

August 14, 2015

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, 5th 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 9th Annual General Meeting held on July 20, 2015

Pursuant to Clause 31 of the Listing Agreement, please find attached proceedings of 9th Annual General Meeting of the Company held on July 20, 2015.

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

Thanking you,

Yours faithfully,

For Bajaj Corp Limited



Sujoy Sircar
Company Secretary

Encl: as above

Gist of the proceedings of the Annual General Meeting of Bajaj Corp Limited held on July 20, 2015

The 9th Annual General Meeting (the "Meeting") of the Members of the Company was held on July 20, 2015 at 11:30 A.M. at Raghu Mahal Hotels Private Limited, 93, M.B. College Road, Darshanpura, Airport Road, Udaipur - 313 001, Rajasthan.

Since Mr. Kushagra Bajaj, Chairman, could not attend the meeting, Mr. Dilip Cherian, Director was unanimously elected as Chairman and chaired the proceedings of the meeting.

Total 39 Members (including proxies) attended the meeting as per the records of attendance.

Mr. Sumit Malhotra, Managing Director gave an overview of the financial performance of the Company for the financial year ended March 31, 2015 and its future outlook. On invitation of Chairman of the meeting, several members addressed the meeting, gave their suggestions and sought clarifications on the Company's accounts and business.

The Chairman informed the Members that pursuant to the provisions of the Companies Act, 2013, Rules framed thereunder and the Listing Agreement, the Company had extended remote 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, 2015 and ended at 5:00 P.M. on July 19, 2015.

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

He further informed that the Company has engaged the services of Karvy Computershare Private Limited ("Karvy") as the agency for providing e-voting facility and have appointed Mr. Hitesh J. Gupta, Partner of Gupta Baul & Associates, Company Secretaries in Practice, as the Scrutinizer for the purpose of scrutinizing Poll and remote e-voting process.

Thereafter, all the 6 resolutions required to be passed were proposed and seconded. Thereafter, the Chairman ordered a Poll to be taken at the meeting and requested Mr. Hitesh J. Gupta, Scrutinizer for an orderly conduct of the voting.

The Chairman announced that the e-voting results along with the consolidated Scrutinizer's report shall be placed on Company's website and the website of Karvy.



bajaj corp limited

The resolutions passed by the Members with requisite majority related to the following:

ORDINARY BUSINESS:

1. Adoption of (a) Audited Financial Statements of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon; and (b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2015 and the report of the Auditors thereon (**Ordinary Resolution**).
2. To confirm the Interim Dividend of ₹ 11.50 per equity share declared on 14,75,00,000 equity shares of face value of ₹ 1/- each already paid for the financial year ended March 31, 2015 (**Ordinary Resolution**).
3. Appointment of Mr. Sumit Malhotra, Director retiring by rotation (**Ordinary Resolution**).
4. Appointment of R. S. Dani & Co., Chartered Accountants, as Auditors and fixing their Remuneration (**Ordinary Resolution**).

SPECIAL BUSINESS:

5. Appointment of Mrs. Vasavadatta Bajaj, Director retiring by rotation (**Ordinary 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 consolidated scrutinizer's report was uploaded on Company's website and Karvy. Further, pursuant to Clause 35A of the Listing Agreement with the Stock Exchanges, the results in the format prescribed were notified to the Stock Exchanges.

For Bajaj Corp Limited


Sujoy Sircar
Company Secretary

