BAJAJ FINSERV | LENDING

SEC/POSTALBALLOT/2013/335 10 May 2013

NATIONAL STOCK EXCHANGE OF INDIA LTD.
EXCHANGE PLAZA, BANDRA – KURLA COMPLEX,
BANDRA (EAST),
MUMBAI – 400 051

Dear Sirs,

Ref : **BAJFINANCE – EQ**
Sub : **Result of Postal Ballot**

This has reference to our letter No.SEC/POSTALBALLOT/2013/236 dated 4 April 2013.

The postal ballot was conducted by the Company pursuant to Section 192A(2) of the Companies Act, 1956 for obtaining the consent of members to the following resolutions :

1. **Special Resolution** under Section 17 of the Companies Act, 1956, for alteration of Objects Clause of memorandum of association of the Company by inserting new sub-clause 3B after the existing sub-clause 3A of clause IIIA (Main Objects).

2. **Special Resolution** under Section 149(2A) of the Companies Act, 1956, for approval for commencement of new business and activities as included in sub-clause 3B of clause IIIA of the memorandum of association of the Company.

We wish to inform you that Shri Shyamprasad D Limaye, scrutinizer appointed for conducting the postal ballot process submitted his report dated 8 May 2013 to the Chairman of the Company and the results of the postal ballot were announced by the Chairman on 10 May 2013, at the Company's registered office.

As per the scrutinizer's report both the resolutions have been passed by the members with the requisite majority.

We are enclosing herewith statement containing details of voting results in the prescribed format pursuant to Clause 35A of the Listing Agreement.

Kindly acknowledge receipt of the letter.

Thanking you,

Yours faithfully,
For BAJAJ FINANCE LIMITED

ANANT DAMLE
COMPANY SECRETARY

BAJAJ FINANCE LTD.

Encl.: as above

Statement of Voting Results of Postal Ballot

Name of Company: Bajaj Finance Limited

Date of the EGM: 10 May 2013

Total number of shareholders on record date: 18,261

No. of Shareholders present in the meeting either in person or through proxy:

- **Not Applicable (since resolutions are passed by postal ballot)**

No. of Shareholders attended the meeting through Video Conferencing:

- **Not Applicable (since resolutions are passed by postal ballot)**

Detail of the Agenda

A) **Subject Matter :** Special resolution under section 17 of the Companies Act, 1956, for alteration in Objects Clause of the memorandum of association of the company, by way of inserting new sub-clause 3B after the existing sub-clause 3A of clause IIIA (Main Objects).

Resolution required: Special

Mode of voting: Postal ballot/E-voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	30,895,057	30,857,763	99.879	30,857,763	0	100	0
Public – Institutional holders	9,021,857	3,296,449	36.538	3,296,449	0	100	0
Public-Others	9,861,420	110,415	1.120	106,938	535	96.851	0.485
Total	49,778,334	34,264,627	68.834	34,261,150	535	99.990	0.002

BAJAJ FINANCE LTD.

B) **Subject Matter:** Special resolution under section 149(2A) of the Companies Act, 1956, for approval for commencement of new business and activities as included in sub-clause 3B of clause IIIA.

Resolution required: Special

Mode of voting: Postal ballot/E-voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	30,895,057	30,857,763	99.879	30,857,763	0	100	0
Public – Institutional holders	9,021,857	3,296,449	36.538	3,296,449	0	100	0
Public-Others	9,861,420	110415	1.120	106,369	518	96.336	0.469
Total	49,778,334	34,264,627	68.834	34,260,581	518	99.988	0.002

BAJAJ FINANCE LTD.