

16 March 2020

<p>Corporate Relations Department <b>BSE Limited</b> 1<sup>st</sup> Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street, Mumbai 400 001 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a></p> <p><b>BSE Code: 532978</b></p>	<p>Corporate Listing Department <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, 5<sup>th</sup> Floor Plot No.C-1, G Block Bandra-Kurla Complex Bandra (East), Mumbai 400 051 Email: <a href="mailto:cmlist@nse.co.in">cmlist@nse.co.in</a></p> <p><b>NSE Code: BAJAJFINSV</b></p>
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**Subject: Result of Postal Ballot and submission of voting results under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015")**

Dear Sir/Madam,

This is further to our letter dated 13 February 2020 forwarding a copy of our Postal Ballot Notice dated 29 January 2020 and notice published in the newspapers on 14 February 2020.

We wish to inform you that Shri Shyamprasad D Limaye, Practising Company Secretary, Scrutiniser appointed for conducting the postal ballot process, has submitted his report to Shri Sanjiv Bajaj, MD & CEO of the Company and the result of the postal ballot has been announced by him today, i.e. on 16 March 2020. The Scrutiniser's report is placed on the Company's website and on the website of Registrar and Transfer Agent viz., KFin Technologies Private Limited.

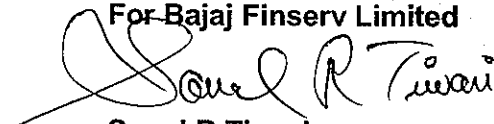
As per the Scrutiniser's report, two resolutions have been passed by the members with the overwhelming majority.

We enclose herewith a copy of the Scrutiniser's report and a statement containing details of voting results in the prescribed format pursuant to Regulation 44 of the SEBI Listing Regulations, 2015.

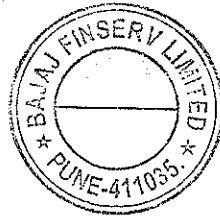
Kindly acknowledge and take the same on record.

Thanking you,  
Yours faithfully,

**For Bajaj Finserv Limited**



**Sonal R Tiwari**  
**Company Secretary**  
Encl: as above.



**Bajaj Finserv Limited**

Corporate Office: 6th 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 30405700  
Fax: +91 20 30405792

[www.bajajfinserv.in](http://www.bajajfinserv.in)  
Corporate ID No. **IN017PLC130075**

**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.

Tel.: (O) 25389985 (R) 25230773

email:shyamprasad.limaye@gmail.com

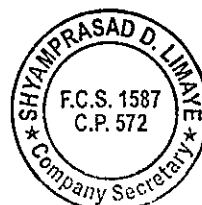
**Scrutiniser's Report**

**[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]**

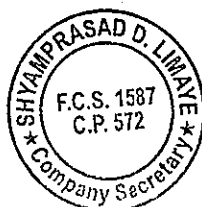
To,  
The Chairman,  
Bajaj Finserv Limited  
CIN: L65923PN2007PLC130075  
Registered office: Akurdi, Pune - 411 035  
Phone: (020) 6610 7458

Dear Sir,

1. I, Shyamprasad D Limaye, a Company Secretary in practice, have been appointed by the Board of Directors of Bajaj Finserv Limited ("the Company") as a scrutiniser for the purpose of scrutinising the postal ballot forms and 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 resolutions contained in the postal ballot notice dated 29<sup>th</sup> January, 2020 ("the resolutions").
2. The notice dated 29<sup>th</sup> January, 2020, 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 resolutions to be passed, through postal ballot. The Company had also provided remote e-voting facility to the members to vote on the resolutions 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 Scrutinizer for the postal ballot forms and remote e-voting is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the postal ballot forms received 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 dispatch of Notice on Saturday, 13<sup>th</sup> February, 2020:
    - a) dispatch of postal ballot notice and ballot form along with postage prepaid business reply envelope to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 31<sup>st</sup> January, 2020, (End of Day) through speed post to the members who have not registered their email ID.
    - b) dispatch of postal ballot notice and ballot form to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 31<sup>st</sup> January, 2020 (End of Day) through email at their registered email ID.



- c) The remote e-voting period remained open from Friday, 14<sup>th</sup> February, 2020 at 9.00 a.m. to Saturday, 14<sup>th</sup> March, 2020 at 5.00 p.m.
- ii. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday, 31<sup>st</sup> January, 2020, (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 Saturday, 14<sup>th</sup> March, 2020 immediately after the completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Mr. Mayur M. Kulkarni who are not in the employment of the Company.
- iv. The postal ballot forms were kept under my safe custody in sealed and tamper proof envelopes before commencing the scrutiny of such postal ballot forms.
- v. All postal ballot forms received up to Saturday, 14<sup>th</sup> March, 2020, being the last date fixed by the Company for the receipt of the forms, were considered for my scrutiny. Envelopes received after Saturday, 14<sup>th</sup> March, 2020, were not considered. All votes cast on e-voting platform provided by KFin up to 5.00 p.m. on Saturday, 14<sup>th</sup> March, 2020, were considered for my scrutiny.
- vi. The postal ballot forms which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- vii. Particulars of all the postal ballot forms received from the members by Saturday, 14<sup>th</sup> March, 2020, are manually entered on the system provided by KFin.
- viii. A total of 886 envelopes containing postal ballot forms were returned undelivered.
- ix. These envelopes are not opened and are kept separately. Thereafter considering votes through remote e-voting and votes cast through postal ballot forms, the combined result of the voting is given below. The details containing, *inter alia*, votes cast in "favor" or "against" on the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the e-voting website of KFin -i.e. <https://evoting.karvy.com> and my report is based on such reports generated.

