including Annual Report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participants. Members who hold shares in physical form are requested to registered their email address by sending their details to the Registrar and Transfer Agent, M/s. Sharepro Service India Pvt. Limited on email address : sharepro@shareproservices.com or to the Company on email address: shares@bkt-tires.com/vipul.shah@bkt-tires.com.

EXPLANATORY STATEMENT PURSUANT TO SECTION 173(2) OF THE COMPANIES ACT, 1956

ITEM NO. 8 and 9

Shri Vipul Shah was appointed as an additional Director of the Company on 11th February, 2012. Pursuant to Section 260 of the Companies Act, 1956, read with Article 128 of the Company's Articles of Association, he holds office up to the date of this Annual General Meeting of the Company.

Smt. Vijaylaxmi Poddar was appointed as an additional Director of the Company on 30th May, 2012. Pursuant to Section 260 of the Companies Act, 1956, read with Article 128 of the Company's Articles of Association, she holds office up to the date of this Annual General Meeting of the Company.

As required under Section 257 of the Companies Act, 1956 a notice has been received from a member signifying his intention to propose them as a candidate for the office of Director of the Company, along with requisite deposit.

The Board recommends that Shri Vipul Shah and Smt. Vijaylaxmi Poddar be appointed as the Directors of the Company.

None of the Directors except Shri Vipul Shah, himself and Smt. Vijaylaxmi Poddar, herself are concerned or interested in this Resolution. Shri Arvind Poddar and Shri Rajiv Poddar are also interested in the resolution being relatives of Smt. Vijaylaxmi Poddar.

ITEM NO. 10:

The Board of Directors at its Meeting held on 11th February, 2012 appointed Shri Vipul Shah, as a Whole Time Director of the Company, designated as a Director & Company Secretary of the Company, for a period of 5 years with effect from 11th February, 2012. His appointment and remuneration is fixed in accordance with Schedule XIII to the Companies Act, 1956, and his remuneration is recommended by the Remuneration Committee, is subject to the approval of the Shareholders of the Company, hence the subject Resolution.

The Board of Directors has fixed the following remuneration to be paid to the Whole Time Director during the term with power to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in Schedule XIII to the Companies Act, 1956, or any statutory amendment or relaxation thereof:

Salary

Rs. 1,00,000/- to 2,00,000/- per month.

The same is bifurcated as under:

Basic Salary	Rs.58,600/-
Special Allowance	Rs.29,300/-
House Rent Allowance	Rs.29,675/-

Commission: NIL

Perquisites

- Medical reimbursement: As per the Company's Rules.
- Leave Travel Concession: As per the Company's Rules.
- Personal Accident Insurance: As per the Company's Rules.
- Provident Fund, Superannuation Fund and Annuity Fund: As per the Company's Rules.
- Gratuity: As per the Company's Rules.
- Leave and Encashment of Leave: As per the Company's Rules.
- Use of Car with Driver: As per the Company's Rules.
- Free Telephone, Facsimile and other Communication Facilities: As per the Company's Rules.
- Bonus: As per the Company's Rules.
- Other Perquisites: Subject to overall ceiling on remuneration mentioned hereinbelow, Mr. Vipul Shah may be given other allowances, benefits and perquisites

as the Board of Directors (which includes any Committee thereof) may from time to time decide.

- Minimum remuneration: In the event of absence or inadequacy of profits in any financial year during the tenure of his appointment, the Whole Time Director shall be paid remuneration by way of salary, perquisites and allowances as specified above subject to limits specified in Schedule XIII of the Companies Act, 1956 or any amendment thereto.

Explanation

For the purpose of the perquisites family shall means the spouse, the dependent children and the dependent parents of the appointee.

None of the Directors except Shri Vipul Shah himself is interested in this resolution.

ITEM NO. 11:

The Board of Directors at its Meeting held on 30th May, 2012 appointed Smt. Vijaylaxmi Poddar, as a Whole Time Director of the Company, designated as Executive Director of the Company, for a period of 5 years with effect from 30th May, 2012. Her appointment and remuneration is fixed in accordance with Schedule XIII to the Companies Act, 1956, and her remuneration is recommended by the Remuneration Committee, is subject to the approval of the Shareholders of the Company, hence the subject Resolution.

