

Shyamprasad D. Limaye

B.Com. LL.B. F.C.S

Company Secretary

Flat No.303, Parag-Wahini C.H.S Ltd,

126 Dahanukar Colony, Lane No. 4

Kothrud, Pune: 411038.

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Scrutiniser's Report

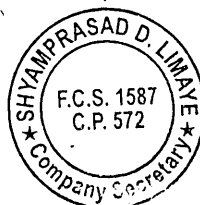
[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies, (Management and Administration) Rules, 2014, as amended]

To,
The Chairman/ Managing Director & CEO,
Bajaj Holdings & Investment Limited,
CIN: L65100PN1945PLC004656
Mumbai Pune Road
Akurdi, Pune 411035.

Dear Sir,

I, Shyamprasad D Limaye, a Company Secretary in practice, have been appointed by the Board of Directors of Bajaj Holdings & Investment Limited ("the Company") as a Scrutiniser for the purpose of scrutinising the e-voting and ascertaining the requisite majority on voting carried out as per the provisions of Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolution contained in the postal ballot notice dated 30th January, 2025 ("the resolution").

1. There were no postal ballot forms sent to the members in view of the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/ conducting postal ballot process through e-voting, vide General Circulars issued from time to time (the 'MCA Circulars').
2. The notice dated 30th January, 2025, seeking approval of members of the Company along with statement setting out material facts under Section 102(1) of the Companies Act, 2013 was sent to the members in respect of the resolution to be passed, through postal ballot via remote electronic voting ('e-voting'). The Company had provided remote e-voting facility to the members to vote on the resolutions through the electronic voting platform provided by KFin Technologies Limited ("KFin").
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through postal ballot/remote e-voting on the resolution for approval of the members of the Company. My responsibility as a Scrutinizer for the postal ballot via remote electronic voting ('e-voting') is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolution and "abstained" votes, based on the reports generated from the e-voting platform provided by KFin.
4. Further to the above, I submit my report as under:-
 - i. The Company completed dispatch of postal ballot notice, electronically on Tuesday 18th February, 2025, to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 14 February 2025, (End of Day) through their registered email ID. The Company had also made arrangements for those shareholders who had not registered their email address to get the same registered.



The remote e-voting period remained open from Wednesday, 19 February 2025 at 9.00 a.m. (IST) to Thursday, 20th March 2025 at 5.00 p.m. (IST).

- ii. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday, 14 February 2025, (End of Day) were entitled to vote on the resolution as set out in the Postal Ballot Notice of the Company.
- iii. The remote e-voting facility was blocked on Thursday, 20th March 2025 immediately after the completion of voting hours.
5. Thereafter considering votes through remote e-voting the result of the voting is given below. The details containing, *inter alia*, votes cast in "favor" or "against" on the resolution that was put to vote, and number of votes abstained from voting, were generated from the e-voting website of KFin -i.e. <https://evoting.kfintech.com> and my report is based on such reports generated.

Resolution No. 1 Special Resolution for Re-appointment of Pradip Panalal Shah (DIN: 00066242) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 23 March 2025

Sr No	Particulars of Voting	Voted through e-voting (no. of shareholders) *	Voted through e-voting (No. of shares)	% of Net Votes
1	Total Votes received **	869	85878010	100.0000
2	Votes with Assent	542	78368175	95.0168
3	Votes with Dissent	329	4110087	4.9832
4	Abstain Votes	5	3399748	N. A.

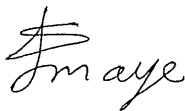
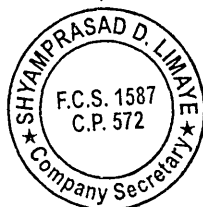
*Total Votes are net off Less Voted shares.

**The mismatch of total number of shareholders is due to voting by some shareholders in both manner, assent and dissent.

*** Net Votes is total of votes in assent and votes in dissent

Thanking You,

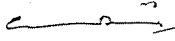
Yours faithfully,

Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
Place: Pune
Date: 21/03/2025
UDIN: F001587F004132692

Based on the Scrutinizer's Report dated 21/03/2025, I hereby declare that the Resolution as per the Notice dated 30th January, 2025, has been passed with the requisite majority by the Members on 20 March 2025.

For Bajaj Holdings & Investment Limited



Name: Shekhar Bajaj
Designation: Chairman
Date: 21 March 2025

BAJAJ HOLDINGS & INVESTMENT LIMITED

www.bhil.in

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Tel: +91 20 7157 6066 | Fax: +91 20 7157 6364 | email: investors@bhil.in

Registered Office: Mumbai-Pune Road, Akurdi, Pune- 411 035, Maharashtra, India

Corporate ID No.: L651C0PN1945PLC004656