

THE MANAGER, BSE LIMITED DCS - CRD PHIROZE JEEJEEBHOY TOWERS DALAL STREET, MUMBAI - 400 001	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: 500034	SCRIP CODE: BAJFINANCE – EQ

Dear Sir/Madam,

Sub: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations, 2015')

We wish to inform you that 33rd Annual General Meeting of the company was held on Tuesday, 21 July 2020 at 12.15 p.m. through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ('Rules') and Regulation 44 of the SEBI Listing Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders as on 14 July 2020 (being the cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the AGM notice. The remote e-voting system was open from Saturday, 18 July 2020 (9.00 am) to Monday, 20 July 2020 (5.00 pm).

The facility for voting through e-voting system was made available during the AGM for Members who had not already cast their votes through remote e-voting.

The Company has now received the report of the Scrutiniser, (which has been counter-signed by the Chairman of the meeting) confirming details of voting through remote e-voting and e-voting during the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with overwhelming majority, the resolutions are deemed to be passed on the date of the AGM, i.e. on 21 July 2020.

A disclosure of voting results of the meeting in terms of Regulation 44 of the SEBI Listing Regulations, 2015 and the businesses considered and approved by the shareholders with an overwhelming majority is enclosed, together with the Scrutiniser's consolidated report on e-voting. A copy of the same is also being placed on the Company's website and on the website of KFin Technologies Private Limited.

Kindly acknowledge and take the same on record.

Thanking you,
Yours faithfully,

For **BAJAJ FINANCE LIMITED**

R. VIJAY

COMPANY SECRETARY

Email ID: investor.service@bajajfinserv.in

Encl.: As above

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Nagar, Pune-411014, Maharashtra, India
Registered Office: Akurdi, Pune-411035, Maharashtra, India

Tel: +91 20 75176403
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Corporate ID No.:
L65910MH1987PLC042961

www.bajajfinserv.in/corporate-bajaj-finance

Shyamprasad D. Limaye
B.Com. LL.B., F.C.S
Company Secretary

303, Parag-Wahini C.H.S Ltd,
126 Dahanukar Colony, Lane No 4
Kothrud, Pune: 411 038.
Tel: (O) 25 38 99 85 (R) 25230773
E-mail: shyamprasad.limaye@gmail.com

Scrutinizer's Report

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

To,
The Chairman,
Bajaj Finance Ltd,
CIN: L65910MH1987PLC042961,
Akurdi, Pune 411035.

Dear Sir,

1. I, Shyamprasad D. Limaye, a Company Secretary in practice, has been appointed by the Board of Directors of Bajaj Finance Limited ("The Company") as a scrutinizer for the purpose of Scrutinizing the remote e-voting process along with e-voting during the AGM (instapoll), and ascertaining the requisite majority on voting carried out as per the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 (4) (ix) of the Companies (Management and Administration) Rules, 2014 as amended, on the Resolutions contained in the notice (hereinafter referred to as "the resolutions") of the 33rd Annual General Meeting (AGM) of the members of the Company, held on Tuesday, 21st July, 2020 at 12.15 p. m through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') facility at Registered office of the Company (the deemed venue)
2. The notice dated 19th May, 2020 convening the 33rd AGM of the Company along with statement setting out material facts under section 102 of the Companies Act, 2013, was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company.
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 electronic means on the resolutions contained in the Notice to the 33rd AGM of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and instapoll 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 reports generated from the e-voting process system provided by KFin Technologies Private Limited, (KFin) the authorized agency engaged by the Company, to provide facilities for remote e-voting and e-voting during the AGM(instapoll).
4. Further to the above, I submit my report as under:-
 - i. The remote e-voting period remained open from Saturday, 18th July, 2020 (9:00 A.M) to Monday, 20th July, 2020 (5:00 P.M).



Shyamprasad D. Limaye

Company Secretary

- ii. The members who were on record of the Company as on the "cut-off" date i.e. Tuesday, 14th July, 2020, (End of Day) entitled to vote on the resolutions as set out in the notice of the 33rd AGM of the Company.
- iii. The votes cast via remote e-voting were blocked on Monday, 20th July, 2020 immediately after completion of voting hours.
- iv. The facility for e-voting (instapoll) was provided at the 33rd AGM on Tuesday, 21st July, 2020 for those members who attended the meeting but not voted through remote e-voting facility, and such e-voting was unblocked, after completion of such voting, in the presence of 2 witnesses, who are not in the employment of the Company.
- v. Thereafter considering remote e-voting and votes by e-voting during the AGM (instapoll), the combined result of the voting is annexed to this report. The details containing, inter alia, votes put in "for" or "against", on each of the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the portal of KFin and is based on such reports generated.

