

June 21, 2021

DCS-CRD BSE Limited First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort, Mumbai 400 023 Stock Code: 533229	Listing Compliance National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1, 'G' Block Bandra- Kurla Complex Bandra East, Mumbai 400 051 Stock Code: BAJAJCON
--	--

Dear Sir/Madam,

Sub: Outcome of the 15th Annual General Meeting of the members of the Company held on June 21, 2021 and voting results.

The 15th Annual General Meeting ("AGM") of the members of Bajaj Consumer Care Limited ("the Company") was held on Monday, June 21, 2021 at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). The meeting was held in compliance with the General Circular Numbers 22/2020, 14/2020, 17/2020 and 02/21 issued by the Ministry of Corporate Affairs and Circular Number SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India and as per applicable provisions of The Companies Act ,2013.

In compliance with Regulation 30 and 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we are enclosing the following:

1. Summary of proceedings as required under Regulation 30 of the Listing Regulations.
2. Voting Results as required under Regulation 44 of the Listing Regulations.
3. Consolidated Scrutinizer's Report dated June 21, 2021, on remote e-voting and e-voting.

Further, please note that the resolutions as set out in the notice convening the AGM dated April 19, 2021, were passed by the shareholders with requisite majority.

The aforementioned summary of proceedings, voting results and consolidated Scrutinizer's Report are also uploaded on the Company's website at www.bajajconsumercare.com and on the website of Registrar and Share Transfer Agent at evoting@kfintech.com.

The same may please be taken on record and suitably disseminated to all concerned.

Thanking you,

Yours Sincerely,

For Bajaj Consumer Care Limited



Chandresh Chhaya
Company Secretary & Compliance Officer

Membership No.: FCS 4813

Encl: as above

Bajaj Consumer Care Ltd
(Formerly Bajaj Corp Ltd)

117, 11th Floor, Bajaj Bhavan, Jammalal Bajaj Marg, 226 Nariman Point, Mumbai - 400021
Tel.: +91 22 22049056 / 58 / 8633 | CIN: L01110RJ2006PLC047173 | Web: www.bajajconsumercare.com
Registered Office: Old Station Road, Sevashram Chouraha, Udaipur- 313 001, Rajasthan
Tel.: +91 0294-2561631, 2561632

ANNEXURE-A: SUMMARY OF THE PROCEEDINGS OF THE 15TH ANNUAL GENERAL MEETING (AGM) OF BAJAJ CONSUMER CARE LIMITED

PRESENT:

Directors:

S.No.	Name of the Director	Designation	Location
1.	Mr. Kushagra Bajaj	Chairman	Joined over Video Conferencing from Mumbai
2.	Mr. Jaideep Nandi	Managing Director	Joined over Video Conferencing from Mumbai
3.	Mr. Sumit Malhotra	Director (Advisor) & Shareholder	Joined over Video Conferencing from Mumbai
4.	Mr. Gaurav Dalmia	Independent Director	Joined over Video Conferencing from Delhi
5.	Mr. Dilip Cherian	Independent Director	Joined over Video Conferencing from Delhi
6.	Mr. Aditya Vikram Somani	Independent Director	Joined over Video Conferencing from Mumbai
7.	Ms. Lilian Jessie Paul	Independent Director	Joined over Video Conferencing from Amsterdam

Chief Financial Officer and Company Secretary:

S.No.	Name	Designation	Location
1.	Mr. D. K. Maloo	Chief Financial Officer	Joined over Video Conferencing from Udaipur
2.	Mr. Chandresh Chhaya	Company Secretary	Joined over Video Conferencing from Mumbai

Statutory Auditors and Secretarial Auditors

S.No.	Name	Position	Location
1.	Mr. Sidharth Jain	Proprietor, Sidharth N Jain & Co., Chartered Accountants	Joined over Video Conferencing from Surat
2.	Mr. Ashish Kumar Jain	Proprietor, A.K. Jain & Co., Company Secretaries	Joined over Video Conferencing from Mumbai

Bajaj Consumer Care Ltd

(Formerly Bajaj Corp Ltd)

117, 11th Floor, Bajaj Bhavan, Jammalal Bajaj Marg, 226 Nariman Point, Mumbai - 400021

