

BAJAJ FINANCE LIMITED

SEC/BSE/2016/378

26 July 2016

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 Sirs,

Sub: Announcement of Outcome of 29th Annual General Meeting (AGM) held on 26 July 2016

Ref: Submission of Voting Results pursuant to Regulation 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations, 2015').

We wish to inform you that 29th AGM of the Company was held on Tuesday, 26 July 2016 at 12 noon at the registered office of the Company at Akurdi, Pune 411 035.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder ('Rules') and Regulation 44 of the SEBI Listing Regulations, 2015, the Company had provided facility for remote e-voting to the members as on 20 July 2016 (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, 23 July 2016 (9.00 am) to Monday, 25 July 2016 (5.00 pm).

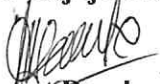
As required under the said Rules, electronic voting facility was also made available at the venue of the AGM and members attending the meeting who had not already cast their votes by remote e-voting were able to cast their vote at the venue of the meeting using electronic voting.

The Company has now received the consolidated report of the Scrutiniser, 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 26 July 2016.

A disclosure of proceedings of the meeting and voting results of the meeting in terms of Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the business considered and approved by the members with an overwhelming requisite 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 & on the website of Karvy Computershare Private Limited.

Kindly acknowledge and take the same on record.

Thanking you,
Yours faithfully,
For Bajaj Finance Limited


Anant Damle
Company Secretary
Encl.: as above



BAJAJ FINANCE LIMITED

Date of the AGM/EGM	26-07-2016
Total number of shareholders on record date	45,607
No. of shareholders present in the meeting either in person or through proxy:	145
Promoters and Promoter Group:	4
Public:	141
No. of Shareholders attended the meeting through Video Conferencing	Nil
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of financial statements for the year ended 31 March 2016 and the Directors' and Auditors' Reports thereon							
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
Promoter and Promoter Group	E-Voting (Remote e-voting and voting at the AGM)	30893907	30893907	100.00	30893907	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	30893907	30893907	100.00	30893907	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at the AGM)	13444973	10214027	75.97	10214027	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	13444973	10214027	75.97	10214027	0	100.00	Nil
Public- Non Institutions	E-Voting (Remote e-voting and voting at the AGM)	9533310	2438476	25.58	2438476	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	9533310	2438476	25.58	2438476	0	100.00	Nil
Total		53872190	43546410	80.83	43546410	0	100.00	Nil



Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of final dividend, if any and approval of interim dividend							
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
Promoter and Promoter Group	E-Voting (Remote e-voting and voting at the AGM)	30893907	30893907	100.00	30893907	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	30893907	30893907	100.00	30893907	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at the AGM)	13444973	10257777	76.29	10257777	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	13444973	10257777	76.29	10257777	0	100.00	Nil
Public- Non Institutions	E-Voting (Remote e-voting and voting at the AGM)	9533310	2438476	25.58	2429076	9400	99.61	0.39
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	9533310	2438476	25.58	2429076	9400	99.61	0.39
	Total	53872190	43590160	80.91	43580760	9400	99.98	0.02



Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Rahul Bajaj, Chairman, who retires by rotation							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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
Promoter and Promoter Group	E-Voting (Remote e-voting and voting at the AGM)	30893907	30893907	100.00	30893907	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	30893907	30893907	100.00	30893907	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at the AGM)	13444973	10242149	76.18	9973297	268852	97.38	2.62
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	13444973	10242149	76.18	9973297	268852	97.38	2.62
Public- Non Institutions	E-Voting (Remote e-voting and voting at the AGM)	9533310	2438476	25.58	2438476	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	9533310	2438476	25.58	2438476	0	100.00	Nil
Total		53872190	43574532	80.89	43305680	268852	99.38	0.62



Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of Dalal & Shah LLP, Chartered Accountants, as auditors and fixing their remuneration							
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
Promoter and Promoter Group	E-Voting (Remote e-voting and voting at the AGM)	30893907	30893907	100.00	30893907	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	30893907	30893907	100.00	30893907	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at the AGM)	13444973	10255862	76.28	9649686	606176	94.09	5.91
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	13444973	10255862	76.28	9649686	606176	94.09	5.91
Public- Non Institutions	E-Voting (Remote e-voting and voting at the AGM)	9533310	2438456	25.58	2438438	18	99.99	0.00
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	9533310	2438456	25.58	2438438	18	99.99	0.00
	Total	53872190	43588225	80.91	42982031	606194	98.61	1.39



Resolution required: (Ordinary/ Special)	Special - Issue of non-convertible debentures through private placement							
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
Promoter and Promoter Group	E-Voting (Remote e-voting and voting at the AGM)	30893907	30893907	100.00	30893907	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	30893907	30893907	100.00	30893907	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at the AGM)	13444973	10128353	75.33	9923044	205309	97.97	2.03
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	13444973	10128353	75.33	9923044	205309	97.97	2.03
Public- Non Institutions	E-Voting (Remote e-voting and voting at the AGM)	9533310	2438456	25.58	2438338	118	99.99	0.00
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	9533310	2438456	25.58	2438338	118	99.99	0.00
	Total	53872190	43460716	80.67	43255289	205427	99.53	0.47



