

BAJAJ FINANCE LIMITED

21 April 2021

THE MANAGER, BSE LIMITED DCS - CRD PHIROZE JEEJEEBHOY TOWERS DALAL STREET, MUMBAI - 400 001	THE MANAGER, LISTING DEPARTMENT NATIONAL STOCK EXCHANGE OF INDIA LTD. EXCHANGE PLAZA, C-1. BLOCK G, BANDRA - KURLA COMPLEX, BANDRA (EAST) MUMBAI - 400 051
SCRIP CODE: 500034	SCRIP CODE: BAJFINANCE – EQ

Dear Sir/Madam,

Sub: Result of Postal Ballot and submission of voting result under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”)

Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, we hereby submit the results of the e-voting pursuant to the Postal Ballot, for the special resolutions as specified in the Postal Ballot Notice dated 15 March 2021.

The e-voting for Postal Ballot commenced on 21 March 2021 at 9.00 a.m. (IST) and concluded on 19 April 2021 at 5.00 p.m. (IST).

The said resolutions were passed with the requisite majority. The resolutions are deemed as passed on the last date of the e-voting, i.e. 19 April 2021.

The Report of the Scrutiniser viz., Shri Shyamprasad D Limaye, Practising Company Secretary, is enclosed herewith.

Thanking you,
Yours faithfully,
For **BAJAJ FINANCE LIMITED**

R. VIJAY
COMPANY SECRETARY
Email ID: investor.service@bajajfinserv.in

Encl.: As above

Voting results for Postal Ballot	
Record date	12 March 2021
Total number of shareholders on record date	4,74,849
No. of shareholders present in the meeting either in person or through proxy- Not Applicable	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing- Not Applicable	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2

Resolution (1)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Modification to Employee Stock Option Scheme, 2009				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	338169045	338169045	100.0000	338169045	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		338169045	338169045	100.0000	338169045	0	100.0000
Public-Institutions	E-Voting	199623609	164418926	82.3645	149651999	14766927	91.0187	8.9813
	Poll							
	Postal Ballot (if applicable)							
	Total		199623609	164418926	82.3645	149651999	14766927	91.0187
Public- Non Institutions	E-Voting	64794685	2238211	3.4543	2227627	10584	99.5271	0.4729
	Poll							
	Postal Ballot (if applicable)							
	Total		64794685	2238211	3.4543	2227627	10584	99.5271
Total		602587339	504826182	83.7764	490048671	14777511	97.0728	2.9272

Resolution (2)

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Grant of options to employees of holding and/or subsidiary company(ies), under the amended Employee Stock Option Scheme, 2009				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	338169045	338169045	100.0000	338169045	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		338169045	338169045	100.0000	338169045	0	100.0000
Public-Institutions	E-Voting	199703776	164418926	82.3314	149568178	14850748	90.9677	9.0323
	Poll							
	Postal Ballot (if applicable)							
	Total		199703776	164418926	82.3314	149568178	14850748	90.9677
Public- Non Institutions	E-Voting	64794685	2238195	3.4543	2227523	10672	99.5232	0.4768
	Poll							
	Postal Ballot (if applicable)							
	Total		64794685	2238195	3.4543	2227523	10672	99.5232
Total		602667506	504826166	83.7653	489964746	14861420	97.0561	2.9439

Shyamprasad D. Limaye

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

Company Secretary

Tel.: (O) 25389985 (R) 25230773

Flat No.303, Parag-Wahini C.H.S Ltd,
126 Dahanukar Colony, Lane No. 4
Kothrud, Pune: 411038.

email:shyamprasad.limaye@gmail.com

Scrutiniser's Report

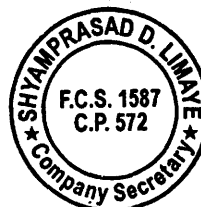
[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies, (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Bajaj Finance Limited,
CIN: L65910MH1987PLC042961,
Akurdi, Pune 411035.

