BAJAJ
Distinctly Ahead

Bajaj Auto Limited
Akurdi Pune 411 035 India

Tel +91 20 27472851
Fax +91 20 27407396
www.bajajauto.com

18 July 2014

Listing Department,
National Stock Exchange of India,
Exchange Plaza, 5th Floor,
Plot No. C/1,'G' Block,
Bandra Kurla Complex,
Bandra(E), MUMBAI-400 051

**Stock Code: BAJAJ-AUTO**

Dear Sirs,

**Sub**: Announcement-Outcome of 7th Annual General Meeting (AGM) held on 17 July 2014

**Ref**: Submission of Voting Results pursuant to Clause 35A of the Listing Agreement.

We wish to inform you that 7th AGM of the company was held on Thursday, 17 July 2014 at 12.15 p.m. at the registered office of the Company at Mumbai-Pune Road, Akurdi, Pune.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder and Clause 35B of the Listing Agreement, the Company had provided facility for e-voting to the shareholders as on 30 May 2014 (being the cut-off date for the purpose of e-voting), along with physical ballot form (Assent/Dissent Form) to cast their votes on the items of business stated in the AGM notice. The e-voting system was open from Friday, 11 July 2014 (9.00 am) to Sunday 13 July 2014 (6.00 pm).

The Chairman at the said meeting held on 17 July 2014 declared the results of e-voting. As per the said Rules, on account of receipt of sufficient votes, the resolutions are deemed to be passed on the date of the AGM, i.e. on 17 July 2014.

A disclosure of voting results of the meeting in terms of clause 35A of the Listing Agreement and the businesses considered and approved by the shareholders with an overwhelming majority is enclosed, together with the Scrutinzer's report on e-voting.

Kindly acknowledge and take the same on record.

Thanking you,

Yours faithfully,
for Bajaj Auto Limited

J Sridhar
Company Secretary

Encl: as above

NAME: **BAJAJ AUTO LIMITED**

| SLNO | DESCRIPTION | | | |
|---|---|---|---|---|
| A | DATE OF AGM | | **17-07-2014** | |
| B | BOOK CLOSURE DATE | | **05-07-2014** TO **17-07-2014** ( BOTH DAYS INCLUSIVE ) | |
| C | TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE (i.e. 04/07/2014 – RECORD DATE FOR DIVIDEND PURPOSE) | | **71175** | |
| | TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE (i.e. 30/05/2014 – CUT OFF DATE FOR E-VOTING PURPOSE) | | **74578** | |
| D | NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY | | **277** | |
| | SHAREHOLDERS | PRESENT IN PERSON | PRESENT THROUGH PROXY | TOTAL |
| | PROMOTER AND PROMOTER GROUP () | **10** | **50** | **60** |
| | PUBLIC | **124** | **93** | **217** |
| | TOTAL | **134** | **143** | **277** |
| E | No. of shareholders attended the meeting through Video conferencing NIL.<br>No video conferencing facility was made available. | | | |

BAJAJ AUTO LTD. * AKURDI, PUNE-411035

## Agenda-wise

**The Mode of voting for all resolutions was E-voting (which included Physical Ballot forms sent in advance).**

**Resolution 1 :** Adoption of (a) Audited Financial Statement of the Company for the financial year ended March 31,2014, the reports of the Board of Directors and Auditors thereon.(Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,95,16,979 | - | 99.86 | 0 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,30,03,029 | - | 100.00 | 0 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,72,52,990 | - | 99.97 | 0 |

**Resolution 2** : Declaration of Dividend on Equity Shares (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,95,62,661 | - | 99.95 | 0 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,30,03,029 | - | 100.00 | 0 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,72,98,672 | - | 99.99 | 0 |

**Resolution 3 :** Appointment of Madhur Bajaj , Director retiring by rotation (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,26,83,342 | 68,79,319 | 86.08 | 13.87 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,30,03,018 | 11 | 100.00 | 0.00 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,04,19,342 | 68,79,330 | 96.82 | 3.17 |

**Resolution 4 :** Appointment of Sanjiv Bajaj ,Director retiring by rotation (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,52,18,420 | 43,44,241 | 91.19 | 8.76 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,30,03,018 | 11 | 100.00 | 0.00 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,29,54,420 | 43,44,252 | 97.99 | 2.00 |

BAJAJ AUTO LTD. * AKURDI, PUNE-411035 *

**Resolution 5 :** Appointment of Auditors and fixing their Remuneration (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,88,49,476 | 7,13,185 | 98.52 | 1.44 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,565 | 1,12,464 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,64,73,023 | 8,25,649 | 99.61 | 0.38 |

