

BAJAJ FINANCE LIMITED

SEC/SE/2017/407

20 July 2017

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 30th Annual General Meeting (AGM) held on 19 July 2017

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 30th AGM of the Company was held on Wednesday, 19 July 2017 at 12.15 p.m. 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 13 July 2017 (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 Sunday, 16 July 2017 (9.00 am) to Tuesday, 18 July 2017 (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 19 July 2017.

A disclosure of proceedings of the meeting and voting results of the meeting in terms of Regulations 30 and 44 of the SEBI Listing Regulations, 2015 and the business considered and approved by the members with 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	19-07-2017
Total number of shareholders on record date	97903
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	5
Public:	191
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)	ORDINARY - Adoption of financial statements for the year ended 31 March 2017 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 AGM)	318583070	318583070	100.00	318583070	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	318583070	318583070	100.00	318583070	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at AGM)	135425631	103243181	76.24	103243181	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	135425631	103243181	76.24	103243181	0	100.00	Nil
Public- Non Institutions	E-Voting (Remote e-voting and voting at AGM)	95881389	21715378	22.65	21715378	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	95881389	21715378	22.65	21715378	0	100.00	Nil
Total		549890090	443541629	80.66	443541629	0	100.00	Nil



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Declaration of 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 AGM)	318583070	318583070	100.00	318583070	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	318583070	318583070	100.00	318583070	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at AGM)	135425631	103287181	76.27	103287181	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	135425631	103287181	76.27	103287181	0	100.00	Nil
Public- Non Institutions	E-Voting (Remote e-voting and voting at AGM)	95881389	21715378	22.65	21714518	860	100.00	0.00
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	95881389	21715378	22.65	21714518	860	100.00	0.00
	Total	549890090	443585629	80.67	443584769	860	100.00	0.00



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Madhur Bajaj, director, who retires by rotation							
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 AGM)	318583070	318583070	100.00	318583070	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	318583070	318583070	100.00	318583070	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at AGM)	135425631	100849678	74.47	97611644	3238034	96.79	3.21
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	135425631	100849678	74.47	97611644	3238034	96.79	3.21
Public- Non Institutions	E-Voting (Remote e-voting and voting at AGM)	95881389	21715318	22.65	21715308	10	100.00	0.00
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	95881389	21715318	22.65	21715308	10	100.00	0.00
Total		549890090	441148066	80.22	437910022	3238044	99.27	0.73



Resolution No.	4							
Resolution required: (Ordinary/Special)	ORDINARY - Appointment of S R B C & CO 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 AGM)	318583070	318583070	100.00	318583070	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	318583070	318583070	100.00	318583070	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at AGM)	135425631	103287181	76.27	103215127	72054	99.93	0.07
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	135425631	103287181	76.27	103215127	72054	99.93	0.07
Public- Non Institutions	E-Voting (Remote e-voting and voting at AGM)	95881389	21715378	22.65	21715188	190	100.00	0.00
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	95881389	21715378	22.65	21715188	190	100.00	0.00
	Total	549890090	443585629	80.67	443513385	72244	99.98	0.02



Resolution No.	5							
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 AGM)	318583070	318583070	100.00	318583070	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	318583070	318583070	100.00	318583070	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at AGM)	135425631	92480487	68.29	90261650	2218837	97.60	2.40
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	135425631	92480487	68.29	90261650	2218837	97.60	2.40
Public- Non Institutions	E-Voting (Remote e-voting and voting at AGM)	95881389	21715318	22.65	21714102	1216	99.99	0.01
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	95881389	21715318	22.65	21714102	1216	99.99	0.01
	Total	549890090	432778875	78.70	430558822	2220053	99.49	0.51