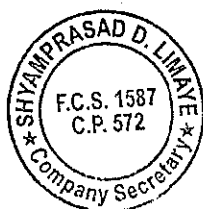


**Resolution No. 1****Special Resolution-** Approval to adopt new set of Articles of Association for the Company.

Sr. No.	Particulars of voting	No. of Shareholders			No. of Shares			% of total valid votes
		Voted through postal ballot forms	Voted through E-voting	Total	Voted through Postal ballot forms	Voted through E-voting	Total	
1	Total Ballots received	477	690	1,167	1,81,696	12,25,48,394	12,27,30,090	
2	Less : Invalid votes	42	-	42	9,112	-	9,112	
3	Net Valid Votes	435	690	1,125	1,72,584	12,25,48,394	12,27,20,978	100.00
4	Votes with Assent	405	623	1,028	1,70,398	11,79,52,597	11,81,22,995	96.25
5	Votes with Dissent	6	63	69	114	23,37,737	23,37,851	1.91
6	Abstained Votes	24	7	31	2,072	22,58,060	22,60,132	1.84

Notes:

1. Total Votes excludes Less Voted shares.
2. Net valid votes through e-voting includes cases where the shareholders have divided the valid votes into favor and against for the resolution. Hence, there is a mismatch in the number of shareholders with valid votes and total no. of shareholders with assent, dissent and abstained.



**Resolution No. 2**

**Special Resolution - Special Resolution - Approval to fix the Foreign Portfolio Investors' (FPIs) investment limits at 24% of paid up equity share capital of the Company.**

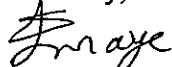
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		Voted through postal ballot forms	Voted through E-voting	Total	Voted through Postal ballot forms	Voted through E-voting	Total	
1	Total Ballots received	477	690	1,167	1,81,696	12,25,48,394	12,27,30,090	
2	Less : Invalid votes	42	-	42	9,112	-	9,112	
3	Net Valid Votes	435	690	1,125	1,72,584	12,25,48,394	12,27,20,978	100.00
4	Votes with Assent	406	401	807	1,64,569	11,46,73,044	11,48,37,613	93.58
5	Votes with Dissent	6	291	297	189	78,75,340	78,75,529	6.41
6	Abstained Votes	23	1	24	7,826	10	7,836	0.01

Notes:

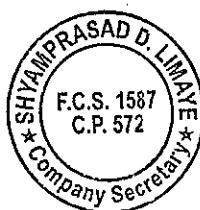
- Total Votes excludes Less Voted shares.
- Net valid votes through e-voting includes cases where the shareholders have divided the valid votes into favor and against for the resolution. Hence, there is a mismatch in the number of shareholders with valid votes and total no. of shareholders with assent, dissent and abstained.

Thanking You,

Yours faithfully,



Shyamprasad Limaye  
Company Secretary  
Membership No. FCS 1587 CP 572  
Place: Pune  
Date: 16<sup>th</sup> March, 2020  
UDIN: F001587A000609821



Based on the foregoing, I hereby declare that the Resolutions 1 and 2 above, have been passed with the requisite majority,

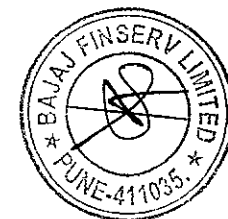
For Bajaj Finserv Limited



Sanjivnayan Bajaj  
Managing Director & CEO  
Date: 16<sup>th</sup> March, 2020

Company Name	BAJAJ FINSERV LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	122291
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - Approval to adopt new set of Articles of Association for the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	95824413	95585301	99.7505	95585301	0	100.0000	0.0000
	Poll	95824413	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	95824413	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	23360285	14091276	60.3215	11753709	2337567	83.4112	16.5887
	Poll	23360285	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	23360285	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	39952592	10613757	26.5659	10613587	170	99.9983	0.0016
	Poll	39952592	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	39952592	170512	0.4268	170398	114	99.9331	0.0668
<b>Total</b>		<b>159137290</b>	<b>120460846</b>	<b>75.6962</b>	<b>118122995</b>	<b>2337851</b>	<b>98.0592</b>	<b>1.9408</b>



Resolution required: (Ordinary/ Special)	SPECIAL - Approval to fix the Foreign Portfolio Investors' (FPIs) investment limits at 24% of paid up equity share capital of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	95824413	95585301	99.7505	95585301	0	100.0000	0.0000
	Poll	95824413	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	95824413	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	23360285	16349286	69.9875	8481673	7867613	51.8779	48.1220
	Poll	23360285	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	23360285	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	39952592	10613797	26.5660	10606070	7727	99.9271	0.0728
	Poll	39952592	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	39952592	164758	0.4124	164569	189	99.8852	0.1147
	Total	159137290	122713142	77.1115	114837613	7875529	93.5822	6.4178