Dear Sir,

I, Shyamprasad D Limaye, a Company Secretary in practice, have been appointed by the Board of Directors of Bajaj Finance Limited, CIN: L65910MH1987PLC042961 ("the Company") as a Scrutiniser for the purpose of scrutinising the postal ballot through remote 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, and notification issued relating thereto from time to time on the resolutions contained in the postal ballot notice dated 15th March, 2021 ("the resolutions").

1. A hard copy of the Postal Ballot Notice alongwith postal ballot forms and pre-paid business reply envelope was not be sent to the Member in view of the guidelines issued by the Ministry of Corporate Affairs ("MCA") for holding general meetings/ conducting postal ballot process through e-voting, vide General Circular No. 14/ 2020 dated April 8, 2020, General Circular No. 17/ 2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, and General Circular 39/2020 dated 31 December 2020 in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars")
2. The notice dated 15th March, 2021 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, whose email Ids were registered with the Company as on cut off date, in respect of the resolutions to be passed, through e-voting. The Company had provided remote e-voting facility to the members to vote on the resolution through the electronic voting platform provided by KFin Technologies Private 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 resolutions for approval of the members of the Company. My responsibility as a Scrutiniser for remote e-voting is restricted to make a Scrutiniser's report of the votes cast in "favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the e-voting made and the reports generated from the e-voting platform provided by KFin.
4. Further to the above, I submit my report as under:-



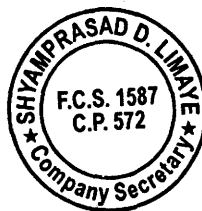
- i. The Company has completed on Friday, 20th March, 2021:
- a) dispatch of postal ballot (e-voting) notice to its members whose names appeared in the register of members/list of beneficial holders as on cutoff date, Friday 12th March 2021(End of Day) through e-mails to the members who have registered their email IDs. The Company had also made arrangements for those shareholders who had not registered their email address to get the same registered
 - b) The remote e-voting period remained open from Sunday, 21st March 2021(9:00 A.M.) to Monday, 19th April 2021(5:00 P.M).
- ii. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday 12 March 2021(End of Day) were entitled to vote on the resolutions as set out in the postal ballot notice of the Company.
- iii. The remote e-voting facility was blocked on Monday, 19th April 2021 immediately after the completion of voting hours
- iv. The details containing, *inter alia*, votes cast in "favour "or "against" on the resolutions that were put to vote, number of votes abstained from voting, were generated from the e-voting website of KFin viz., <https://evoting.kfintech.com> and my report is based on such reports generated. Considering the reports so generated, results of the e-voting is given below.

Special Resolution - 1. Modification to the Employee Stock Option Scheme, 2009:

Sr No	Particulars of Voting	Voted through e-voting (no. of shareholders)	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received	*1,630	** 50,64,38,758	100.00%
2	Votes with Assent	1,414	49,00,48,671	96.76%
3	Votes with Dissent	188	1,47,77,511	2.92%
4	Abstain Votes	35	16,12,576	0.32%

*The mismatch of total No. of shareholders is due to voting by some shareholder in both manner assent and dissent.

**Total No of shares are net of Less voted shares.



Special Resolution - 2. Grant of options to employees of holding and/or subsidiary company(ies), under the amended Employee Stock Option Scheme, 2009:

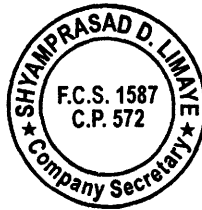
Sr No	Particulars of Voting	Voted through e-voting (no. of shareholders)	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received	*1,630	**50,64,38,758	100.00%
2	Votes with Assent	1,414	48,99,64,746	96.75%
3	Votes with Dissent	183	1,48,61,420	2.93%
4	Abstain Votes	38	16,12,592	0.32%

* The mismatch of total No. of shareholders is due to voting by some shareholder in both manner assent and dissent.

**Total No of shares are net of Less voted shares.

Thanking You,

Yours faithfully,

Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
UDIN : F001587C000134258

Place: Pune
Date:20/04/2021

Sd/-
Sanjiv Bajaj
Chairman
Date: 21/04/2021