Tel.: +91 22 22049056 / 58 / 8633 | CIN: L01110RJ2006PLC047173 | Web: www.bajajconsumercare.com

Registered Office: Old Station Road, Sevashram Chouraha, Udaipur- 313 001, Rajasthan

Tel.: +91 0294-2561631, 2561632

Mode:

Through Video Conferencing (VC)/ Other Audio Video Means (OAVM), which was held in compliance with the General Circular numbers 20/2020, 14/2020, 17/2020 and 02/2021 issued by the Ministry of Corporate Affairs and Circular number SEBI/ HO/ CFD/ CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 issued by the Securities and Exchange Board of India (SEBI) during 2020-21 and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI Listing Regulations.

At 11 A.M. Mr. Kushagra Bajaj, Chairman of the Company was present and commenced the proceedings of the 15th Annual General Meeting (AGM).

Attendance at the Meeting & Quorum:

57 Members attended the AGM virtually in person/through authorized representative. In terms of the circulars issued by MCA and SEBI, As the AGM was conducted electronically, physical attendance of members had been dispensed with and requirement of appointing proxy was not applicable. The Company had received 3 letters from corporate shareholders appointing authorized representatives in respect of 5,61,25,000 shares representing 38.04% paid up capital of the Company. The requisite quorum as required under Section 103 of the Companies Act, 2013 was present. After declaring that requisite quorum for the meeting being present, the Chairman called the Meeting to order.

Other procedural announcements:

It was announced that on May 28, 2021, the Company registrars & transfer agents had emailed Annual Report 2020-21 including Financial Statements of the Company for the year ended March 31, 2021 to 77,987 members whose emails had been registered with the Company. In view of various circulars issued by Ministry of Corporate Affairs and SEBI granting certain relaxations to companies during COVID 19 pandemic, Annual Reports were sent only through electronic mode and paper form Annual report was not printed. Further, all documents referred to in the Notice calling the Meeting and the Explanatory Statement and the statutory registers which are required to be placed before the meeting were available for inspection during the conduct of this Meeting on the website of the Company.

With the consent of the Members, the Notice convening the Meeting was taken as read. As there were no qualifications in the Auditors' Report, the same was not required to be read.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided the Remote e-voting facility to the Members in respect of businesses to be transacted at the AGM. The Remote e-voting commenced at 9.00 AM. on Thursday, June 17, 2021, and ended at 5:00 P.M. on Sunday, June 20, 2021. Further, the Company had also provided the facility for insta-poll (e-voting during the AGM) on all the resolutions to facilitate the Members who were attending the meeting and had not cast their votes earlier through Remote e-Voting.

Bajaj Consumer Care Ltd
(Formerly Bajaj Corp Ltd)

117, 11th Floor, Bajaj Bhavan, Jammalal Bajaj Marg, 226 Nariman Point, Mumbai - 400021
Tel.: +91 22 22049056 / 58 / 8633 | CIN: L01110RJ2006PLC047173 | Web: www.bajajconsumercare.com
Registered Office: Old Station Road, Sevashram Chouraha, Udaipur- 313 001, Rajasthan
Tel.: +91 0294-2561631, 2561632

The Members were also informed that the Board of Directors had appointed Mr. Prasanjit Kumar Baul, Company Secretary as Scrutinizer for scrutinizing the Remote e-voting process and e-voting during the AGM of the Company, in a fair and transparent manner.

Thereafter, the Chairman informed the Members that the facility for voting through e-voting system was made available during the AGM and 15 minutes after conclusion of the AGM, for members who had not cast their vote through remote e-voting.

Chairman's address to members and answer to questions by speakers

The Chairman then addressed the members about the operations and financial performance, the product launches and CSR activities of the Company during the year 2020-21.

After the invitation of the Chairman, members who had previously registered themselves as speakers, addressed the meeting through VC/OAVM and sought clarification on the queries. The queries of the members were addressed to their satisfaction. Some shareholders who registered their queries or sent queries by email to Compliance Officer were also answered.

