SEC/POSTALBALLOT/2014/149

13 March 2014

NATIONAL STOCK EXCHANGE OF INDIA LTD.
EXCHANGE PLAZA, BANDRA – KURLA COMPLEX,
BANDRA (EAST),
MUMBAI – 400 051

Dear Sirs,

Ref : **BAJFINANCE – EQ**
Sub : **Result of Postal Ballot**

This has reference to our letter No.SEC/POSTALBALLOT/2014/82 dated 01 February 2014.

The postal ballot was conducted by the Company pursuant to Section 192A of the Companies Act, 1956 for obtaining the consent of members to the following resolutions:

1. **Special Resolution** under section 180(1)(c) of the Companies Act, 2013, for increase in the borrowing powers of the Board of Directors upto ₹ 30,000 crore.

2. **Special Resolution** under section 180(1)(a) of the Companies Act, 2013, for creation of mortgages, charges, liens, hypothecation and/or other securities on the properties of the Company, upto a maximum amount of ₹ 30,000 crore.

We wish to inform you that Shri Shyamprasad D. Limaye, scrutinizer appointed for conducting the postal ballot process submitted his report dated 10 March 2014 to the Chairman of the Company and the results of the postal ballot were announced by the Chairman on 13 March 2014, at the Company's registered office.

As per the scrutinizer's report, both the resolutions have been passed by the members with the requisite majority.

We are enclosing herewith statement containing details of voting results in the prescribed format pursuant to Clause 35A of the Listing Agreement.

Kindly acknowledge receipt of the letter.

Thanking you,

Yours faithfully,
For BAJAJ FINANCE LIMITED

ANANT DAMLE
COMPANY SECRETARY

BAJAJ FINANCE LTD.

Encl.: as above

Corporate Office: 4th Floor, Bajaj Finserv Corporate Office,
Off Pune-Ahmednagar Road, Viman Nagar,
Pune - 411 014, Maharashtra, INDIA

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

Tel: +91 20 30405060
Fax: +91 20 30405020

www.bajajfinservlending.in

Details of Voting Results

Date of the EGM: 13 March 2014

Total number of shareholders on record date: 18688

No. of Shareholders present in the meeting either in person or through proxy:

- **Not Applicable (since resolutions are passed by postal ballot)**

No. of Shareholders attended the meeting through Video Conferencing:

- **Not Applicable (since resolutions are passed by postal ballot)**

Detail of the Agenda

A) **Subject Matter:** Special resolution under section 180(1)(c) of the Companies Act, 2013, for increase in the borrowing powers of the Board of Directors upto ₹ 30,000 crore.

Resolution required: Special

Mode of voting: Postal ballot/E-voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100	3,08,95,057	Nil	100	Nil
Public – Institutional holders	94,37,656	57,92,454	61.38	41,04,109	16,88,345	70.85	29.15
Public-Others	98,09,621	20,12,197	20.51	20,06,316	5,158	99.71	0.26
Total	5,01,42,334	3,86,99,708	77.18	3,70,05,482	16,93,503	95.62	4.38

B) **Subject Matter:** Special resolution under section 180(1)(a) of the Companies Act, 2013, for creation of mortgages, charges, liens, hypothecation and/or other securities on the properties of the Company upto a maximum amount of ₹ 30,000 crore.

Resolution required: Special

Mode of voting: Postal ballot/E-voting

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	3,08,95,057	3,08,95,057	100	3,08,95,057	Nil	100	Nil
Public – Institutional holders	94,37,656	57,92,454	61.38	41,04,109	16,88,345	70.85	29.15
Public-Others	98,09,621	20,12,197	20.51	19,98,725	5,263	99.33	0.26
Total	5,01,42,334	3,86,99,708	77.18	3,69,97,891	16,93,608	95.60	4.38

BAJAJ FINANCE LTD.