bajaj corp limited

July 21, 2015

DCS-CRD **BSE Ltd.** **First Floor, New Trade Wing** **Rotunda Building, Phiroze Jeejeebhoy Towers** **Dalal Street, Fort** **Mumbai 400 023** Fax No. 2272 3719/ 2039 **Stock Code: 533229**	**National Stock Exchange of India Ltd.** **Exchange Plaza, 5th Floor** **Plot No.C/1, 'G'Block** **Bandra- Kurla Complex** **Bandra East** **Mumbai 400 051** Fax No. 2659 8237/ 8238/66418124/5/6/ 66418124/ 5 / 6 **Stock Code: BAJAJCORP**

Dear Sir,

Sub.: Details regarding the voting results at 9th Annual General Meeting held on July 20, 2015

Pursuant to Clause 35A and other applicable clauses, if any of the Listing Agreement, details regarding the voting results for the resolutions passed at the 9th Annual General Meeting of the Company held on July 20, 2015 are given below:

1.	**Date of the Annual General Meeting**	July 20, 2015
2.	**Total number of shareholders on record date**	20528
3.	**No. of Shareholders present in the meeting either in person or through proxy**	
	Promoters and Promoter Group	3
	Public	20525
4.	**No. of Shareholders attended the meeting through Video Conferencing**	
	Promoters and Promoter Group	Nil
	Public	Nil

Agenda wise:

The mode of voting for all resolutions was:

1. E-voting conducted between July 16, 2015 and July 19, 2015
2. Poll (physical ballot) conducted at the Meeting

bajaj corp limited

We give below the resolution-wise combined result of e-voting and poll.

Resolution Item No. 1 – Ordinary Resolution

Adoption of Financial Statements and Report of the Board of Directors and Auditors thereon, for financial year ended March 31, 2015.

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	98625000	98625000	100	98625000	0	100	0
Public – Institutional holders	38647167	31358424	81.1403	31358424	0	100	0
Public-Others	10227833	5634	0.0551	5634	0	100	0
Total	147500000	129989058	88.12817	129989058	0	100	0

***The number of votes polled does not include invalid votes**

The aforesaid Ordinary resolution was passed with requisite majority.

Resolution Item No. 2 –Ordinary Resolution

To confirm Interim Dividend of 1150% (₹ 11.50 per equity share) already paid, as final.

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	98625000	98625000	100	98625000	0	100	0
Public – Institutional holders	38647167	32101613	83.0633	32101613	0	100	0
Public-Others	10227833	5635	0.0551	5632	3	99.9467	0.0532
Total	147500000	130732248	88.6320	130732245	3	99.9999	0.0001

***The number of votes polled does not include invalid votes**

The aforesaid Ordinary resolution was passed with requisite majority.

Resolution Item No. 3 –Ordinary Resolution

Appointment of a director in place Mr. Sumit Malhotra (DIN: 02183825), who retires by rotation and being eligible, offers himself for re-appointment.

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	98625000	98625000	100	98625000	0	100	0
Public – Institutional holders	38647167	32101613	83.0633	32101613	0	100	0
Public-Others	10227833	5635	0.0551	5331	304	94.6051	5.3948
Total	147500000	130732248	88.6320	130731944	304	99.9997	0.0003

***The number of votes polled does not include invalid votes**

The aforesaid Ordinary resolution was passed with requisite majority.

Resolution Item No. 4 –Ordinary Resolution

Appointment of M/s. R. S. Dani & Company (Firm Registration Number 000243C) as the auditors of the Company and to fix their remuneration.

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	98625000	98625000	100	98625000	0	100	0
Public – Institutional holders	38647167	32101613	83.0633	31974913	126700	99.6053	0.3946
Public-Others	10227833	5635	0.0551	5582	53	99.0594	0.9405
Total	147500000	130732248	88.6320	130605495	126753	99.9030	0.09695

***The number of votes polled does not include invalid votes**

The aforesaid Ordinary resolution was passed with requisite majority.

bajaj corp limited

Resolution Item No. 5 –Ordinary Resolution

Appointment of Mrs. Vasavadatta Bajaj (DIN: 06976000), as a Director, liable to retire by rotation.

