

23 July 2015

Corporate Relations Department.

**BSE Limited** 

1st Floor, New Trading Ring
Rotunda Building, P J Tower
Dalal Street, Mumbai 400 001
Email: corp.relations@bseindia.com

BSE Code: 532978

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

Email: cm/ist@nse.co.in

NSE Code: BAJAJFINSV

Dear Sirs

Sub: Announcement-Outcome of 8th Annual General Meeting (AGM) held on 22 July 2015 Ref: Submission of Voting Results pursuant to Clause 35A of the Listing Agreement.

We wish to inform you that 8th AGM of the company was held on Wednesday, 22 July 2015 at 4.15 p.m. at the registered office of the Company at Mumbai-Pune Road, Akurdi, Pune.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules-made thereunder, as amended ("Amended Rules") and Clause 35B of the Listing Agreement, the Company had provided facility for remote e-voting to the shareholders as on 16 July 2015 (being the cut-off date for the purpose of e-voting), along with physical ballot form (Assent/Dissent-Form) to cast their votes on the items of business stated in the AGM notice. The remote e-voting system was open from Sunday, 19 July 2015 (9.00 am) to Tuesday, 21 July 2015 (5.00 pm).

As required under the Amended Rules, electronic voting facility was also made available at the venue of the AGM and members attending the meeting who had not already cast their votes by remote e-voting were able to cast their vote at the venue of the meeting.

The Company has now received the consolidated report of the Scrutinizer, confirming details of voting through remote e-voting and details of electronic voting at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of the AGM, i.e. on 22 July 2015.

A disclosure of voting results of the meeting in terms of clause 35A of the Listing Agreement and the businesses considered and approved by the shareholders with an overwhelming majority is enclosed, together with the Scrutinizer's consolidated report on e-voting. A copy of the same is also being placed on the Company's & Karvy's website.

Kindly acknowledge and take the same on record.

Thanking you,
Yours faithfully.

For Bajaj Finserv Limited

Janes K Timan

Sonal R Tiwari

Company Secretary

Encl: As above

Bajaj Finserv Limited

Corporate Office: 6th Floor, Bajaj Finsery Corporate Office, Off Pune-Ahmednagar Road, Tel: +91-20-30405700 www.bajajfinsery.in

Viman-Nagar, Pune - 411 014, Maharashtra, India

Registered-Office: Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

Registered-Office: Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

## **BAJAJ FINSERV LIMITED**

Sr.No.		Description	n		Particu	lars
A	Date of AGM				22 July 2015	·
В	Total Number o date, i.e. 16 Jul		s as on Cut-	off	45,124	
<u> </u>	No. of Shareho	lders present	in the meeti	ng	115	
	Shareholders	Present	Present	Total	Shares	Percentage to Capital
		in person	through Proxy			
	Promoter and Promoter Group	3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3	43	46	92,035,524	57.84
Maria de la composition della	Public	57	12	69	6,657,139	4.18
	Total	60	55	115	98,692,663	62.02
P	No. of sharehol Video conferen Agenda-wise d	cing facility w	as made ava	ı throug iilable	h Video Conferenc	ing- <b>NIL</b> ; No

## Details of the Agenda

year ended 31 March 2015 together with Directors' and Auditors' Reports thereon	Resolution 1: Ordinary Resolution- Adoption of stand-alone financial statement and the co		AG	The Mode of voting for all resolutions was remote e-voting (which included physical Ballot forms cont in adv
==	os		Ź.	n .
<u> </u>	_ <u>=</u>		•	돍
<u>Q</u>	≂ਰਾ			<u>ŏ</u>
<u> </u>	, <b>, ,</b>	in.	: : :	ο .
ω				<u> </u>
~ ~	0	. 9		ò
<u>a</u>	₫.	:		댥.
- 5	3		(	70
_ <u>N</u> i	Ź.		S	ō.
-2	Ţ			<u>0</u>
<u></u>	<u> </u>			
Ö	÷	1.5		29
- 00	<u>.</u>			<u>-</u>
-5	3			፰.
æ	) }	ş/		9
≦.	ģ.	54547		S
ੁੜ-	ŏ		- 1	≥
⋾	Ö			<u>.</u>
- G	<u></u>			<u>rei</u>
<u></u> G-	-9-	<del></del>		5
	St			Ď
	Ĭ-		<del>, .</del>	P
- ₹	4			Š
. Ъ	<u></u>			Ĕ.
Ë	ne		ó	9
=	⇒			\$
_5_	na			<u> </u>
77	nc		. !	3
<u> </u>	<u>a</u> .			- 5
ŏ	st.	Ċ	. }	
S.	ᇎ			<u>.</u>
=	ä	1.5		<u> </u>
<u> </u>	<u>ē</u>			₽
e	<u> </u>		-	ξ
ž	3			<u>?</u>
	0			<u>u</u>
	Je.			
	Ω		,	ŧ
	<u>ყ_</u>		<u>`</u>	<u>.</u>
1.11	nsolidated fir			<u>.</u>
	<u>.</u>			ġ
	ate		į.	ñ
	ď		Ċ	Ď
	Ŧ		- 5	•
	百	. * -	=	3
<del></del>	ਨੁ		2	<u> </u>
	<u>a</u>		Š	5
٠٠٠٠.	sts		7	ξ.
	ŧe		e) a	2
2	Ĭ		2	3
	en En		2	Σ.
	S		្យ	•
	<u>o</u>		Č	į
	<b>=</b>		=======================================	
	Ē.,		o	1
	<u></u>			-
	3=			
<u>-</u>	<u>a</u> —			
	3		—ã	<u> </u>

