



Bajaj Auto Limited,
Akurdi, Pune 411 035, India.
Tel +91 20 27472851
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bajajauto.com



March 7, 2024

To,
Corporate Relations Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P J Tower
Dalal Street
Mumbai 400 001
BSE Code: 532977

To,
Corporate Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C-1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051
NSE Code: BAJAJ-AUTO

Sub: Voting results of postal ballot by remote e-voting process.

Dear Sir / Madam,

This is further to our intimation dated February 2, 2024, enclosing the copy of postal ballot notice dated January 24, 2024 ("Notice") for seeking approval of the Members of the Company by way of remote e-voting on the following Resolutions:

Sr. No.	Type of Resolution(s)	Description of Resolution(s)
1.	Special Resolution	Re-appointment of Shri Pradip Panalal Shah (DIN: 00066242) as a Non-executive Independent Director of the Company for a second term of five consecutive years with effect from April 1, 2024.
2.	Special Resolution	Appointment of Ms. Vinita Bali (DIN: 00032940) as a Non-executive Independent Director of the Company for a term of five consecutive years with effect from April 1, 2024.
3.	Ordinary Resolution	Approval to hold and continue to hold office or place of profit by Shri Rishabhayan Bajaj in the Company.

The remote e-voting process concluded at 5.00 p.m. (IST) on March 5, 2024. Shri Shyamprasad D Limaye, Practising Company Secretary (FCS No. 1587, CP No. 572), Scrutiniser appointed for conducting the postal ballot process, has submitted his report to the Chairman of the Company and the result of the Postal Ballot has been announced by the Chairman today, i.e., on March 7, 2024. Based on the report of the Scrutiniser, we hereby inform that the Members of the Company have duly passed the said Resolutions with requisite majority.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a statement containing details of voting results ("Annexure A") and copy of the Scrutiniser's report dated March 7, 2024 ("Annexure B").

The voting results along with the Scrutiniser's report is also being made available on the Company's website at <https://www.bajajauto.com/investors/disclosures> and on the website of KFin Technologies Limited at <https://evoting.kfintech.com/>

This is for your information and record.

Thanking you,

For **Bajaj Auto Limited**

Rajiv Gandhi
Company Secretary & Compliance Officer
ACS 11263
Encl.: As Above.

I. DETAILS OF VOTING RESULTS BY POSTAL BALLOT PROCESS

Sr. No.	Particulars	Details
1.	Date of the postal ballot notice	January 24, 2024
2.	Cut-off Date	January 25, 2024
3.	Mode of voting	Remote e-voting
4.	Remote e-voting start day, date & time	Monday, February 5, 2024 at 9:00 a.m. (IST)
5.	Remote e-voting end day, date & time	Tuesday, March 5, 2024 at 5:00 p.m. (IST)
6.	Total number of shareholders on cut-off date	6,58,434
7.	No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group Public	Not applicable
8.	No. of Shareholders attended the meeting through video conferencing: Promoters and Promoter Group Public	Not applicable



II. RESULT OF POSTAL BALLOT

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Pradip Panalal Shah (DIN : 00066242) as a Non-executive Independent Director for a 2nd term of 5 consecutive years wef April 1, 2024.				
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		155566287	99.9911	155566287	0	100.0000	0.0000
	Poll	155580109	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	155580109	155566287	99.9911	155566287	0	100.0000	0.0000
Public- Institutions	E-Voting		49516391	90.5593	17999277	31517114	36.3501	63.6499
	Poll	54678431	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54678431	49516391	90.5593	17999277	31517114	36.3501	63.6499
Public- Non Institutions	E-Voting		24944660	34.2077	24703728	240932	99.0341	0.9659
	Poll	72921216	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	72921216	24944660	34.2077	24703728	240932	99.0341	0.9659
Total		283179756	230027338	81.2301	198269292	31758046	86.1938	13.8062
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



*The No. of votes polled in column no. 2 have been arrived after deducting votes abstained and less voted from total votes received.

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Vinita Ball (DIN: 00032940) as a Non-executive Independent Director of the Company for a term of five consecutive years with effect from April 1, 2024.				
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		155566287	99.9911	155566287	0	100.0000	0.0000
	Poll	155580109	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	155580109	155566287	99.9911	155566287	0	100.0000	0.0000
Public- Institutions	E-Voting		49517130	90.5606	49237523	279607	99.4353	0.5647
	Poll	54678431	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54678431	49517130	90.5606	49237523	279607	99.4353	0.5647
Public- Non Institutions	E-Voting		25014316	34.3032	25012099	2217	99.9911	0.0089
	Poll	72921216	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	72921216	25014316	34.3032	25012099	2217	99.9911	0.0089
Total		283179756	230097733	81.2550	229815909	281824	99.8775	0.1225
Whether resolution Is Pass or Not.								Yes
Disclosure of notes on resolution								Add Notes

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	



*The No. of votes polled in column no. 2 have been arrived after deducting votes abstained and less voted from total votes received.

