

July 30, 2020

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
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Dear Sir/Madam,

Sub: Outcome of the Extraordinary General Meeting of the members of the Company held on July 30, 2020 and voting results

The Extraordinary General Meeting ("EGM") of the members of Bajaj Consumer Care Limited ("the Company") was held on Thursday, July 30, 2020 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 issued by the Ministry of Corporate Affairs and Circular Number SEBI/HO/CFD/CMD1/ CIR/P/2020/79 issued by the Securities and Exchange Board of India and as per the applicable provisions of the Companies Act, 2013 and the rules made thereunder.

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 July 30, 2020 on remote e-voting and e-voting.

Further, please note that the resolutions as set out in the notice convening the EGM dated June 30, 2020 is passed by the shareholders with requisite majority.

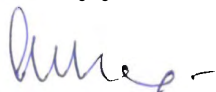
The aforementioned summary of proceedings, voting results and consolidated Scrutinizer's Report are also uploaded on the Company's website at www.bajajconsumercare.com and on the website of Registrar and Share Transfer Agent at evoting@kfintech.com.

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 EXTRAORDINARY GENERAL MEETING (EGM) OF
BAJAJ CONSUMER CARE LIMITED (FORMERLY BAJAJ CORP LIMITED)

PRESENT:

Directors:

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

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

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 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/ HO/ CFD/ CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder and SEBI Listing Regulations.

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Since Mr. Kushagra Bajaj, Chairman of the Company was not present, Directors present at the meeting elected Mr. Gaurav Dalmia, Independent Director, as Chairman of the meeting in terms of Article 86 of the Articles of Association of the Company.

Meeting Commencement time: 11:00 A.M.
Meeting conclusion time : 11.22 A.M.

Attendance at the Meeting:

51 Members were attending the meeting virtually in person/ through authorized representative. In terms of the circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for authorized representatives of corporate shareholders.

Quorum:

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. It was announced that All documents referred to in the Notice calling the Meeting and the Explanatory Statement are available for inspection during the conduct of this Meeting on website of the Company.

With the consent of the Members, the Notice convening the Meeting was taken as read.

The Company Secretary 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 EGM. The Remote e-voting commenced at 9.00 AM. on Sunday, July 26, 2020 and ended at 5:00 P.M. on Wednesday, July 29, 2020. Further, the Company had also provided the facility for e-voting during the EGM (Insta Poll) on all the resolutions to facilitate the Members who were attending the meeting and had not cast their votes earlier through Remote e-Voting.

The Members were also informed that the Board of Directors had appointed Mr. Prasanjit Kumar Baul, Practicing Company Secretary from Gupta Baul & Associates, Practising Company Secretaries, as Scrutinizer for scrutinizing the Remote e-voting process and e-voting during the EGM 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 EGM and 10 minutes after conclusion of the EGM, for members who had not cast their vote through remote e-voting.

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

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SPECIAL BUSINESS:
1. To alter Memorandum of Association of the Company so as to adopt in conformity with the Companies Act, 2013.
2. To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013.

On the invitation of the Chairman, members who had previously registered themselves as speakers, addressed the meeting through VC/OAVM to seek clarification on the resolutions, if any. Moderator of the Meeting announced that though 2 speakers were registered to speak at the meeting, they did not log on as shareholder on the meeting link <https://emeetings.kfintech.com> during the meeting.

The Chairman informed that the Scrutinizer will consider the votes cast through remote e-voting as well as the e-voting system on the date of the EGM 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 11.22 A.M.

As per the consolidated Scrutinizer's Report dated July 30, 2020, all the above resolutions were passed by the Members of the Company with the requisite majority.

	BAJAJ CONSUMER CARE LIMITED
Date of the AGM/EGM	30-07-2020
Total number of shareholders on record date	58270
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	47
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL RESOLUTION - To alter Memorandum of Association of the Company so as to adopt in conformity with the Companies Act, 2013									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	56,125,000	56,125,000	100.0000	56,125,000	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		56,125,000	100.0000	56,125,000	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	66,014,414	53,879,193	81.6173	41,849,445	12,029,748	77.6727	22.3272	0	10,519
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		53,879,193	81.6173	41,849,445	12,029,748	77.6727	22.3273	0	10519
Public- Non Institutions	E-Voting	25,394,932	245,010	0.9648	244,072	938	99.6171	0.3828	0	261
	Poll		6,702	0.0264	6,702	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		251,712	0.9912	250,774	938	99.6274	0.3726	0	261
Total		147,534,346	110,255,905	74.7324	98,225,319	12,030,686	89.0384	10.9115	0	10780