**Resolution 6 :** Appointment of Kantikumar R Podar as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 3,09,81,620 | 1,85,81,041 | 62.48 | 37.47 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 19,86,05,163 | 1,86,93,509 | 91.39 | 8.60 |

**Resolution 7 :** Appointment of D J Balajirao as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,24,31,818 | 71,30,843 | 85.57 | 14.38 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,00,55,361 | 72,43,311 | 96.66 | 3.33 |

**Resolution 8 :** Appointment of D S Mehta as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 3,07,88,011 | 1,87,74,650 | 62.09 | 37.86 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 19,84,11,554 | 1,88,87,118 | 91.30 | 8.69 |

**Resolution 9** : Appointment of J N Godrej as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,94,19,321 | 1,43,340 | 99.66 | 0.29 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,70,42,864 | 2,55,808 | 99.87 | 0.12 |

**Resolution 10** : Appointment of S H Khan as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,94,19,321 | 1,43,340 | 99.66 | 0.29 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,70,42,864 | 2,55,808 | 99.87 | 0.12 |

**Resolution 11** : Appointment of Suman Kirloskar as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]* | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,95,61,717 | 944 | 99.95 | 0.00 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,71,85,260 | 1,13,412 | 99.94 | 0.05 |

**Resolution 12:** Appointment of Naresh Chandra as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,26,76,059 | 68,86,602 | 86.07 | 13.89 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,02,99,602 | 69,99,070 | 96.77 | 3.22 |

**Resolution 13 :** Appointment of Nanoo Pamnani as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,94,19,321 | 1,43,340 | 99.66 | 0.29 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,70,42,864 | 2,55,808 | 99.87 | 0.12 |

**Resolution 14 :** Appointment of P Murari as an Independent director (Ordinary Resolution)

| Promoter/Public | No. of shares held (as on the cut off date, i.e. 30 May 2014) (1) | No. of Votes Cast (2) | % of Votes Cast on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes –in Favour (4) | No. of Votes – against (5) | % of Votes in Favour on votes Cast (6)=[(4)/(2)]*100 | % of Votes against on votes Cast (7)=[(5)/(2)]*100 |
|---|---|---|---|---|---|---|---|
| Promoter and Promoter Group | 14,47,33,132 | 14,47,32,982 | 100.00 | 14,47,32,982 | - | 100.00 | 0.00 |
| Public – Institutional holders | 6,96,04,313 | 4,95,85,759 | 71.24 | 4,24,38,754 | 71,23,907 | 85.59 | 14.37 |
| Public-Others | 7,50,29,575 | 2,30,03,029 | 30.66 | 2,28,90,561 | 1,12,468 | 99.51 | 0.49 |
| Total | 28,93,67,020 | 21,73,21,770 | 75.10 | 21,00,62,297 | 72,36,375 | 96.66 | 3.33 |

for Bajaj Auto Limited

J Sridhar
Company Secretary

**Shyamprasad D. Limaye**
B.Com. LL.B., F.C.S
**Company Secretary**

32, Navketan Society,
Kothrud, Pune: 411 038.
Tel.: (O) 25 43 03 88 (R) 25230773
E- mail: shyamprasad.limaye@gmail.com

# Scrutinizer's Report
## [Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies, (Management and Administration) Rules, 2014]

To
The Chairman,
Bajaj Auto Limited,
Bajaj Auto Limited Complex, 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 Auto Limited (The Company) as a scrutinizer for the purpose of Scrutinizing the e-voting process along with Ballot forms, and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 7th Annual General Meeting (AGM) of the members of the Company, to be held on 17 July, 2014 at Registered office Mumbai-Pune Road, Akurdi, Pune-411035

The notice dated 15th May, 2014 convening the 7th Annual General Meeting (AGM) of the company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company to be held on 17th July, 2014

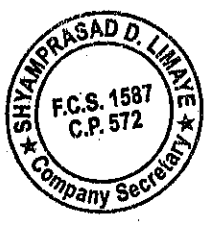
The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 7th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions and "invalid" votes, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited, the authorized agency to provide e-voting facilities, engaged by the Company and Ballot forms received.