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 Finance Ltd,
CIN: L65910MH1987PLC042961,
Bajaj Auto Ltd. Complex,
Mumbai-Pune Road,
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 e-voting process along with 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 29th Annual General Meeting (AGM) of the members of the Company, held on Tuesday 26th July, 2016 at 12.00 noon at Registered office of the Company at Mumbai-Pune road, Akurdi, Pune 411035.
2. The notice dated 24th May, 2016 convening the 29th 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 on the resolutions contained in the Notice to the 29th Annual General Meeting (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 Karvy Computershare Private Limited, the authorized agency engaged by the Company, to provide remote e-voting facilities and instapoll.
4. Further to the above, I submit my report as under:-
 - i. The remote e-voting period remained open from Saturday 23rd July, 2016 (9:00 A.M) to Monday 25th July, 2016 (5:00 P.M).
 - ii. The members who were on record of the Company as on the "cut-off" date i.e. Wednesday, 20th July, 2016, (End of Day) entitled to vote on the resolutions as set out in the notice of the 29th Annual General Meeting (AGM) of the Company.

Shyamprasad D. Limaye

Company Secretary

- iii. The votes cast via remote e-voting were blocked on Monday 25th July, 2016 immediately after completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Mr. Bhushan M. Lunawat who are not in the employment of the Company.
- iv. The instapoll was provided at the 29th Annual General Meeting on Tuesday 26th July, 2016 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.
- v. Thereafter considering remote e-voting and votes by instapoll, the combined result of the voting is annexed. The details containing inter alia, votes put in or "for", "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 e-voting website of 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: 27/07/2016



Based on foregoing, the Resolutions No.1 to 5 have been passed with requisite majority.

For Bajaj Finance Limited



Rahul Bajaj
CHAIRMAN

BAJAJ FINANCE LIMITED-26/07/2016-AKURDI,PUNE 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 financial statements for the year ended 31 March 2016 and the Directors' and Auditors' Reports thereon	462	43744876	459	43546410	100.00	0	0	0.00	0	0	3	43794	154672
2	Declaration of final dividend, if any and approval of interim dividend	462	43744876	459	43580760	99.98	2	9400	0.02	0	0	1	44	154672
3	Re-appointment of Rahul Bajaj, Chairman, who retires by rotation	462	43744876	438	43305680	99.38	22	268852	0.62	0	0	2	15672	154672
4	Ratification of appointment of Dalal & Shah LLP, Chartered Accountants, as auditors and fixing their remuneration	462	43744876	439	42982031	98.61	20	606194	1.39	0	0	3	1979	154672
5	Issue of non-convertible debentures through private placement:	462	43744876	419	43255289	99.53	30	205427	0.47	0	0	13	129488	154672



Shyamprasad D. Limaye

Shyamprasad D.Limaye

F.C.S.1587 C.P.572

BAJAJ FINANCE LIMITED-26/07/2016-AKURDI,PUNE Evoting

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of financial statements for the year ended 31 March 2016 and the Directors' and Auditors' Reports thereon	407	43689579	404	43491113	100.00	0	0	0.00	0	0	3	43794	154672
2	Declaration of final dividend, if any and approval of interim dividend	407	43689579	404	43525463	99.98	2	9400	0.02	0	0	1	44	154672
3	Re-appointment of Rahul Bajaj, Chairman, who retires by rotation	407	43689579	383	43250383	99.38	22	268852	0.62	0	0	2	15672	154672
4	Ratification of appointment of Dalal & Shah LLP, Chartered Accountants, as auditors and fixing their remuneration	407	43689579	384	42926734	98.61	20	606194	1.39	0	0	3	1979	154672
5	Issue of non-convertible debentures through private placement:	407	43689579	364	43199992	99.53	30	205427	0.47	0	0	13	129488	154672

BAJAJ FINANCE LIMITED-26/07/2016-AKURDI,PUNE Instapoll

Srl	Resolution	Ballots		Favour			Against			Invalid		Abstain		Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of financial statements for the year ended 31 March 2016 and the Directors' and Auditors' Reports thereon	55	55297	55	55297	100.00	0	0	0.00	0	0	0	0	0
2	Declaration of final dividend, if any and approval of interim dividend	55	55297	55	55297	100.00	0	0	0.00	0	0	0	0	0
3	Re-appointment of Rahul Bajaj, Chairman, who retires by rotation	55	55297	55	55297	100.00	0	0	0.00	0	0	0	0	0
4	Ratification of appointment of Dalal & Shah LLP, Chartered Accountants, as auditors and fixing their remuneration	55	55297	55	55297	100.00	0	0	0.00	0	0	0	0	0
5	Issue of non-convertible debentures through private placement:	55	55297	55	55297	100.00	0	0	0.00	0	0	0	0	0



Shyamprasad D. Limaye

Shyamprasad D.Limaye
F.C.S.1587 C.P.572