

L-1/4536/MGP

25th June, 2014

Bombay Stock Exchange Ltd. : Code No.500031
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001

National Stock Exchange of India Ltd. : Symbol: BAJAJELEC - Series: EQ
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai 400 051

Delhi Stock Exchange Assn. Ltd. : Code No. 02031
DSE House, 3/1, Asaf Ali Road
New Delhi 110 002

Dear Sirs,

Sub: Notice of Postal Ballot

NOTICE is hereby given that the Notice of Postal Ballot dated 29th May, 2014 is being dispatched/e-mailed to the Shareholders of the Company on Wednesday, 25th June, 2014, seeking their consent for the following businesses through postal ballot (including e-voting), as per the provisions of Clause 35B of the Listing Agreement and Section 110 of the Companies Act, 2013 ("Act") read with Companies (Management and Administration) Rules, 2014:

1. Increase in Borrowing Limits u/s 180(1)(c) of the Companies Act, 2013;
2. Providing security u/s 180(1)(a) of the Companies Act, 2013 in connection with the borrowings of the Company; and
3. Approval for issue of Redeemable Non-Convertible Debentures on private placement basis.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facility to all its Members as an alternate of dispatching the physical Postal Ballot Form by post. Shareholders holding shares both in physical form as well as in dematerialized form may cast their vote electronically by following the instructions on e-voting provided in the Postal Ballot Notice. E-Voting Sequence Number (EVSN) for the Postal Ballot is 140621001. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on 20th June, 2014.

Further, Shri Anant B. Khamankar, of M/s.Anant B. Khamankar & Co., Practicing Company Secretaries, has been appointed as a Scrutinizer for conducting this Postal Ballot voting process (including e-voting) in a fair and transparent manner.

The voting period commences on Friday, 27th June, 2014 at 10:00 a.m. and ends at 5:00 p.m. on 26th July, 2014. Duly completed Postal Ballot Form (including e-voting) should reach the Scrutinizer not later than 5:00 p.m. on 26th July, 2014. The e-voting module shall be disabled by CDSL for voting thereafter. Whereas all Postal Ballot Forms received after this date shall be treated as if no reply has been received from the Member.

The Scrutinizer will submit his report to the Board of Directors of the Company after completion of the scrutiny. Results of the Postal Ballot will be announced by the Chairman on Wednesday 30th July, 2014 at 2.00 p.m. at the Registered Office of the Company. The said results would be displayed on the notice board of the Company at its Registered Office; intimated to the Stock

Exchanges where the Company's shares are listed; published in the newspapers and displayed on the Company's website viz. www.bajajelectricals.com.

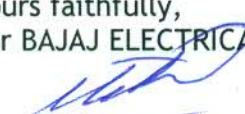
Members who have not received the postal ballot forms may obtain the duplicate of the same from the Company at its Registered Office or from the Registrar and Transfer Agent (RTA) M/s. Link Intime India Private Limited at C-13, Pannalal Silk Mills Compound, L B S Marg, Bhandup (West), Mumbai 400 078.

In case of any queries or issues regarding e-voting, members may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under "HELP" section or write an email to helpdesk.evoting@cdslindia.com. For any grievance connected with the voting by postal ballot or any query in relation to the resolutions proposed to be passed, members may contact the undersigned at the Registered Office of the Company or write an email to legal@bajajelectricals.com.

In compliance with Clause 31 of the Listing Agreement, we enclose herewith, six copies of the aforementioned postal ballot notice dated 29th May, 2014 along with proposed resolutions and Postal Ballot Form.

Thanking you,

Yours faithfully,
For BAJAJ ELECTRICALS LIMITED



MANGESH PATIL
VICE PRESIDENT -LEGAL & COMPANY SECRETARY

Encl.: as above

Cc: Link Intime India Pvt. Limited : for information
C-13, Pannalal Silk Mills Compound,
L.B.S.Marg, Bhandup (West), Mumbai 400 078.