

L-1/424/MGP

15 December 2015

To,
BSE 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 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 5 November 2015 is being dispatched/e-mailed to the Shareholders of the Company on Tuesday, 15 December 2015, seeking their consent for the approval of 'Bajaj Electricals Limited Employee Stock Option Plan 2015 (ESOP 2015)' through postal ballot (including remote e-voting), as per the provisions of Section 110 of the Companies Act, 2013 ("Act") read with the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreement (corresponding to Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015). The soft copies of the said Postal Ballot Notice and Postal Ballot Form are available on the Company's website www.bajajelectricals.com.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide remote 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 remote e-voting provided in the Postal Ballot Notice. E-Voting Sequence Number (EVSN) for the Postal Ballot is 151203001. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on 4 December 2015 ("Cut-off date"). A person who was not a Member as on the cut-off date for reckoning voting rights should treat this Notice for information purposes only.

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 remote e-voting) in a fair and transparent manner.

The voting period commences on Friday, 18 December 2015 at 09:30 a.m. and ends at 05:00 p.m. on Monday, 18 January 2016. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 05:00 p.m. on 18 January 2016. 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 or Vice President – Legal & Company Secretary of the Company on Thursday, 21 January 2016 at 03:00 p.m. at the

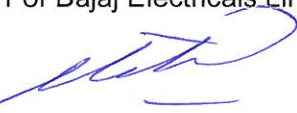
Registered Office of the Company. The said results would be displayed on the notice board of the Company at its Registered Office; intimated to the Stock Exchanges where the Company's shares are listed; published in the newspapers and displayed on the Company's website viz. www.bajajelectricals.com.

Members may obtain the duplicate copy of the Postal Ballot Form 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 relating to remote e-voting, Members/Beneficial Owners may refer the Frequently Asked Questions (FAQs) and E-voting User Manual available at the CDSL website: www.evotingindia.com or contact at the toll free number 1800-200-5533. In case of any grievances relating to E-voting, please contact Mr. Wency Furtado, Deputy Manager, CDSL at 17th Floor, PJ Towers, Dalal Street, Fort, Mumbai 400001; Email helpdesk.evoting@cdslindia.com; Tel No. 022-22723333/8588. For any query in relation to the resolution proposed to be passed, members may contact the undersigned at the Registered Office of the Company or write an email to legal@bajajelectricals.com.

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.