Further to the above, I submit my report as under:-

i. The e-voting period remained open from Friday 11th July, 2014 (9:00 A.M) to Sunday13th July, 2014( 6:00 P.M)

ii. The members of the Company as on the "cut-off' date i.e. Friday 30th May, 2014 were entitled to vote on the resolutions as set out in the notice of the 7th Annual General Meeting (AGM) of the Company

iii. The votes cast were unblocked on Monday 14th July, 2014 in the presence of 2 witnesses, Mr. Shubhankar S. Limaye and Mr. Chaitanya V. Pol who are not in the employment of the Company.



iv. Thereafter, the details containing *inter alia,* list of Equity Share Holders, who voted "for", "against" and "invalid" on each of the resolutions that were put to vote, were generated from the e-voting website of Karvy Computershare Private Limited ("Karvy") i.e. https://evoting.karvy.com/ and based on such reports generated, and combined with Ballot forms received, the result of the e-voting and Ballot forms is annexed

Thanking You,
Yours faithfully,

Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
Place: PUNE
Date: 15/07/2014

SHYAMPRASAD D. LIMAYE ★ Company Secretary ★ F.C.S. 1587 C.P. 572

**Bajaj Auto Limited**

**Annexure to the Scrutinizer's Report**

| Resolution | Resolution Description | Mode | Ballots Received | Total Votes | Favour | | | Against | | | Invalid/ Abstain | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Ballots | Votes | % to Total Valid Votes | Ballots | Votes | % to Total Valid Votes | Ballots | Votes |
| 1 | Adoption of Financial statements for the year ended 31 March 2014 and the Directors' and Auditors' Reports thereon | Electronic | 386 | 20,53,37,975 | 385 | 20,52,91,983 | 100.00% | - | - | 0.00% | 1 | 869 |
| | | Physical | 62 | 1,19,83,795 | 62 | 1,19,61,007 | 100.00% | - | - | 0.00% | - | - |
| | | Total | 448 | 21,73,21,770 | 447 | 21,72,52,990 | 100.00% | - | - | 0.00% | 1 | 869 |
| 2 | To declare dividend. | Electronic | 386 | 20,53,37,975 | 386 | 20,53,37,665 | 100.00% | - | - | 0.00% | - | - |
| | | Physical | 62 | 1,19,83,795 | 62 | 1,19,61,007 | 100.00% | - | - | 0.00% | - | - |
| | | Total | 448 | 21,73,21,770 | 448 | 21,72,98,672 | 100.00% | - | - | 0.00% | - | - |
| 3 | Re-appointment of Madhur Bajaj, who retires by rotation. | Electronic | 386 | 20,53,37,975 | 374 | 19,91,70,576 | 97.00% | 12 | 61,67,089 | 3.00% | - | - |
| | | Physical | 62 | 1,19,83,795 | 59 | 1,12,48,766 | 94.05% | 3 | 7,12,241 | 5.95% | - | - |
| | | Total | 448 | 21,73,21,770 | 433 | 21,04,19,342 | 96.83% | 15 | 68,79,330 | 3.17% | - | - |
| 4 | Re-appointment of Sanjiv Bajaj, who retires by rotation | Electronic | 386 | 20,53,37,975 | 379 | 20,17,05,654 | 98.23% | 7 | 36,32,011 | 1.77% | - | - |
| | | Physical | 62 | 1,19,83,795 | 59 | 1,12,48,766 | 94.05% | 3 | 7,12,241 | 5.95% | - | - |
| | | Total | 448 | 21,73,21,770 | 438 | 21,29,54,420 | 98.00% | 10 | 43,44,252 | 2.00% | - | - |
| 5 | Appointment of M/S Dalal & Shah, Chartered Accountants, as Auditors and fixing their remuneration. | Electronic | 386 | 20,53,37,975 | 383 | 20,52,24,257 | 99.94% | 3 | 1,13,408 | 0.06% | - | - |
| | | Physical | 62 | 1,19,83,795 | 59 | 1,12,48,766 | 94.05% | 3 | 7,12,241 | 5.95% | - | - |
| | | Total | 448 | 21,73,21,770 | 442 | 21,64,73,023 | 99.62% | 6 | 8,25,649 | 0.38% | - | - |
| 6 | Appointment of Kantikumar R Podar as an Independent Director. | Electronic | 386 | 20,53,37,975 | 224 | 19,07,99,948 | 92.92% | 164 | 1,45,37,717 | 7.08% | - | - |
| | | Physical | 62 | 1,19,83,795 | 23 | 78,05,215 | 65.26% | 39 | 41,55,792 | 34.74% | - | - |
| | | Total | 448 | 21,73,21,770 | 247 | 19,86,05,163 | 91.40% | 203 | 1,86,93,509 | 8.60% | - | - |
| 7 | Appointment of D J Balaji Rao as an Independent Director. | Electronic | 386 | 20,53,37,975 | 364 | 19,89,90,290 | 96.91% | 22 | 63,47,375 | 3.09% | - | - |
| | | Physical | 62 | 1,19,83,795 | 56 | 1,10,65,071 | 92.51% | 6 | 8,95,936 | 7.49% | - | - |
| | | Total | 448 | 21,73,21,770 | 420 | 21,00,55,361 | 96.67% | 28 | 72,43,311 | 3.33% | - | - |
| 8 | Appointment of D S Mehta as an Independent Director. | Electronic | 386 | 20,53,37,975 | 381 | 20,50,81,857 | 99.88% | 5 | 2,55,808 | 0.12% | - | - |
| | | Physical | 62 | 1,19,83,795 | 62 | 1,19,61,007 | 100.00% | - | - | 0.00% | - | - |
| | | Total | 448 | 21,73,21,770 | 443 | 21,70,42,864 | 99.88% | 5 | 2,55,808 | 0.12% | - | - |
| 9 | Appointment of J N Godrej as an Independent Director. | Electronic | 386 | 20,53,37,975 | 220 | 19,06,06,748 | 92.83% | 168 | 1,47,30,917 | 7.17% | - | - |
| | | Physical | 62 | 1,19,83,795 | 22 | 78,04,806 | 65.25% | 40 | 41,56,201 | 34.75% | - | - |
| | | Total | 448 | 21,73,21,770 | 242 | 19,84,11,554 | 91.31% | 208 | 1,88,87,118 | 8.69% | - | - |