Resolution No.	2									
Resolution required: (Ordinary/ Special)	SPECIAL RESOLUTION - To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	56,125,000	56,125,000	100.0000	56,125,000	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		56,125,000	100.0000	56,125,000	0	100.0000	0.0000	0	0



Public- Institutions	E-Voting	66,014,414	53,879,193	81.6173	41,849,445	12,029,748	77.6727	22.3272	0	10,519
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		53,879,193	81.6173	41,849,445	12,029,748	77.6727	22.3273	0	10,519
Public- Non Institutions	E-Voting	25,394,932	245,030	0.9649	244,092	938	99.6171	0.3828	0	236
	Poll		6,702	0.0264	6,702	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		251,732	0.9913	250,794	938	99.6274	0.3726	0	236
Total		147,534,346	110,255,925	74.7324	98,225,239	12,030,686	89.0884	10.9116	0	10,755



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

CONSOLIDATED SCRUTINIZER'S REPORT

To

The Chairman of Extra Ordinary General Meeting of the Equity Shareholders of Bajaj Consumer Care Limited (formerly Bajaj Corp Limited) held on Thursday, 30 July 2020 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 in practice and Partner, Gupta Baul & Associates, Company Secretaries, 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 30 June 2020 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated 8 April 2020, 13 April 2020 and 5 May 2020 respectively, issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India, calling the Extra Ordinary Annual General Meeting of its Equity Shareholders ("the Meeting" /"EGM") through VC / OAVM. The EGM was convened on Thursday, 30 July 2020 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 EGM ("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; and (iii) 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.

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.



Cut off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 24 July 2020 were entitled to vote on the resolutions (item nos. 1 and as set out in the Notice

GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

calling the EGM) 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 Sunday, 26 July 2020 (9 :00 a.m. IST) to Wednesday, 29 July 2020 (5:00 p.m. IST).

ii. The votes cast were unblocked on Thursday, 30 July 2020 after the conclusion of the EGM and was witnessed by two witnesses, Ms. Bhibirani Borgohain and Ms. Tina Borgohain who are not in the employment of the Company and/ or KFin. They have signed below in confirmation of the same.



Bhibirani Borgohain



Tina Borgohain

iii. Hereafter, the details containing, inter alia, 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.karvy.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 EGM:-

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 Wednesday, 30 July 2020 after the conclusion of the EGM.

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 testcheck basis and relied upon by me as under:-

Resolution no. 1

To alter Memorandum of Association of the Company so as to adopt in conformity with the Companies Act, 2013 – Special Resolution.

Particulars	Remote E-voters		Voting at the EGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	215	98218517	10	6702	225	98225219	89.08
Dissent	25	12030686	0	0	25	12030686	10.92
Abstain	7	10780	0	0	7	10780	0.00
Less Voted	1	75	0	0	1	75	0.00
Total	247	110260058	10	6702	257	110266760	100.00



GUPTA BAUL & ASSOCIATES

COMPANY SECRETARIES

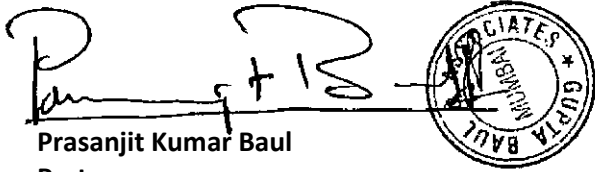
Resolution no. 2

To adopt new Articles of Association of the Company containing regulations in conformity with the Companies Act, 2013 – Special Resolution.

Particulars	Remote E-voters		Voting at the EGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	216	98218537	10	6702	226	98225239	89.08
Dissent	25	12030686	0	0	25	12030686	10.92
Abstain	6	10755	0	0	6	10755	0.00
Less Voted	1	80	0	0	1	80	0.00
Total	247	110260058	10	6702	257	110266760	100.00

9. Based on the aforementioned results, we report that the Special Resolutions as contained in Item No. 1 and 2 of the Notice of EGM dated 30th June, 2020 has 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 considers, approves and signs the minutes of the EGM.



Prasanjit Kumar Baul
Partner
Gupta Baul & Associates
Company Secretaries
ACS 34347 CP 12981

Date: 30th July, 2020.
Place:- Mumbai

Countersigned by:
For Bajaj Consumer Care Limited

Chandresh Chhaya
Company Secretary and
Compliance Officer