

4 March 2022

<b>THE MANAGER, BSE LIMITED DCS – CRD PHIROZE JEEJEEBHOY TOWERS DALAL STREET, MUMBAI – 400 001 SCRIPT CODE:500034</b>	<b>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: BAJFINANCE - EQ</b>
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Dear Sir/Madam,

**Sub: Submission of voting result under Regulation 44 and information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations, 2015”)**

In continuation to our letter dated 31 January 2022, the Members of the Company on 2 March 2022 have approved the following resolutions through Postal Ballot:

1. Increase in the borrowing powers of the Company
2. Creation of charge/security on the Company's assets with respect to borrowing

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 resolutions as specified in the Postal Ballot Notice dated 18 January 2022. The e-voting for Postal Ballot commenced on 1 February 2022 at 9.00 a.m. (IST) and concluded on 2 March 2022 at 5.00 p.m. (IST). The said resolutions were passed with the requisite majority. The resolutions are deemed to be passed on the last date of the e-voting, i.e. 2 March 2022. The Report of the Scrutiniser viz., Shri Shyamprasad D Limaye, Practicing Company Secretary, is also enclosed herewith.

Thanking you,

Yours faithfully,  
For **BAJAJ FINANCE LIMITED**

  
**R. VIJAY**  
**COMPANY SECRETARY**

Email ID: [investor.service@bajajfinserv.in](mailto:investor.service@bajajfinserv.in)

Copy to Catalyst Trusteeship Ltd., Pune (Debenture Trustees)



**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 (M) 9423009462

E-mail:shyamprasad.limaye@gmail.com

**Scrutiniser's Report**

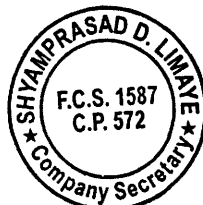
**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended]**

To,  
The Chairman,  
Bajaj 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 ("the Company") as a Scrutiniser for the purpose of scrutinising the 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 18<sup>th</sup> January, 2022 ("the resolutions").

1. As per guidelines prescribed by the Ministry of Corporate Affairs (the "MCA") vide General Circulars issued from time to time (the "MCA Circulars"), physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot.
2. The notice dated 18<sup>th</sup> January, 2022, 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 via remote electronic voting ('e-voting'). The Company had provided 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 e-voting on the resolutions for approval of the members of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions 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 has completed dispatch of Notice on Monday, 31<sup>st</sup> January, 2022:
    - a) dispatch of postal ballot notice, electronically, to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 21<sup>st</sup> January, 2022, (End of Day) on their registered email ID. The Company had also made arrangements for those shareholders who had not registered their email address to get the same registered.



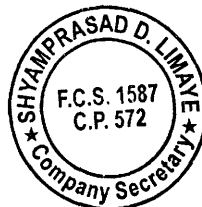
- b) The e-voting period remained open from Tuesday, 1<sup>st</sup> February, 2022 at 9.00 a.m. IST to Wednesday, 2 March 2022 at 5.00 p.m. IST.
- ii. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday, 21 January 2022, (End of Day) were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
- iii. The remote e-voting facility was blocked on Wednesday, 2<sup>nd</sup> March 2022 immediately after the completion of voting hours.
- iv. Thereafter considering votes through e-voting the 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 number of votes abstained from voting, were generated from the e-voting website of KFin -i.e. <https://evoting.kfintech.com> and my report is based on such reports generated.

**Item No. 1 Special Resolution for Increase in the borrowing powers of the Company.**

Sr No	Particulars of Voting	*Voted through e-voting (no. of shareholders)	through (No. of shares)	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received		*2,836	**48,61,50,673	100.00%
2	Votes with Assent		2,613	48,24,33,196	99.24%
3	Votes with Dissent		186	35,78,630	0.74%
4	Abstain Votes		50	1,38,847	0.02%

**Item No. 2 Special Resolution for Creation of charge/security on the Company's assets with respect to borrowing.**

Sr No	Particulars of Voting	*Voted through e-voting (no. of shareholders)	through (No. of shares)	Voted through e-voting (No. of shares)	% of total Votes
1	Total Votes received		*2,836	**48,61,50,667	100.00%
2	Votes with Assent		2,598	48,23,61,704	99.22%
3	Votes with Dissent		195	35,79,038	0.74%
4	Abstain Votes		56	2,09,925	0.04%



Notes:

\* 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.

\*\* Total Votes excludes Less Voted shares.

Thanking You,

Yours faithfully,



Shyamprasad Limaye  
Company Secretary  
Membership No. FCS 1587 CP 572  
Place: Pune  
Date : 03/03/2022  
UDIN : F001587C002781001



# BAJAJ FINANCE LIMITED

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

For **Bajaj Finance Limited**

Sd/-  
**Sanjivnayan Bajaj**

Chairman

Date: 4 March 2022



### Voting results

Record date	21-01-2022
Total number of shareholders on record date	641,854
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	NA
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	NA
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>2</b>



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in the borrowing powers of 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	338216134	315241474	93.2071	315241474	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		338216134	315241474	93.2071	315241474	0	100.0000
Public- Institutions	E-Voting	199583901	168976799	84.6645	165414674	3562125	97.8919	2.1081
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		199583901	168976799	84.6645	165414674	3562125	97.8919
Public- Non Institutions	E-Voting	65794310	1793553	2.7260	1777048	16505	99.0798	0.9202
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		65794310	1793553	2.7260	1777048	16505	99.0798
<b>Total</b>		603594345	486011826	80.5196	482433196	3578630	99.2637	0.7363
<b>Whether resolution is Pass or Not.</b>							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Creation of charge/security on the Company's assets with respect to borrowing				
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	338216134	315241474	93.2071	315241474	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		338216134	315241474	93.2071	315241474	0	100.0000
Public- Institutions	E-Voting	199583901	168906799	84.6295	165344674	3562125	97.8911	2.1089
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		199583901	168906799	84.6295	165344674	3562125	97.8911
Public- Non Institutions	E-Voting	65794310	1792469	2.7244	1775556	16913	99.0564	0.9436
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		65794310	1792469	2.7244	1775556	16913	99.0564
<b>Total</b>		603594345	485940742	80.5078	482361704	3579038	99.2635	0.7365
<b>Whether resolution is Pass or Not.</b>							Yes	