The Board of Directors has fixed the following remuneration to be paid to the Whole Time Director during the term with power to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in Schedule XIII of the Companies Act, 1956, or any statutory amendment or relaxation thereof:

Salary

Rs.10,00,000/- per month, with such increments as may be approved by the Board of Directors from time to time.

Commission

As may be determined by the Board of Directors of the Company at the end of each financial year, subject to overall ceiling stipulated from time to time under Sections 198, 309 and all other applicable provisions of the Companies Act, 1956 read with Schedule XIII to the Companies Act, 1956, as may for the time being be in force.

Perquisites

In addition to the salary and commission, the following perquisites shall also be allowed to Smt. Vijaylaxmi Poddar.

Housing

The Company shall provide fully furnished residential accommodation together with all amenities, facilities and utilities such as Gas, Water, Electricity and Fuel etc. as may be approved by the Board from time to time.

In case no accommodation is provided by the Company, the Whole Time Director shall be entitled to House Rent Allowance to the extent of 60% of the basic salary.

Medical reimbursement

Reimbursement of actual medical expenses incurred in India and/or abroad and including hospitalisation, nursing home and surgical charges for herself and family. In case of any medical treatment abroad, the travelling, boarding and lodging expenses for patient and attendant are also payable. Premium for medical insurance incurred for self and family will be paid by the Company.

Leave Travel Concession

Reimbursement of actual traveling expenses (like travel fare, lodging, boarding, conveyance and other expenses) incurred for self and family during leave travel periods, wherever undertaken, whether in India or abroad.

Club Membership

Subscription or reimbursement of membership fees for clubs in India and/or abroad, including admission and life membership fees.

Personal Accident Insurance

The actual premium paid.

Provident Fund, Superannuation Fund and Annuity Fund

Contribution to Provident Fund, Superannuation Fund and Annuity Fund will not be included in the computation of remuneration to the extent these singly or put together are not taxable under Income Tax Rules, 1962.

Gratuity

Gratuity shall be payable at half month's salary for each completed year of service and will not be included in computation of remuneration.

Leave and Encashment of Leave

The Whole Time Director shall be entitled to leave with full pay as per the rules of the Company and will be entitled to encash the accumulated leave at the end of the tenure/retirement.

Use of Car with Driver

The Company shall provide fully maintained car with driver for business and personal use.

Free Telephone, Facsimile and other Communication Facilities

The Company shall provide free Telephone, Facsimile and other communication facilities at the Executive Director residence.

Entertainment Expenses

Reimbursement of entertainment expenses incurred in the course of business of the Company.

Minimum remuneration

In the event of absence or inadequacy of profits in any financial year during the tenure of her appointment, the Whole Time Director shall be paid remuneration by way of salary, perquisites and allowances as specified above subject to limits specified in Schedule XIII to the Companies Act, 1956 or any amendment thereto.

Explanation

For the purpose of the perquisites family shall mean the spouse, the dependent children and the dependent parents of the appointee.

None of the Directors except Smt. Vijaylaxmi Poddar, herself, Shri Arvind Poddar and Shri Rajiv Poddar, being relatives of Smt. Vijaylaxmi Poddar are concerned and interested in this resolution.

ITEM NO.12

The Board of Directors at its Meeting held on 30th May, 2012, appointed Smt. Shyamalata Poddar, as Executive with effect from 1st June, 2012, at a salary of Rs. 50,000 p.m. inclusive of all usual allowances and benefits as applicable, including bonus, superannuation, gratuity, provident fund etc., as per Rules of the Company. The said appointment of Smt. Shyamalata Poddar, as Executive was also approved by the Selection Committee of the Company. The Board of Directors be and are hereby authorized to increase the salary payable to Smt. Shyamalata Poddar from Rs. 50,000 p.m. to Rs. 2,50,000 p.m. inclusive of all usual allowances and benefits as applicable, including bonus, superannuation, Gratuity, Provident Fund etc., as per Rules of the Company, is subject to the approval of the shareholders of the Company, hence subject resolution.