enue of

No. of Votes Cast 117,665,911 12,027,645 13,361,387 92,276,879 on outstanding No. of Votes –in shares Favour (3)=[(2)/(1)]\*10 % of Votes Cast 73.95 117,665,911  $\Xi$ 13,361,387 92,276,879 12,027,645 No. of Votes – % of Votes in against Favour on vot 5 Favour on votes against on votes
Cast Cast Cast |(6)=[(4)/(2)]\*10|||(7)=||(5)/(2)]\*10 100.00 100.00 % of Votes

Promoter and Promoter Group

92,852,783

(2)

Promoter/Public

No. of shares held as on 16 July 2015

Public Institutional holders
Public-Others

159,125,184 41,266,460

ANNEXURE

Resolution 2 : Ordinary Resolution Declaration of Dividend on Equity Shares-35%

Total	Public-Others	Public Institutional holders	Promoter and Promoter Group	Promoter/Public		a S	2		Resolution 3 : Ordinary Resolution Appointment of Shri Rajiv Bajaj , Director retiring by rotation	Total	Public-Others	Public Institutional holders	Promoter and Promoter Group	Promoter/Public		NO.	
159,125,184	41,266,460	25,005,941	92,852,783	2		as on 16 July 2015	No. of shares held		n Appointment o	159,125,184	41,266,460	25,005,941	92,852,783	B		No. of shares neid   No. of sh	Ⅱ.
117,694,933	13,861,393	12,056,661	92,276,879	(2)			No. of Votes Cast		of Shri Rajiv Bajaj	117,694,933	13,361,393	12,056,661	92,276,879	(2)		NO. Of Votes Case	- 1
3 73.96				(3)=[(2)/[1		shares	on outstanding	% of Votes Cast	, Director retiring	73.96	32.38	48.22	99.38	(3)=[(2)/(1)]*10 0		shares F	
117,670,903			32,270,073	<b>4</b>		Favour	No. of Votes -in		g by rotation	 117,694,933	13,361,393	12,056,661	92,276,879	<b>£</b>		Favour	No of Votes -in
03 24,030	-	24,03		[9]	ř.	against	No. of Votes -			 3 0			0	[9]		st	No of Votes -
0 86.66		-		0 0	(G)-[(A)/(2)]*10	Favour on votes	% of Votes in			TOULON						es	% of Votes in
				0		against on votes				 0.00			3	0 100	Cast (7) *10	against on votes	% of Votes



Resolution 4: Ordinary Resolution Ratification of appointment of Dalal & Shah, Statutory Auditors and fixing their remuneration

		0	117,694,933	73.96	117,694,933	159,125,184	o da
0	100:00		13,361,393	32.38	13,361,393	41,266,460	Public-Others
0	100.00	0	12,056,661	48.22	12,056,661	25,005,941	Public Institutional holders
	100.00	0	92,276,879	99.38	92,276,879	92,852,783	Promoter and Promoter Group
01*[(2)/(5)]=(2)	[6]=[(4)/(2)]*10 0	(5)	4	(3)=[(2)/(1)]*10 0	(2)	<b>(2)</b>	Promoter/Public
% of Votes against on votes Casti	% of Votes in Favour on votes Cast	No. of Votes against	No. of Votes -in Favour	on outstanding shares	No. of Votes Cast	No. of shares held as on 16 July 2015	
har-Taras				% of Votes Cast			
0.02		18,603	117,668,522	73.96	117,687,125	159,125,184	Total
0	100.00	щ	13,361,392	32,38	13,361,393	41,266,460	Public-Others
0.15	99.85	18,602	12,030,251	48.18	12,048,853	25,005,941	Public Institutional holders
0	100.00	0	92,276,879	99.38	92,275,879	92,852,783	Promoter Group
(7)=[(5)/(2)]*10 0	(6)=[(4)/(2)]*10 0	(5)	<b>-</b>	(3)=[(2)/(1)]*10 0	(2)	Ξ	Promoter/Public
Cast	Cast						
against on votes	E E	against	Favour			as on 16 July 2015	
% of Votes	% of Votes in	No. of Votes -	No. of Votes -in	on outstanding	No. of Votes Cast	No. of shares held	
		*		2000 40000 0000			