Thanking You,
Yours faithfully,



Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
Place: PUNE

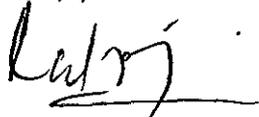


Date: 21/07/2020

UDIN F001587B000481330

Based on the Scrutinizer's Report dated 21/07/2020, I declare that the Resolutions No. 1 to 5 proposed at the 33rd Annual General Meeting are passed with requisite majority.

For Bajaj Finance Limited



Rahul Kumar Bajaj
Chairman of the Meeting

Date : 22 July 2020

BAJAJ FINANCE LIMITED- Annual General Meeting -21/07/2020-THROUGH VIDEO CONFERENCE (VC) eVoting and Instapoll

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		*Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of standalone and consolidated financial statements for the year ended 31 March 2020 together with the Directors' and Auditors' Reports thereon	1386	492749473	1333	490126062	99.9868	15	64531	0.0132	0	0	40	847283	1711597
2	To confirm the interim dividend of Rs. 10 per equity share of face value of Rs. 2 as final dividend for the financial year ended 31 March 2020	1386	492749473	1362	490594174	99.9999	19	338	0.0001	0	0	7	443364	1711597
3	Re-appointment of Madhurkumar Ramkrishnaji Bajaj DIN 00014593, director, who retires by rotation	1386	492749473	965	447054767	91.9457	379	39161082	8.0543	0	0	50	4822026	1711598
4	Re-appointment of Rajeev Jain DIN 01550158 as Managing Director of the Company for a period of five years with effect from 1 April 2020	1386	492749473	1031	459255473	93.6261	334	31265339	6.3739	0	0	22	517063	1711598
5	Issue of non-convertible debentures through private placement	1386	492749473	1289	487972295	99.4715	77	2592473	0.5285	0	0	25	473108	1711597

* Total Ballot count includes cases where the shareholders have divided the votes into favour and against for the resolutions. Hence, there is a mismatch in total ballot count and total no. of shareholders with favour, against and abstained.



Shyamprasad D. Limaye

Shyamprasad D. Limaye
FCS 1587 CP 572

BAJAJ FINANCE LIMITED-Annual General Meeting- 21/07/2020-THROUGH VIDEO CONFERENCE (VC) Evoting

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		*Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of standalone and consolidated financial statements for the year ended 31 March 2020 together with the Directors' and Auditors' Reports thereon	1295	492281670	1242	489658345	99.9868	15	64531	0.0132	0	0	39	847197	1711597
2	To confirm the interim dividend of Rs. 10 per equity share of face value of Rs. 2 as final dividend for the financial year ended 31 March 2020	1295	492281670	1272	490126480	99.9999	18	315	0.0001	0	0	6	443278	1711597
3	Re-appointment of Madhurkumar Ramkrishnaji Bajaj DIN 00014593, director, who retires by rotation	1295	492281670	875	446587060	91.9380	378	39161072	8.0620	0	0	49	4821940	1711598
4	Re-appointment of Rajeev Jain DIN 01550158 as Managing Director of the Company for a period of five years with effect from 1 April 2020	1295	492281670	940	458787756	93.6200	334	31265339	6.3800	0	0	21	516977	1711598
5	Issue of non-convertible debentures through private placement	1295	492281670	1201	487504714	99.4711	74	2592337	0.5289	0	0	24	473022	1711597

* Total Ballot count includes cases where the shareholders have divided the votes into favour and against for the resolutions. Hence, there is a mismatch in total ballot count and total no. of shareholders with favour, against and abstained.

Shyam



Shyamprasad D. Limaye
FCS 1587 CP 572

BAJAJ FINANCE LIMITED- Annual General Meeting-21/07/2020-THROUGH VIDEO CONFERENCE (VC) Instapoll

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		*Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of standalone and consolidated financial statements for the year ended 31 March 2020 together with the Directors' and Auditors' Reports thereon	91	467803	91	467717	100.0000	0	0	0	0	0	1	86	0
2	To confirm the Interim dividend of Rs. 10 per equity share of face value of Rs. 2 as final dividend for the financial year ended 31 March 2020	91	467803	90	467694	99.9951	1	23	0.0049	0	0	1	86	0
3	Re-appointment of Madhurkumar Ramkrishnaji Bajaj DIN 00014593, director, who retires by rotation	91	467803	90	467707	99.9979	1	10	0.0021	0	0	1	86	0
4	Re-appointment of Rajeev Jain DIN 01550158 as Managing Director of the Company for a period of five years with effect from 1 April 2020	91	467803	91	467717	100.0000	0	0	0	0	0	1	86	0
5	Issue of non-convertible debentures through private placement	91	467803	88	467581	99.9709	3	136	0.0291	0	0	1	86	0

*Total Ballot count includes cases where the shareholders have divided the votes into favour and against for the resolutions. Hence, there is a mismatch in total ballot count and total no. of shareholders with favour, against and abstained.