Limaye

SHYAMPRASAD D. LIMAYE ★ Company Secretary ★ F.C.S. 1587 C.P. 572

**Bajaj Auto Limited**

**Annexure to the Scrutinizer's Report**

| Resolution | Resolution Description | Mode | Ballots Received | Total Votes | Favour | | | Against | | | Invalid/ Abstain | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | | Ballots | Votes | % to Total Valid Votes | Ballots | Votes | % to Total Valid Votes | Ballots | Votes |
| 10 | Appointment of S H Khan as an Independent Director. | Electronic | 386 | 20,53,37,975 | 381 | 20,50,81,857 | 99.88% | 5 | 2,55,808 | 0.12% | - | - |
| | | Physical | 62 | 1,19,83,795 | 62 | 1,19,61,007 | 100.00% | - | - | 0.00% | - | - |
| | | Total | 448 | 21,73,21,770 | 443 | 21,70,42,864 | 99.88% | 5 | 2,55,808 | 0.12% | - | - |
| 11 | Appointment of Suman Kirloskar as an Independent Director. | Electronic | 386 | 20,53,37,975 | 382 | 20,52,24,253 | 99.94% | 4 | 1,13,412 | 0.06% | - | - |
| | | Physical | 62 | 1,19,83,795 | 62 | 1,19,61,007 | 100.00% | - | - | 0.00% | - | - |
| | | Total | 448 | 21,73,21,770 | 444 | 21,71,85,260 | 99.95% | 4 | 1,13,412 | 0.05% | - | - |
| 12 | Appointment of Naresh Chandra as an Independent Director. | Electronic | 386 | 20,53,37,975 | 372 | 19,92,34,531 | 97.03% | 14 | 61,03,134 | 2.97% | - | - |
| | | Physical | 62 | 1,19,83,795 | 56 | 1,10,65,071 | 92.51% | 6 | 8,95,936 | 7.49% | - | - |
| | | Total | 448 | 21,73,21,770 | 428 | 21,02,99,602 | 96.78% | 20 | 69,99,070 | 3.22% | - | - |
| 13 | Appointment of Nanoo Pamnani as an Independent Director. | Electronic | 386 | 20,53,37,975 | 381 | 20,50,81,857 | 99.88% | 5 | 2,55,808 | 0.12% | - | - |
| | | Physical | 62 | 1,19,83,795 | 62 | 1,19,61,007 | 100.00% | - | - | 0.00% | - | - |
| | | Total | 448 | 21,73,21,770 | 443 | 21,70,42,864 | 99.88% | 5 | 2,55,808 | 0.12% | - | - |
| 14 | Appointment of P Murari as an Independent Director. | Electronic | 386 | 20,53,37,975 | 365 | 19,89,97,226 | 96.91% | 21 | 63,40,439 | 3.09% | - | - |
| | | Physical | 62 | 1,19,83,795 | 56 | 1,10,65,071 | 92.51% | 6 | 8,95,936 | 7.49% | - | - |
| | | Total | 448 | 21,73,21,770 | 421 | 21,00,62,297 | 96.67% | 27 | 72,36,375 | 3.33% | - | - |

SHYAMPRASAD D. LIMAYE
F.C.S. 1587
C.P. 572
Company Secretary