Shyamprasad D. Limaye

B.Com. LL.B., F.C.S

Company Secretary

32, Navketan Society, Kothrud, Pune: 411-038.

Tel.: (O) 25 43 03 88 (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 Finsery Limited,

-CIN: L65923PN2007PLC130075,

Bajaj Auto Ltd. Complex,

Mumbai-Pune Road,

Akurdi, Pune 411035.

## Dear Sir

- I. Shyamprasad D. Limaye, a Company Secretary in practice, has been appointed by the Board of Directors of Bajaj Fisery Limited ("The Company") as a scrutinizer for the purpose of Scrutinizing the e-voting process along with Ballot forms and 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 8th Annual General Meeting (AGM) of the members—of-the Company, held on Wednesday—22nd July, 2015 at 4.15 p.m. at Registered office of the Company at Mumbai-Pune road, Akurdi, Pune 411035.
- 2. The notice dated 20<sup>th</sup> May, 2015 convening the 8<sup>th</sup> Annual General Meeting (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 and ballot forms on the resolutions contained in the Notice to the 8th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process, ballot forms and instapoll is restricted to make a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" and "abstained" ballots and votes, based on the reports generated from the e-voting process system provided by Karvy Computershare Private Limited, the authorized agency engaged by the Company, to provide remote e-voting facilities, Ballot forms received and instapoll.
- 4. Further to the above, I submit my report as under:-
  - The remote e-voting period remained open from Sunday 19<sup>th</sup> July, 2015 (9:00 A.M) to Tuesday 21<sup>st</sup> July, 2015 (5:00 P.M).
  - ii. Ballot forms received till Tuesday 21st July, 2015 (5:00 P.M) are considered.



- The members who were on record of the Company as on the "cut-off date i.e. Thursday, 16th July, 2015, (End of Day) entitled to vote on the resolutions as set out in the notice of the 8th Annual General Meeting (AGM) of the Company.
- The e-voting was again provided at the 8th Annual General Meeting on Wednesday 22nd July, 2015 for those members who attended the meeting but not voted through remote e-voting facility.
- The votes cast via remote e-voting were blocked on Tuesday 21st July, 2015 immediately after completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Mr. Chaitanya V. Pol-who are not in the employment of the Company.
- Thereafter considering remote e-voting the Ballot forms received and votes by instapoll, the combined result of the voting is annexed The details containing inter alia, list of Equity Share Holders, who voted "for", "against", on each of the resolutions that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy Computershare Private Limited ("Karvy") i.e. https://evoting.karvy.com/and is based on such reports generated.

Thanking You, Yours faithfully.

Shyamprasad Limaye Company Secretary

Membership No. FCS 1587 CP 572

Place: PUNE Date: 22/07/2015

Based on the forgoing, the Resolution Nos. 1 to 5 have been passed with requisite majority.

