

Bajaj Auto Limited Akurdi Pune 411 035 India

Tel +91 20 27472851 Fax +91 20 27407380 www.bajajauto.com

29 July 2016

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: 532977

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: cmlist@nse.co.in

NSE Code: BAJAJ - AUTO

Dear Sirs,

Sub: Announcement-Outcome of 9th Annual General Meeting (AGM) held on 27 July 2016

Ref: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations

and Disclosure Requirements) Regulations, 2015.

We wish to inform you that 9th AGM of the company was held on Wednesday, 27 July 2016 at 12.15 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 ('Rules') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders 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 Sunday, 24 July 2016 (9.00 am) to Tuesday, 26 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 (InstaPoll).

The Company has now received the consolidated report of the Scrutinizer, confirming details of voting through remote e-voting and details of electronic voting (by InstaPoll) 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 27 July 2010.

A disclosure of voting results of the meeting in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 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,

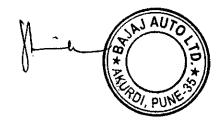
For Bajaj Auto Limited

J Sridhar

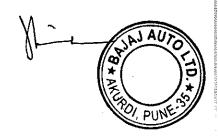
Company Secretary

Encl: as above

Date of the AGM/EGM Total number of shareholders on record date No. of shareholders present in the meeting either		E	BAJAJ AUTO LIN					
Total number of shareholders on record date				22 48 2246				
				27-07-2016				
No. of shareholders present in the meeting either				76602				
	in person or throu	ugh proxy:				······································		
Promoters and Promoter Group:				35				
Public:				206				
No. of Shareholders attended the meeting throug	th Video Conferenc	dng		Nii				
Promoters and Promoter Group:				o				
Public:				o			***************************************	,
								·
Resolution required: (Ordinary/ Special)	ORDINARY - Adop	tion of standalone	and consolidated f	inancial statement	s for the year ende	d 31 March 2016.		
Whether promoter/ promoter group are interested	d in the agenda/re:	solution?						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
	E-Voting		14,26,23,082	100.0000	14,26,23,082		100.0000	
Promoter and Promoter Group	Poll (InstaPoli at AGM)	14,26,23,082	-		-		-	-
	Total E-Voting		14,26,23,082 6,05,69,100	100.0000 84.1242		<u>-</u>	100.0000	
	Poll (InstaPoll at AGM)	7,21,18,515	-		-	-	-	-
	Total E-Voting		*6,06,69,100 2,66,35,360		6,06,69,100 2,66,35,356		99.9999	0.0001
	Poll (InstaPoll at AGM)	7,46,25,423					100.0000	
	Yota!		2,67,06,337	35.7872	2,67,06,333	4	99.9999	0.0001
* Includes 34700 shares- voted invalid/abstained	Yotal .	28,93,67,020	*22,99,98,519	79.4833	22,99,98,515		99.9999	0.0001
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are intereste			nd of Rs. 5 per equ	ity share and appr	ove the interim div	idend.		
whether promotery promoter group are intereste	o in the agenda/res	solution		I				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
	E-Voting Poll (InstaPoll at		14,26,23,082	100.0000	14,26,23,082	-	100.0000	
Promoter and Promoter Group	AGM) Total	14,26,23,082		100 0000	-	-		-
	E-Voting	<u> </u>	14,26,23,082 6,07,51,145	100.0000 84.2379			100.0000	-
Public- Institutions	Poli (instaPoli at AGM)	7,21,18,515		-		-		-
İ	Total	1	6,07,51,145				100.0000	
			4 / 4 - 4					
	E-Voting Poll (InstaPoll at AGM)	7,46,25,423	2,66,35,356 70,977				100.0000	-
	E-Voting Poll (InstaPoll at	7,46,25,423 28,93,67,020	70,977 *2,67,06,333	0.0951 35.7872	70,977 2,67,06,333			-