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Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval to hold and continue to hold office or place of profit by Shri Rishabhayan Bajaj in the Company.				
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		147315184	94.6877	147315184	0	100.0000	0.0000
	Poll	155580109	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	155580109	147315184	94.6877	147315184	0	100.0000	0.0000
Public- Institutions	E-Voting		49516391	90.5593	38050406	11465985	76.8441	23.1559
	Poll	54678431	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	54678431	49516391	90.5593	38050406	11465985	76.8441	23.1559
Public- Non Institutions	E-Voting		24598037	33.7323	18301124	6296913	74.4007	25.5993
	Poll	72921216	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	72921216	24598037	33.7323	18301124	6296913	74.4007	25.5993
Total		283179756	221429612	78.1940	203666714	17762898	91.9781	8.0219
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	276600

*The No. of votes polled in column no. 2 have been arrived after deducting votes abstained, invalid votes and less voted from total votes received.



Scrutiniser's Report

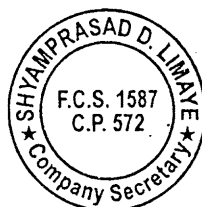
[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies, (Management and Administration) Rules, 2014, as amended]

To,
The Chairman,
Bajaj Auto Limited
CIN: L65993PN2007PLC130076
Bajaj Auto Limited Complex
Mumbai - Pune Road, Akurdi,
Pune – 411035.

Dear Sir,

I, Shyamprasad D Limaye, a Company Secretary in practice (Membership No. FCS 1587 & CP 572) have been appointed by the Board of Directors of Bajaj Auto Limited (“the Company”) as a Scrutiniser for the purpose of scrutinising the remote e-voting (“e-voting”) and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 and 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 24th January, 2024 (“the resolutions”).

1. There were no postal ballot forms sent to the members in view of the guidelines prescribed by the Ministry of Corporate Affairs (“MCA”) for conducting postal ballot process through e-voting, vide General Circulars issued from time to time (the ‘MCA Circulars’).
2. The notice dated 24th January, 2024, 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 through e-mail in respect of the resolutions to be passed, through postal ballot via remote electronic voting (“e-voting”) through the electronic voting platform provided by KFin Technologies Limited (“KFin”).
3. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other applicable provisions relating to postal ballot through remote e-voting on the resolutions for approval of the members of the Company. My responsibility as a Scrutinizer for 'remote e-voting' is restricted to make a Scrutinizer's report of the votes cast in “favour” or “against” of the resolution and “invalid” and “abstained” votes, based on 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 completed dispatch of Postal Ballot Notice, electronically on Friday 02nd February, 2024, to its members whose names appeared in the register of



members/list of beneficial holders as on Thursday, 25th January, 2024, ("cut-off date") to their registered email ID.

- ii. The remote e-voting period remained open from Monday, 05th February, 2024 at 9.00 a.m. (IST) to Tuesday, 05th March, 2024 at 5.00 p.m. (IST).
 - iii. The members whose names appeared in the register of members as on the cut-off date were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
 - iv. The remote e-voting facility was blocked on Tuesday, 05th March, 2024 immediately after the completion of remote e-voting hours.
5. The details containing, *inter alia*, total votes received, votes cast in "favor "or "against" or abstained on the resolutions that was put to vote, were generated from the e-voting website of KFin -i.e. <https://evoting.kfintech.com> and my report is based on such reports generated.

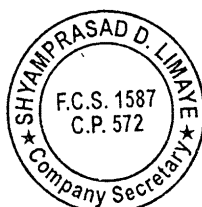
The result of the remote e-voting is given below.

Resolution No. 1 - Special Resolution : Re-appointment of Shri Pradip Panalal Shah (DIN : 00066242) as a Non-executive Independent Director of the Company for a second term of five consecutive years with effect from April 1, 2024.

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 *	3361	230124084	100.000
2	Votes with Assent	2383	198269292	86.158
3	Votes with Dissent	891	31758046	13.800
4	Abstain Votes	89	96746	0.042

Resolution No. 2 - Special Resolution : Appointment of Ms. Vinita Bali (DIN : 00032940) as a Non-executive Independent Director of the Company for a term of five consecutive years with effect from April 1, 2024.

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 *	3361	230124087	100.000
2	Votes with Assent	3138	229815909	99.866
3	Votes with Dissent	134	281824	0.123
4	Abstain Votes	92	26354	0.011



Resolution No. 3 - Ordinary Resolution : Approval to hold and continue to hold office or place of profit by Shri Rishabnayan Bajaj in the Company.

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 *	3361	230124094	100.000
2	Votes with Assent	2737	203666714	88.503
3	Votes with Dissent	529	17762898	7.719
4	Abstain Votes	106	8417882	3.658
5	Invalid	1	276600	0.120

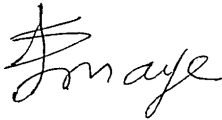
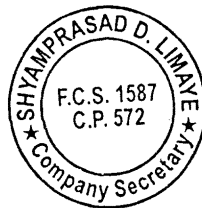
Notes:

**Total Votes are net off Less Voted shares*

***The mismatch of total number of shareholders is due to voting by some shareholders in both manner assent and dissent.*

Thanking You,

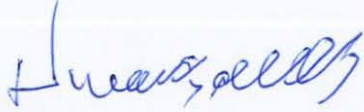
Yours faithfully,

Shyamprasad Limaye
 Company Secretary
 Membership No. FCS 1587 CP 572
 Place: Pune
 Date: 07/03/2024
 UDIN: F001587E003551188

Based on the Scrutinizer's Report dated 7th March, 2024, I hereby declare that the Resolutions set out in the Notice of the Postal Ballot dated 24th January, 2024 have been passed with the requisite majority.

For Bajaj Auto Limited



Niraj Bajaj
Chairman
Date: 07/03/2024