Resolutions, Voting and Results

The Chairman informed that the following resolutions as set out in the Notice convening the AGM were put to vote by Remote e-voting and e-voting during the meeting:

ORDINARY BUSINESS:
1. Ordinary resolutions regarding and adoption of (a) the audited financial statement of the Company for the financial year ended March 31, 2021, and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021, and the report of Auditors thereon.
2. Ordinary resolutions regarding (a) Confirmation of Interim Dividend @ Rs. 6/- per share declared by the Board of Directors for the year ended March 31, 2021 (b) declaration of Dividend @ Rs. 4/- per share of Re. 1/- each fully paid up for the financial year ended March 31, 2021. (b) Confirmation of Interim Dividend @ Rs. 6/- per share declared by the Board of Directors for the year ended March 31, 2021.
3. Ordinary resolution regarding re-appointment of Mr. Kushagra Bajaj as Director of the Company liable to retire by rotation.
SPECIAL BUSINESS:
4. Special resolution regarding continuation of payment of remuneration to Mr. Sumit Malhotra, Non-Executive, Non-Independent Director.

Bajaj Consumer Care Ltd
(Formerly Bajaj Corp Ltd)

117, 11th Floor, Bajaj Bhavan, Jammalal Bajaj Marg, 226 Nariman Point, Mumbai - 400021
Tel.: +91 22 22049056 / 58 / 8633 | CIN: L01110RJ2006PLC047173 | Web: www.bajajconsumercare.com
Registered Office: Old Station Road, Sevashram Chouraha, Udaipur- 313 001, Rajasthan
Tel.: +91 0294-2561631, 2561632

The Chairman informed that the Scrutinizer would consider the votes cast through remote e-voting as well as the insta-poll e-voting system on the date of the AGM and will then prepare consolidated report of voting on the resolution and submit his report to the Chairman.

The Chairman has authorized Mr. Chandresh Chhaya, Company Secretary & Compliance Officer to accept, acknowledge and counter sign the Scrutinizers report in connection with the AGM and declare the results of the voting in accordance with the requirements prescribed under the Companies Act, 2013 and other applicable laws.

The Meeting concluded at 12.05 P.M. with a vote of thanks proposed by Mr. Jaideep Nandi, Managing Director.

As per the consolidated Scrutinizer's Report dated June 21, 2021, all the above resolutions were passed by the Members of the Company with the requisite majority.

Bajaj Consumer Care Ltd

(Formerly Bajaj Corp Ltd)

117, 11th Floor, Bajaj Bhavan, Jammalal Bajaj Marg, 226 Nariman Point, Mumbai - 400021

Tel.: +91 22 22049056 / 58 / 8633 | CIN: L01110RJ2006PLC047173 | Web: www.bajajconsumercare.com

Registered Office: Old Station Road, Sevashram Chouraha, Udaipur- 313 001, Rajasthan

Tel.: +91 0294-2561631, 2561632

CS PRASANJIT KUMAR BAUL

G-1(P), First Floor, Plot No. 379, Sai Deep Apartment, Sai Section, Ambarnath (E), Thane – 421501
Mob:- 9987973057

CONSOLIDATED SCRUTINIZER'S REPORT

To

The Chairman of the 15th Annual General Meeting ("AGM") of the Equity Shareholders of Bajaj Consumer Care Limited held on Monday, 21st June 2021 at 11:00 a.m. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM).

Dear Sir,

1. I, Prasanjit Kumar Baul, Company Secretary having membership number A34347 have been appointed as Scrutinizer by the Board of Directors of Bajaj Consumer Care Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated April 19, 2021 ("Notice") in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8 April 2020, 13 April 2020, 5 May 2020 and 13 January, 2021 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 & SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circulars") calling the Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM. The AGM was convened on Monday, 21st June, 2021 at 11:00 a.m. IST through VC / OAVM.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As a Scrutinizer, I have to scrutinize:

(i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and

(ii) process of e-voting at the AGM through electronic voting system ("e-voting").

Management's Responsibility

3. The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; (iii) the SEBI Circulars and (iv) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

CS PRASANJIT KUMAR BAUL

G-1(P), First Floor, Plot No. 379, Sai Deep Apartment, Sai Section, Ambarnath (E), Thane – 421501
Mob:- 9987973057

Scrutinizer's Responsibility

4. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin Technologies Private Limited ("KFin"), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or KFin for my verification.

5. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Monday, 14 June, 2021 were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

i. The remote e-voting period remained open from Thursday, 17 June, 2021 (9:00 a.m. IST) to Sunday, 20 June, 2021 (5:00 p.m. IST).

ii. The votes cast were unblocked on Sunday, 20 June, 2021 was witnessed by two witnesses, Ms. Bhibirani Borgohain and Mr. Hitesh J Gupta who are not in the employment of the Company and/ or KFin.

iii. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of KFin, i.e., <https://evoting.kfintech.com>. Based on the report generated by KFin and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

7. E-voting process at the AGM:-

i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by KFin under my instructions.

ii. The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / KFin and the authorizations lodged with the Company/ KFin on test check basis.

iii. The e-votes cast were unblocked on Monday, 21 June, 2021 after the conclusion of the AGM.

8. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by KFin, scrutinized on test-check basis and relied upon by me as under:-

CS PRASANJIT KUMAR BAUL

G-1(P), First Floor, Plot No. 379, Sai Deep Apartment, Sai Section, Ambarnath (E), Thane – 421501
Mob:- 9987973057

Resolution no. 1

Adoption of (a) the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon.

. – Ordinary Resolution

Particulars	Remote E-voters		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	450	10,73,41,036	11	3,01,521	461	10,76,42,557	99.29
Dissent	5	402	0	0	0	402	0.00
Abstain	13	7,75,817	2	12	15	7,75,829	0.71
Less Voted	0	168	0	0	0	168	
Total	468	10,81,17,423	13	3,01,533	481	10,84,18,956	100.00

Resolution no. 2

Declaration of a dividend on equity shares – Ordinary Resolution

Particulars	Remote E-voters		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	454	10,80,92,192	11	3,01,521	465	10,83,93,713	99.97
Dissent	9	220	0	0	9	220	0.00
Abstain	6	24,843	2	12	8	24,855	0.03
Less Voted	0	168	0	0	0	168	
Total	468*	10,81,17,423	13	3,01,533	481	10,84,18,956	100.00

*1 voter has e-voted partly in favour and partly in against for this resolution

Resolution no. 3

Appointment of a Director in place of Mr. Kushagra Bajaj (DIN 00017575) who retires by rotation and being eligible, offers himself for reappointment – Ordinary Resolution

Particulars	Remote E-voters		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	343	8,78,02,037	11	3,01,521	354	8,81,03,558	81.26
Dissent	115	2,02,89,984	0	0	115	2,02,89,984	18.71
Abstain	12	25,234	2	12	14	25,246	0.03
Less Voted	0	168	0	0	0	168	
Total	468*	10,81,17,423	13	3,01,533	481	10,84,18,956	100.00

*2 voters have e-voted partly in favour and partly in against for this resolution

CS PRASANJIT KUMAR BAUL

G-1(P), First Floor, Plot No. 379, Sai Deep Apartment, Sai Section, Ambarnath (E), Thane – 421501
Mob:- 9987973057

Resolution no. 4

Continuation of payment of Remuneration to Mr. Sumit Malhotra – Special Resolution

Particulars	Remote E-voters		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	Votes
Assent	401	10,56,39,518	11	3,01,521	412	10,59,41,039	97.71
Dissent	53	24,52,179	0	0	53	24,52,179	2.26
Abstain	16	25,458	2	12	18	25,470	0.03
Less Voted	0	268	0	0	0	268	
Total	468*	10,81,17,423	13	3,01,533	481	10,84,18,956	100.00

*2 voters have e-voted partly in Favour and partly in Against for this resolution.

9. Based on the aforementioned results, we report that the Resolutions as contained in Item No. 1 to 4 of the Notice of AGM dated 19th April, 2021 have been passed with requisite majority.

10. The electronic data and all other relevant records relating to e-voting are under my safe custody and will be handed over to Shri. Chandresh Chhaya, Company Secretary and Compliance Officer, for preserving safely after the Chairman consider, approve and sign the minutes of the AGM.

Thanking you
Yours truly



Prasanjit Kumar Baul
Company Secretary
Membership No. A34347

Date: 21st June, 2021.

Place:- Mumbai

Countersigned by:

For **Bajaj Consumer Care Limited**



Chandresh Chhaya
Company Secretary and Compliance Officer
Membership No. F4813