Shyamprasad D. Limaye

Shyamprasad D. Limaye
FCS 1587 CP 572

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of standalone and consolidated financial statements for the year ended 31 March 2020 together with the Directors' and Auditors' Reports thereon				
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		338169045	100.0000	338169045	0	100.0000	0.0000
	Poll	338169045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	338169045	338169045	100.0000	338169045	0	100.0000	0.0000
Public- Institutions	E-Voting		145858787	76.7875	145794434	64353	99.9559	0.0441
	Poll	189951166	88685	0.0467	88685	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	189951166	145947472	76.8342	145883119	64353	99.9559	0.0441
Public- Non Institutions	E-Voting		5695044	7.6477	5694866	178	99.9969	0.0031
	Poll	74467128	379032	0.5090	379032	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	74467128	6074076	8.1567	6073898	178	99.9971	0.0029
Total		602587339	490190593	81.3476	490126062	64531	99.9868	0.0132
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the interim dividend of Rs. 10 per equity share of face value of Rs. 2 as final dividend for the financial year ended 31 March 2020				
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		338169045	100.0000	338169045	0	100.0000	0.0000
	Poll	338169045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	338169045	338169045	100.0000	338169045	0	100.0000	0.0000
Public-Institutions	E-Voting		146262687	77.0002	146262687	0	100.0000	0.0000
	Poll	189951166	88685	0.0467	88685	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	189951166	146351372	77.0468	146351372	0	100.0000	0.0000
Public- Non Institutions	E-Voting		5695063	7.6478	5694748	315	99.9945	0.0055
	Poll	74467128	379032	0.5090	379009	23	99.9939	0.0061
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	74467128	6074095	8.1567	6073757	338	99.9944	0.0056
Total		602587339	490594512	81.4147	490594174	338	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Madhurkumar Ramkrishnaji Bajaj DIN 00014593, director, who retires by rotation				
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		338169045	100.0000	338169045	0	100.0000	0.0000
	Poll	338169045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	338169045	338169045	100.0000	338169045	0	100.0000	0.0000
Public-Institutions	E-Voting		141884048	74.6950	102724423	39159625	72.4003	27.5997
	Poll	189951166	88685	0.0467	88685	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	189951166	141972733	74.7417	102813108	39159625	72.4175	27.5825
Public- Non Institutions	E-Voting		5695039	7.6477	5693592	1447	99.9746	0.0254
	Poll	74467128	379032	0.5090	379022	10	99.9974	0.0026
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	74467128	6074071	8.1567	6072614	1457	99.9760	0.0240
Total		602587339	486215849	80.6880	447054767	39161082	91.9457	8.0543
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Rajeev Jain DIN 01550158 as Managing Director of the Company for a period of five years with effect from 1 April 2020				
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		338169045	100.0000	338169045	0	100.0000	0.0000
	Poll	338169045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	338169045	338169045	100.0000	338169045	0	100.0000	0.0000
Public-Institutions	E-Voting		146189000	76.9614	114924818	31264182	78.6139	21.3861
	Poll	189951166	88685	0.0467	88685	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	189951166	146277685	77.0080	115013503	31264182	78.6268	21.3732
Public- Non Institutions	E-Voting		5695050	7.6477	5693893	1157	99.9797	0.0203
	Poll	74467128	379032	0.5090	379032	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	74467128	6074082	8.1567	6072925	1157	99.9810	0.0190
Total		602587339	490520812	81.4024	459255473	31265339	93.6261	6.3739
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issue of non-convertible debentures through private placement				
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		338169045	100.0000	338169045	0	100.0000	0.0000
	Poll	338169045	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	338169045	338169045	100.0000	338169045	0	100.0000	0.0000
Public-Institutions	E-Voting		146232977	76.9845	143641864	2591113	98.2281	1.7719
	Poll	189951166	88685	0.0467	88685	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	189951166	146321662	77.0312	143730549	2591113	98.2292	1.7708
Public- Non Institutions	E-Voting		5695029	7.6477	5693805	1224	99.9785	0.0215
	Poll	74467128	379032	0.5090	378896	136	99.9641	0.0359
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	74467128	6074061	8.1567	6072701	1360	99.9776	0.0224
Total		602587339	490564768	81.4097	487972295	2592473	99.4715	0.5285
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	