Smt. Shyamalata Poddar, is a relative of Shri Arvind Poddar, Director on the Board of the Company.

This Resolution is placed for your approval under Sections 314 and 314(1B) of the Companies Act, 1956.

None of the Directors except Shri Arvind Poddar being relative of Smt. Shyamalata Poddar is concerned and interested in this resolution.

ITEM NO. 13:

The Board of Directors at its Meeting held on 30th May, 2012 has revised the remuneration payable to Shri Rajiv Poddar, the Executive Director w.e.f 1st April, 2012 till the remaining period of his term and his remuneration is recommended by the Remuneration Committee, is subject to the approval of the Shareholders of the Company, hence the subject Resolution.

The Board of Directors has revised the following remuneration to be paid to the Executive Director for the remaining period of his term with power to make such variation or increase therein as may be thought fit from time to time, but within the ceiling/s laid down in Schedule XIII of the Companies Act, 1956, or any statutory amendment or relaxation thereof:

The basic Salary payable to Shri Rajiv Poddar stands enhanced to Rs. 10,00,000/- per month with such increments as may be approved by the Board of Directors from time to time.

The benefits as are linked to Salary shall stand correspondingly enhanced.

All other terms and conditions governing his appointment and payment of remuneration shall remain unaltered.

None of the Directors except Shri Rajiv Poddar, himself, Shri Arvind Poddar and Smt. Vijaylaxmi Poddar, being the relatives are concerned and interested in this resolution.

By Order of the Board of Directors
For **BALKRISHNA INDUSTRIES LIMITED**

VIPUL SHAH
DIRECTOR & COMPANY SECRETARY

Registered Office:
H-3/1, "MIDC",
A Road, Tarapur,
Boisar 401506.

Place: Mumbai,
Dated: 30th May, 2012

Details of the Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting. (in pursuance of Clause 49(VI)(A) of the Listing Agreement.)

Name	Shri Sanjay Asher	Shri Ramesh kumar Poddar	Shri Khurshed Doongaji	Smt. Vijaylaxmi Poddar	Shri Sachin Nath Chaturvedi	Shri Vipul Shah
Age	47 years	59 years	72 years	51 years	61 years	49 years
Qualification	B.Com, C.A & Solicitor	B. Sc.	B.A., L.L.B, C.B.M.	B.Com	B. Tech, F.C.A M.B.A, D.I.S.A	B.Com, ACS
Nature of Expertise	Professional	Industrialist	Business	Industrialist	Professional	Professional
Shares held in the Company	NIL	50,000	NIL	8,38,170	NIL	NIL
* Name of the Companies in which holds directorship	Ashok Leyland Limited Bajaj Allianz General Insurance Company Limited Bajaj Allianz Life Insurance Company Limited Finolex Cables Limited Finolex Industries Limited Kryfs Power Components Limited Mandhana Industries Limited Repro India Limited Sharp India Limited Shree Renuka Sugars Limited Sudarshan Chemicals Industries Limited Tribhovandas Bhimji Zaveri Limited Innoventive Industries Limited Sanghvi Movers Limited	Siyaram Silk Mills Limited.	Jai Corp Limited	Balgopal Holdings & Traders Limited. Sanchna Trading & Finance Limited. Oxemberg Fashions Limited.	Jai Corp Limited Jai Realty Venture Limited. Balkrishna Paper Mills Limited. N R Agarwal Industries Limited	NIL
* Chairman / Member of the Committees of other Public Companies as on 31 st March, 2012	Mandhana Industries Limited - Member of Audit Committee Finolex Cables Limited - Member of Audit Committee & Shareholders'/Investors' Grievance Committee Repro India Limited - Member of Audit Committee Shree Renuka Sugars Limited - Chairman of Audit Committee & Shareholders'/Investors' Grievance Committee Sharp India Limited - Member of Audit Committee & Chairman of Shareholders'/Investors' Grievance Committee Ashok Leyland Limited - Chairman of Shareholders'/Investors' Grievance Committee & Member of Audit Committee	Siyaram Silk Mills Limited. (Member of the Share Transfer Committee)	Jai Corp Limited- (Chairman of the Audit Committee and Shareholders'/Investors' Grievance Committee)	NIL	Jai Corp Limited- Member of Audit Committee N R Agarwal Industries Limited - Member of Audit Committee	NIL

* Private Limited Companies and Companies under Section 25 of the Companies Act, 1956 have been excluded.