Resolution No.	6							
Resolution required: (Ordinary/Special)	SPECIAL - Payment of commission to non-executive directors for a period of five years commencing from 1 April 2017							
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 AGM)	318583070	318583070	100.00	318583070	0	100.00	Nil
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	318583070	318583070	100.00	318583070	0	100.00	Nil
Public- Institutions	E-Voting (Remote e-voting and voting at AGM)	135425631	91683993	67.70	91627912	56081	99.94	0.06
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	135425631	91683993	67.70	91627912	56081	99.94	0.06
Public- Non Institutions	E-Voting (Remote e-voting and voting at AGM)	95881389	21715248	22.65	21708014	7234	99.97	0.03
	Poll	NA	NA	NA	NA	NA	NA	NA
	Total	95881389	21715248	22.65	21708014	7234	99.97	0.03
Total		549890090	431982311	78.56	431918996	63315	99.99	0.01



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,
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 30th Annual General Meeting (AGM) of the members of the Company, held on Wednesday 19th July, 2017 at 12.15 p.m at Registered office of the Company at Mumbai-Pune road, Akurdi, Pune 411035.
2. The notice dated 17th May, 2017 convening the 30th 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 30th 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 Sunday 16th July, 2017 (9:00 A.M) to Tuesday 18th July, 2017 (5:00 P.M).
 - ii. The members who were on record of the Company as on the "cut-off" date i.e. Thursday, 13th July, 2017, (End of Day) entitled to vote on the resolutions as set out in the notice of the 30th Annual General Meeting (AGM) of the Company.

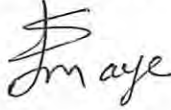


Shyamprasad D. Limaye

Company Secretary

- iii. The votes cast via remote e-voting were blocked on Tuesday 18th July, 2017 immediately after completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Ms. Ketaki S. Akshikar who are not in the employment of the Company.
- iv. The instapoll was provided at the 30th Annual General Meeting on Wednesday 19th July, 2017 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: 19/07/2017



Based on foregoing, the Resolutions No.1 to 6 have been passed with requisite majority.

For Bajaj Finance Limited



Rahul Bajaj
CHAIRMAN

Ballot Control Report E-Voting & Instapoll MGT-13

Resolution ID	Resolution Desc	Mode	Ballot Received	Total Votes	Favour-Ballots	Favour-Votes	Favour-%	Against-Ballots	Against-Votes	Against-%	Invalid-Ballots	Invalid-Votes	Invalid-%	Abstain-Ballots	Abstain-Votes	Abstain-%	
1	Adoption of financial statements for the year ended 31 March 2017 and the Directors' and Auditors' Reports thereon	Electronic	527	444732428	525	443039750								2	44460		
		Physical															
		Instapoll	52	501879	52	501879											
	TOTAL		579	445234307	577	443541629	99.62							2	44460	0.01	
2	Declaration of dividend	Electronic	527	444732428	526	443083750								1	460		
		Physical															
		Instapoll	52	501879	51	501019		1	860								
	TOTAL		579	445234307	577	443584769	99.63	1	860					1	460		
3	Re-appointment of Madhur Bajaj, director, who retires by rotation	Electronic	527	444732428	470	437408143		42	3238044					15	2438023		
		Physical															
		Instapoll	52	501879	52	501879											
	TOTAL		579	445234307	522	437910022	98.35	42	3238044	0.73				15	2438023	0.55	
4	Appointment of S R B C & CO LLP, Chartered Accountants, as auditors and fixing their remuneration	Electronic	527	444732428	523	443011506		3	72244					1	460		
		Physical															
		Instapoll	52	501879	52	501879											
	TOTAL		579	445234307	575	443513385	99.61	3	72244	0.02				1	460		
5	Issue of non-convertible debentures through private placement	Electronic	527	444732428	465	430056943		39	2220053					24	10807214		
		Physical															
		Instapoll	52	501879	52	501879											
	TOTAL		579	445234307	517	430558822	96.7	39	2220053	0.5				24	10807214	2.43	
6	Payment of commission to non-executive directors for a period of five years commencing from 1 April 2017	Electronic	527	444732428	490	431417117		17	63315					20	11603778		
		Physical															
		Instapoll	52	501879	52	501879											
	TOTAL		579	445234307	542	431918996	97.01	17	63315	0.01				20	11603778	2.61	



Shyamprasad D. Limaye

Shyamprasad D Limaye
FCS 1587 CP 572