SEC/NSE /2014/366

To,

Date: 18-07-2014

NATIONAL STOCK EXCHANGE OF INDIA LTD.
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET,
MUMBAI – 400 001

Sub: Outcome of 27th Annual General Meeting and Details of E-Voting results under Clause 35A of the Listing Agreement

Ref: BAJFINANCE-EQ

The 27th Annual General Meeting of the Company was held on Wednesday, 16 July, 2014 at the Registered Office of the Company at Akurdi, Pune-411035 to transact the business as set out in the Notice thereof. Pursuant to Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and Clause 35B of the listing agreement, the Company provided e-voting facility to its shareholders. Further, option to vote by ballot form was provided to the shareholders, who didn't have access to e-voting.

Please find enclosed the statement of details of e-voting results on the resolutions as contained in the aforesaid notice of the Annual General Meeting. Please note that the said resolutions were passed with requisite majority.

Kindly acknowledge receipt of the letter.

Thanking you,

Yours faithfully,

For BAJAJ FINANCE LIMITED

BAJAJ FINANCE LTD.

ANANT DAMLE
COMPANY SECRETARY

Encl: As above

Statement of details of E-Voting results

Date of 27th Annual General Meeting	Wednesday, July 16, 2014		
Total number of shareholders on the record date cut-off date for e-voting purpose	19,414		
No. Of shareholders present at the Annual General Meeting	In person	Proxy	Total
Promoters and Promoter Group:	4	0	4
Public:	41	18	59
Total	45	18	63
No. of Shareholders attended the meeting through Video Conferencing **Promoters and Promoter Group:** **Public:**	No video conferencing facility was made available.		

Agenda-wise details of E-voting are as under:-

Resolution 1: Adoption of Financial Statements for the year ended 31 March 2014 and the Directors' and Auditors' Report thereon: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	48,30,416	0	94.18	0
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,76,55,487	0	99.21	0

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Resolution 2: Declaration of Dividend on Equity Shares @ ₹ 16/- per share: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	51,28,316	0	99.99	0
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,79,53,387	0	99.99	0

Resolution 3: Re-appointment of Rahul Bajaj, Chairman as Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	51,01,002	27,314	99.46	0.53
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,79,26,073	27,314	99.93	0.07

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Resolution 4: Appointment of Dalal & Shah., Chartered Accountants as Auditors and fixing their remuneration (₹ 30,00,000 plus taxes as applicable and out-of-pocket, travelling and living expenses for the year 2014-15) : - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	45,20,643	2,97,900	88.14	5.81
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,73,45,714	2,97,900	98.40	0.78

Resolution 5: Appointment of Gita Piramal as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	51,28,316	0	99.99	0
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,79,53,387	0	99.99	0

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Resolution 6: Appointment of Nanoo Pamnani, Vice-Chairman as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	45,02,621	3,15,922	87.79	6.16
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,73,27,692	3,15,922	98.35	0.83

Resolution 7: Appointment of D S Mehta as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	44,83,546	3,34,997	87.42	6.53
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,73,08,617	3,34,997	98.30	0.88

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Resolution 8: Appointment of D J Balaji Rao as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	48,12,394	3,15,922	93.83	6.16
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,76,37,465	3,15,922	99.17	0.83

Resolution 9: Appointment of Omkar Goswami as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	41,17,264	10,11,052	80.28	19.71
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,69,42,335	10,11,052	97.34	2.66

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Resolution 10: Appointment of Dipak Poddar as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	45,02,621	3,15,922	87.79	6.16
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,73,27,692	3,15,922	98.35	0.83

Resolution 11: Appointment of Ranjan Sanghi as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	44,83,546	3,34,997	87.42	6.53
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,73,08,617	3,34,997	98.30	0.88

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Resolution 12: Appointment of Rajendra Lakhotia as an Independent Director: - (Ordinary Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	44,83,546	3,34,997	87.42	6.53
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,73,08,617	3,34,997	98.30	0.88

Resolution 13: Modification in the Employee Stock Option Scheme, 2009:- (Special Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	51,28,316	0	99.99	0
Public- Others	94,62,730	19,30,014	20.40	19,29,334	680	99.96	0.04
Total	5,01,42,334	3,79,53,751	75.69	3,79,52,707	680	99.99	0.00

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Resolution 14: Grant of options to employees of holding and/or subsidiary companies, under the amended Employee Stock Option Scheme, 2009:- (Special Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	51,28,316	0	99.99	0
Public- Others	94,62,730	19,30,014	20.40	19,29,334	680	99.96	0.04
Total	5,01,42,334	3,79,53,751	75.69	3,79,52,707	680	99.99	0.00

Resolution 15: Issue of non-convertible debentures through private placement :- (Special Resolution)

Promoter/ Public	No. of shares held	No. of Votes Cast	% of Votes Cast on outstanding shares	No. of Votes –in Favour	No. of Votes – against	% of Votes in Favour on votes Cast	% of Votes against on votes Cast
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100.00	3,08,95,057	0	100.00	0
Public – Institutional holders	97,84,547	51,28,680	52.42	50,70,903	42,298	98.87	0.82
Public- Others	94,62,730	19,30,014	20.40	19,30,014	0	100.00	0
Total	5,01,42,334	3,79,53,751	75.69	3,78,95,974	42,298	99.85	0.11

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