For Bajaj Finsery Limited

RAHUL BAJAJ CHAIRMAN

Recalation   Australia   Aus	- 				Railot Control	RPOOR F	L'A SINITOV	NCTA BOIL	-	M held on	77/77/701	л					
Trackes-1/2   Sallots   Votes   Realinst   Cotes   Invalid   Notes   Invalid   I	Resolution					Favour	Favour		24 1	Against		invalid			Abstain-	Abstain-	
117646342	Ē	Adoption of Empirical statements for	_				votes	ravour %	Dallots	votes				Invalid %	Sallots	votes	Abstain
17349   0   0   0   0   0   0   0   0   0		the year ended 31 March 2015 and		242	117676125	238	117646342				\\					*6 29783	
117665911 99.97 0 0 0 0 0 0 1 17675364 99.97 0 0 0 0 0 0 0 0 17675364 99.97 0 0 0 0 0 0 0 0 0 17651334 99.98 0 0 0 0 0 0 0 0 0 17651334 99.98 3 24030 0 0 0 0 0 0 17768853 99.98 3 24030 0 0 0 0 0 0 0 17768853 99.98 3 24030 0 0 0 0 0 0 0 17768853 99.98 3 18603 0.02 0 0 0 0 17768854 99.98 3 18603 0.02 0 0 0 0 17768854 99.98 3 18603 0.02 0 0 0 0 17768854 99.98 3 18603 0.02 0 0 0 0 0 17768853 100.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	<u></u>	the Directors' and Auditors' Repor	<u> </u>	4	2220	4	2220									::::::::::::::::::::::::::::::::::::::	1
117655911 99.97 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0				Å	17249	Š	17340										
117675364  117675364  117684933  1100.00  0  0  0  0  0  0  0  0  0  0  0		3		<b>3</b> 86	117695694	787	117665011								4.	3	
17349   0   0   0   0   0   0   0   0   0		To declare dividend.	Electronic	242	117676125	241	117675364								*	2 761	
117349 0 0 0 0 0 0 0 1 117694933 100.000 0 0 0 0 0 0 0 1 117651334 100.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	ν.		Physical	4	2220	4	2220									0	
117894933 100,00 0 0 0 0 0 0 1 17851334 3 24030 0 0 0 0 0 0 1 178570913 99.98 3 24030 0.02 0 0 0 0 1 178570913 99.98 3 24030 0.02 0 0 0 0 1 17868522 99.98 3 18603 0.02 0 0 0 0 17868522 99.98 3 18603 0.02 0 0 0 0 17869933 100,00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			Instapol	40	17349	40	17349										_
117651334 3 24030 0 0 0 0 1 177349 99.98 3 24030 0.02 0 0 0 117648953 99.98 3 24030 0.02 0 0 0 0 117678953 99.98 3 18603 0.02 0 0 0 0 117675364 99.98 3 18603 0.02 0 0 0 0 117649933 100,00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	1	Total	:	286	117695694	285	117694933							2	**	2 761	
117349 117570903 99.98 3 24030 0 0 0 0 0 117648953 99.98 3 18603 0 0 0 0 0 0 0 117675364 17349 99.98 3 18603 0 0 0 0 0 0 0 0 0 117694933 100.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		Bajaj,		242	117676125	238	117651334	ヿ			-			-	**2		
117349 0 0 0 0 0 0 1774953 99.98 3 24030 0.02 0 0 0 17748953 99.98 13 18603 0.02 0 0 0 17749953 99.98 3 18603 0.02 0 0 0 0 17765364 99.98 3 18603 0.02 0 0 0 0 177694933 1000.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	w	retires by rotation	Physical	4	2220	4	2220	_			-				22.2		_
1176748953 99.98 3 24030 0.02 0 0 117648953 99.98 13 18603 0.02 0 0 0 17349 0 0 0 0 0 0 17668522 99.98 3 18603 0.02 0 0 0 0 17675364 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			Instapol	40	17349	40	17349	•				-				0	
117648953 1 18603 0 0 0 0 0 0 17349 117688522 99.98 1 18603 0 0 0 0 0 0 0 1768522 99.98 1 18603 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		Total		286	117695694	282	117670903								- 1	2 761	-
117349 0 0 0 0 0 0 17668522 99.98 3 18603 0.02 0 0 0 1769933 100.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		Ratification of appointment Dalal &	Electronic	242	117676125	237	117648953								**3	60	Ĭ
117349 99.98 3 18603 0.02 0 0 0 117685522 99.98 3 18603 0.02 0 0 0 117694933 100.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	<u> </u>	Shah, Chartered Accountants, as	Physical	4	2220		2220							:			_
1176-885-22 99.98 3 18603 0.02 0 0 1176-94933 100.00 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	4	Auditors and fixing their remuneration		5	17340	<b>3</b>	17340			<u> </u>				·	Lance of the State		
117675364 177349 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0			ia. Livro	286	117695694	281	117668522							0		*3 8569	
2220 17349 100.000 0 0 0 0 0 0 0 0 0 0 0 0		Approval of remuneration to Cost	Electronic	242	117676125	241	117675364										
		Auditor	Physical	4 6	2220		2220			y							
		Potal	7 C	786	117695694	285	117694933									36.	
			ilatrois-					٦	A 2				- [				
	*Partially vo **Partially v	sted in favour & Partially not voted. oted in favour & Partially not voted	Hence Ballot	numbers app	bear more by	2 numbe , 1 numb	e s					<b>%</b>					
						et en antique de la companya de la c						S * SHYAW	F.C.S. 1	N S NAME		34	
						The same of the same and the sa							S Yme S				
						AND THE STREET S				Control of the Contro				where I was a second or second			
						page to the state of the state					<u> </u>						