

July 20, 2016

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, 5 th 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
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Dear Sir,

Sub: Proceedings of 10th Annual General Meeting held on July 20, 2016

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations) please find enclosed proceedings of the 10th Annual General Meeting of Bajaj Corp Limited held on July 20, 2016.

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

Thanking you,

Yours faithfully,
For Bajaj Corp Limited


Hitesh Kanani
General Manager - Company Secretary

Encl: as above

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Gist of the proceedings of the Annual General Meeting of Bajaj Corp Limited held on July 20, 2016

The 10th Annual General Meeting (the "Meeting") of the Members of the Company was held on July 20, 2016 at 10:30 A.M. at Raghhu Mahal Hotels Private Limited, 93, M.B. College Road, Darshampura, Airport Road, Udaipur - 313 001, Rajasthan.

Since Mr. Kustagra Bajaj, Chairman, could not attend the Meeting, Mr. Gaurav Dalmia (Independent Director) was unanimously elected as Chairman and chaired the proceedings of the Meeting.

The Meeting was also attended by Mr. Sumit Malhotra (Managing Director), Mr. Dilip Cherian (Independent Director), Mr. V.C. Nagori (Chief Financial Officer), Mr. D.K. Maloo (V.P.-Finance), Mr. Hitesh Kanani (General Manager – Company Secretary), Representative of Statutory Auditors, M/s. R.S Dani & Company and Secretarial Auditor, M/s. Gupta Baul & Associates.

Mr. Gaurav Dalmia, the Chairman of the Meeting confirmed that the quorum was present and commenced the Meeting.

The Chairman thereafter introduced all those present on the Dias and informed about proxies/ representations received and Registers which were available for inspection.

Mr. Sumit Malhotra, Managing Director, gave an overview of the financial performance of the Company for the financial year ended March 31, 2016 and its future outlook. On invitation of Chairman of the Meeting, several members addressed the Meeting.

With the consent of the Members present, the Notice convening the Meeting, having been circulated to all the Members, was taken as read.

As there was no qualification, adverse remark or observation in the Independent Auditor's report, the same was not read.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013 and Rules made thereunder, Regulation 44 of the Listing Regulations and Secretarial Standard on General Meetings, the Company has provided remote e-voting facility to the Members of the Company in respect of resolutions to be passed at the Meeting. The remote e-voting commenced at 9:00 A.M. on July 16, 2016 and ended at 5:00 P.M. on July 19, 2016.

The Chairman informed the Members that the facility for voting through Polling Papers is made available during the Meeting for those Members who have not cast their vote through remote e-voting.

He further informed that the Company has engaged the services of Kavy Computershare Private Limited, as the agency for providing remote e-voting facility and have appointed Mr. Prasanjit Kumar Baul, (Membership no. A34347) from M/s Gupta Baul & Associates, Companies Secretaries in Practice, as the Scrutinizer for the purpose of scrutinizing Poll and remote e-voting process.

The Chairman thereafter put the following items on agenda for approval by polling paper and requested Mr. Prasanjit Kumar Baul, Scrutinizer, for an orderly conduct of the Polling Process.



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ORDINARY BUSINESS:

1. Adoption of Financial Statements and Reports of the Board of Directors and Auditors thereon, for financial year ended March 31, 2016. [Ordinary Resolution]
2. To confirm Interim Dividend of 1150% (Rs.11.50) per Equity Share declared on 14,75,00,000 Equity Shares of face value of Re. 1/- each already paid for the financial year ended March 31, 2016. [Ordinary Resolution]
3. To appoint a Director in place of Mr. Kushagra Nayan Bajaj (DIN 00017575), Director, who retires by rotation and being eligible, offers himself for re-appointment. [Ordinary Resolution]
4. Appointment of M/s. R.S. Dani & Company (Firm Registration Number 000243C) as the Statutory Auditors of the Company and to fix their remuneration. [Ordinary Resolution]

SPECIAL BUSINESS:

5. Re-appointment of Mr.Sumit Malhotra (DIN 02183825) as Managing Director of the Company & to fix his remuneration.(Special Resolution)
6. 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. (Special Resolution)

The Members were informed that the results of remote e-voting and poll conducted at the Annual General Meeting would be declared on or before July 22, 2016.

The Meeting concluded with a vote of thanks to the Chairman.

For Bajaj Corp Limited

Hitesh Kanani
General Manager - Company Secretary