Resolution required: (Ordinary/ Special)	ORDINARY - Re-a	pointment of Man	isis (ceji wai, wito i	eures by rotation.		~		
Whether promoter/ promoter group are interes	ted in the agenda/re	solution?						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	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		14,26,23,082	100.0000	14,26,23,082		100.0000	
Promoter and Promoter Group	Poli (InstaPoll at AGM)	14,26,23,082	-	-	-	-		-
<u> </u>	Total		14,26,23,082	100.0000	14,26,23,082	_	100.0000	-
Public- Institutions	E-Voting Poll (InstaPoll at AGM)	7,21,18,515		81.4787	2,91,14,697	2,96,46,539	49,5474 -	50.4525
, , , , , , , , , , , , , , , , , , ,	Total E-Voting		*5,87,61,236	81.4787	2,91,14,697	2,96,46,539	49.5474	50.4525
Public- Non Institutions	Poll (InstaPoll at AGM)	7,46,25,423		35.6921 0.0951	2,66,32,118 70,977	3,242	99.9878 100.0000	0.0121
	Total Total	28,93,67,020	2,67,06,337 *22,80,90,655	0.0000 78.8240	2,67,03,095	3,242	99.9879	0.0121
* includes 19,89,909 shares- voted invalid/abst		20,55,07,020	22,80,30,633	70.8240	19,84,40,874	2,96,49,781	87.0009	12.9991
						• • • • • • • • • • • • • • • • • • • •		
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes		pointment of Sanj	iv Bajaj, who retire	s by rotation.				· · · · · · · · · · · · · · · · · · ·
Category	Mode of Voting	No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes palled	% of Votes against on votes polled
				{3}=[(2)/(1)]* 100			(6)=[(4)/(2)]*100	(7)×[(5)/(2)]*100
	E-Voting Poll (InstaPoll at		14,26,23,082	100.0000	142623082		100.0000	
Promoter and Promoter Group	AGM)	14,26,23,082	-		-	-	-	
	Total		14,26,23,082	 		-	100.0000	
Public- Institutions	E-Voting Poll (InstaPoll at AGM)	7,21,18,515	6,06,77,724	84.1361	5,67,65,486	39,12,238	93.5524	6.4475
	Total		*6,06,77,724		5,67,65,486	39,12,238	93.5524	6.4475
Public- Non Institutions	E-Voting Poll (InstaPoli at AGM)	7,46,25,423	2,66,35,360 70,977	35.6921 0.0951	2,66,35,290 70,977		99.9997 100.0000	0.0002
	Total		2,67,06,337	0.0000	2,67,06,267	70	99.9997	0.0002
9 includes 73 A21 charge, untad [mm][d/alectain	Total	28,93,67,020			2,67,06,267 22,60,94,835	70 39,12,308	99.9997 98.2990	
includes 73,421 shares- voted invalid/abstain	Total	28,93,67,020						
• Includes 73,421 shares- voted invalid/abstain Resolution required: (Ordinary/ Special)	Total ed		*23,00,07,143		22,60,94,835	39,12,308	98.2990	1.7010
	Total ed ORDINARY - Ratii year 2016-17.	lcation of appointn	*23,00,07,143	79.4863	22,60,94,835	39,12,308	98.2990	1.7010
Resolution required: (Ordinary/ Special)	Total ed ORDINARY - Ratii year 2016-17.	lcation of appointn solution? No. of shares	*23,00,07,143	79.4863	22,60,94,835 ccountants, as stat No. of Votes – in	39,12,308 utory auditors and No. of Votes – against (5)	98.2990	1.7010 eration for the No % of Votes against on votes polled
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes	ORDINARY - Ratil year 2016-17. ited in the agenda/re Mode of Voting	lcation of appointn solution? No. of shares	*23,00,07,143 nent of Dalai & Sha No. of votes polled (2)	79.4863 h LLP, Chartered A % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	22,60,94,835 ccountants, as stat No. of Votes – in favour (4)	39,12,308 utory auditors and No. of Votes – against (5)	98.2990 fixing their remuni % of Votes in favour on votes polled (6)=[(4)/(2)]*100	1.7010 Pration for the No % of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes Category	Total ed ORDINARY - Ratil year 2016-17. ited in the agenda/re	lcation of appointn solution? No. of shares	*23,00,07,143 nent of Dalal & Sha No. of votes polled (2) 14,26,23,082	79.4863 h LLP, Chartered A % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	22,60,94,835 ccountants, as stat No. of Votes – in favour (4)	39,12,308 utory auditors and No. of Votes – against (5)	98.2990 fixing their remund % of Votes in favour on votes polled	1.7010 Pration for the No % of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes Category	ORDINARY - Ratil year 2016-17, sted in the agenda/re Mode of Voting E-Voting Poll (InstaPoll at AGM.) Total	lication of appointm solution? No. of shares held (1)	*23,00,07,143 nent of Dalal & Sha No. of votes polled (2) 14,26,23,082	79.4863 h LLP, Chartered A % of Votes Polled on outstanding shares {3}={(2)/(1)}* 100 100.0000	22,60,94,835 ccountants, as stat No. of Votes – in favour (4) 14,26,23,082	39,12,308 utory auditors and No. of Votes – against (5)	98.2990 fixing their remund % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000	1.7010 Pration for the No No of Votes against on votes polled (7)=[(5)/(2)]*100
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes	ORDINARY - Ratil year 2016-17. ited in the agenda/re Mode of Voting E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Poll (InstaPoll at AGM)	lication of appointm solution? No. of shares held (1)	*23,00,07,143 nent of Dalal & Sha No. of votes polled (2) 14,26,23,082 14,26,23,082 6,07,51,079	79.4863 h LLP, Chartered A % of Votes Polled on outstanding shares {3}={(2)/(1)}* 100 100.0000	22,60,94,835 ccountants, as stat No. of Votes – in favour (4) 14,26,23,082	39,12,308 utory auditors and No. of Votes – against (5)	98.2990 fixing their remuni % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000	1.7010 Pration for the No Sof Votes against on votes polled (7)=[(5)/(2)]*100
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes Category Promoter and Promoter Group	ORDINARY - Ratil year 2016-17. ited in the agenda/re Mode of Voting E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Total Total	ication of appointn solution? No. of shares heid (1) 14,26,23,082	*23,00,07,143 nent of Dalal & Sha No. of votes polled (2) 14,26,23,082 14,26,23,082 6,07,51,079	79.4863 h LLP, Chartered A % of Votes Polled on outstanding shares [3]=[(2)/(1)]* 100 100.0000 - 0.0000 84.2378	22,60,94,835 coountants, as stat No. of Votes – in favour (4) 14,26,23,082 14,26,23,082 5,93,66,148	39,12,308 utory auditors and No. of Votes – against (5) 13,84,931	98.2990 fixing their remuni % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 - 100.0000 97.7203 - 97.7203	1.7010 Pration for the No % of Votes against on votes polled (7)=[(5)/(2)]*100 2.2796
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes Category Promoter and Promoter Group	ORDINARY - Ratil year 2016-17. ited in the agenda/re Mode of Voting E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Poll (InstaPoll at AGM)	ication of appointn solution? No. of shares heid (1) 14,26,23,082	*23,00,07,143 nent of Dalal & Sha No. of votes polled (2) 14,26,23,082 6,07,51,079 *6,07,51,079 2,66,35,360	79.4863 h LLP, Chartered A % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000 84.2378	22,60,94,835 coountants, as stat No. of Votes – in favour (4) 14,26,23,082 14,26,23,082 5,93,66,148 2,66,35,356	39,12,308 utory auditors and No. of Votes – against (5) 13,84,931 13,84,931 4	98.2990 fixing their remuni % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 - 100.0000 97.7203 - 97.7203	1.7010 Peration for the No % of Votes against on votes polled (7)=[(5)/(2)]*100 2.2796 2.2796 0.0001
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interes Category Promoter and Promoter Group Public- Institutions	ORDINARY - Ratil year 2016-17. Ited in the agenda/re Mode of Voting E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Total	No. of shares held (1) 14,26,23,082	*23,00,07,143 nent of Dalal & Sha No. of votes polled (2) 14,26,23,082 6,07,51,079 *6,07,51,079 2,66,35,360	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 100.0000 84.2378 - 84.2378 35.6921 0.0951	22,60,94,835 Coountants, as stat No. of Votes – in favour (4) 14,26,23,082 14,26,23,082 5,93,66,148 2,66,35,356 70,977 2,67,06,333	39,12,308 utory auditors and No. of Votes – against (5) - 13,84,931 - 13,84,931	98.2990 fixing their remuni % of Votes in favour on votes polled (6)=[(4)/(2)]*100 100.0000 97.7203 97.7203 99.9999 100.0000	1.7010 Peration for the No Sof Votes against on votes polled (7)=[(5)/(2)]*100 2.2796 2.2796 0.0001 0.0000