By Order of the Board of Directors
For **BALKRISHNA INDUSTRIES LIMITED**

VIPUL SHAH
DIRECTOR & COMPANY SECRETARY

Registered Office:
H-3/1, "MIDC",
A Road, Tarapur,
Boisar 401506.

Place: Mumbai,
Dated: 30th May, 2012

BANK ACCOUNT PARTICULARS / ECS MANDATE FORM/EMAIL REGISTRATION FORM

I/ We do hereby authorise Balkrishna Industries Limited.

*To Print the following details on my/our dividend warrant.

To Credit my dividend amount directly to my Bank account by ECS.

(*Strike out whichever is not applicable.)

My/our Folio No. :

DP ID No..... Client A/c. No.....

Particulars of Bank Account:		
A.	Bank Name	:
B.	Branch Name	:
	Address (for Mandate only)	:
C.	9 Digit Code number of the bank & Branch as appearing on the MICR Cheque	:
D.	Account Type (Saving/ Current)	:
E.	Account No. as appearing on the cheque book	:
F.	STD Code & Telephone No.	:
G.	E-mail ID	:

I/We shall not hold the Company responsible if the ECS could not be implemented or the bank discontinue(s) the ECS, for any reason.

MAIL
TO

Sharepro Services (India) Pvt. Limited.
Regd. Office, 13 AB, Samhita Warehousing Complex,
Second Floor, Sakinaka Telephone Exchange Lane,
Off Andheri Kurla Road, Sakinaka, Andheri (East),
Mumbai – 400 072
email address: sharepro@shareproservices.com

.....
Signature of the shareholder (s)

Please attach the photocopy of a cheque or a blank cancelled cheque issued by your Bank relating to your above account for verifying the accuracy of the 9 digit code number.

In case you are holding shares in demat form, kindly advice your Depository Participant to take note of your Bank account particulars /ECS mandate/email address.

balkrishna industries limited

Registered Office: H-3/1, MIDC, A Road, Tarapur, Boisar 401 506

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND OVER AT THE ENTRANCE OF THE MEETING VENUE

Folio No....., DP ID Client ID.....

Name of the Shareholder:..... No. of Shares held

I hereby record my presence at the 50th ANNUAL GENERAL MEETING of the Company held on Saturday, the 1st September, 2012 at 11:30 a.m. at Hotel Sarovar Residency, Near MPCB Office, Chitralaya, Tarapur, Boisar – 401506, Dist. (Thane), Maharashtra.

Signature of the Shareholder:.....
(only shareholders/proxies are allowed to attend the meeting).

balkrishna industries limited

Registered Office: H-3/1, MIDC, A Road, Tarapur, Boisar 401 506

PROXY FORM

Folio No....., DP ID Client ID.....

No. of Shares held

I/We of
being a member(s) of Balkrishna Industries Limited, hereby appoint
of failing him
of as my/our proxy to attend and vote for me/us and
on my/our behalf at the 50th Annual General Meeting of Balkrishna Industries Limited, to be held on Saturday, the 1st September, 2012 at 11:30 a.m. at Hotel Sarovar Residency, Near MPCB Office, Chitralaya, Tarapur, Boisar – 401506, Dist.(Thane), Maharashtra.

affix
15 paise
Revenue
stamp

Signed this..... day of _____ 2012

Signature across Revenue Stamp

Note: The proxy in order to be effective should be duly stamped, completed and signed and must be deposited at the Corporate Office of the Company not less than 48 hours before the time for holding the aforesaid meeting. The proxy need not be member of the Company.