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	98625000	98625000	100	98625000	0	100	0
Public – Institutional holders	38647167	32101613	83.0633	31974913	126700	99.6053	0.3946
Public-Others	10227833	5635	0.0551	5335	300	94.6761	5.3238
Total	147500000	130732248	88.6320	130605248	127000	99.9028	0.0971

***The number of votes polled does not include invalid votes**

The aforesaid Ordinary resolution was passed with requisite majority.

Resolution Item No. 6 – Special Resolution

Further issue of capital pursuant to Section 62(1)(C) of the Companies Act, 2013 and SEBI (ICDR) Regulations, 2009 (as amended) by way of QIP/GDRs/FCCBs, etc.

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	98625000	98625000	100	98625000	0	100	0
Public – Institutional holders	38647167	32101613	83.0633	31945358	156255	99.5132	0.4867
Public-Others	10227833	5635	0.0551	5433	202	96.4152	3.5847
Total	147500000	130732248	88.6320	130575791	156457	99.8803	0.12

***The number of votes polled does not include invalid votes**

The aforesaid Special resolution was passed with requisite majority.

The same may please be taken on record and disseminated to all concerned.

Thanking you,

Yours faithfully,
For Bajaj Corp Limited

Sujoy Sircar
Company Secretary

GUPTA BAUL & ASSOCIATES
COMPANY SECRETARIES

Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of 9th Annual General Meeting of the Equity Shareholders of Bajaj Corp Limited held on Monday, July 20, 2015 at 11.30 a.m. at Raghu Mahal Hotels Private Limited, 93, M.B. College Road, Darshanpura, Airport Road, Udaipur - 313001

Dear Sir,

1. I, Hitesh J. Gupta, Partner of Gupta Baul & Associates, Company Secretaries, Mumbai, appointed as Scrutinizer by the Board of Directors of Bajaj Corp Limited (Company) for the purpose of scrutinizing remote e-voting process and voting though ballot process in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice dated April 09, 2015, convening the 9th Annual General Meeting of the Company.
2. The Company had availed the remote e-voting facility provided by Karvy Computershare Private Limited (Karvy), the Agency authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means.
3. The shareholders holding equity shares as on the "cut-off date" i.e. July 13, 2015 were entitled to vote on the resolutions proposed in the Notice calling the 9th Annual General Meeting of the Company. The remote e-voting was concluded on July 19, 2015.
4. Ballot Box which was being kept for the purpose of voting through ballots were locked by me and were opened on closure of the meeting and all the ballot papers were diligently scrutinized. The Ballot papers were reconciled with the records maintained by Company/Registrar and Transfer Agents of the Company.
5. I have issued a separate scrutinizer's report dated July 21, 2015 on the remote e-voting and voting through ballot process at the venue of the meeting on the basis of the votes exercised by the shareholders of the Company
6. As per the requirement of the Management, I am submitting herewith a consolidated report of the remote e-voting together with that of voting through ballot process at the venue of the meeting as under

GUPTA BAUL & ASSOCIATES * MUMBAI

Regd. Off. – B/701, Astor Place Building, Sector No. 3, Charkop, Kandivali West, Mumbai – 400067. Email – hitesh@gbcs.co.in
Branch Off. – G-1(P), Plot No. 379, Sai Deep Apartment, Sai Section, Ambarnath East, Thane – 421501. Email – prasanjit@gbcs.co.in

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GUPTA BAUL & ASSOCIATES MUMBAI

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To confirm Interim Dividend of 1150% (Rs. 11.50 per equity share) already paid, as final.

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***The number of votes polled does not include invalid votes**



7. The electronic data and all other relevant records relating to the remote e-voting and poll is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

8. All the aforesaid resolutions were passed with requisite majority.

Thanking you,
Yours truly
For **Gupta Baul & Associates**

Hitesh J. Gupta

HITESH GUPTA ACS NO. 33684 CP NO. 12722 Company Secretaries

Hitesh J. Gupta
Partner
M. No. 33684
CP No. 12722

Place:Mumbai
Date: July 21, 2015

Countersigned by:
For Bajaj Corp Limited

Sujoy Sircar
Company Secretary

GUPTA BAUL & ASSOCIATES MUMBAI