talk-ather accompany are maked accompany and interest		Intment of Pradeep			· · · ·			
Whether promoter/ promoter group are interest	ed in the agenda/res	solution?		····				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 –	favour on votes polled	% of Votes against on votes polled (7)=[(5)/(2)]*100
	E-Voting		14,26,23,082	100,0000	14,26,23,082		100.0000	
Promoter and Promoter Group	Poli (InstaPoli at AGM)	14,26,23,082	-	-	-	-	•	
	Total		14,26,23,082	100.0000	14,26,23,082	•	100.0000	
	E-Voting		6,07,51,145	84.2379	5,81,88,330	25,62,815	95,7814	4.2185
Public- Institutions	Poll (InstaPoll at AGM)	7,21,18,515	-	-	•	-		
	Total		6,07,51,145	84.2379	5,81,88,330	25,62,815	95.7814	4.2185
	E-Voting		2,66,35,360	35.6921	2,66,35,358	2	99.9999	0,0001
Public- Non Institutions	Poll (InstaPoll at AGM)	7,46,25,423	70,977	0.0951	70,977		100.0000	
	Total		2,67,06,337	35.7872	2,67,06,335	2	99.9999	0.0001
	Total	28,93,67,020	23,00,80,564	79.5117	22,75,17,747	25,62,817	98.8861	1.1139
2011	learcia:	L.E	(p				1 .51	
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interest			r Pradeep Shrivasta	wa as a whole-time	Director, with the	designation as Ex	ecutive Director.	
whether promoter/ promoter group are interest	ed in the agenda/re	SOLUTION?				····		Nο
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
	E-Voting		14,26,23,082	100.0000	14,26,23,082	-	100.0000	
Promoter and Promoter Group	Poli (InstaPoll at AGM)	14,26,23,082			_	-	-	
	Total	1 .	14,26,23,082	100.0000	14,26,23,082	-	100.0000	
	E-Voting		6,06,77,724	84.1361	5,97,41,439	9,36,285	98.4569	1.5430
Public- Institutions	Poll (InstaPoli at AGM)	7,21,18,515	-					-
	Total		*6,06,77,724	84.1361	5,97,41,439	9,36,285	98.4569	1.5430
	E-Voting	ļ	2,66,35,356	35.6921	2,66,35,354	2	99.9999	0.0001
Public- Non Institutions	Poil (InstaPoll at AGM)	7,46,25,423	70,977		70,977	-	100.0000	
	Totai		*2,67,06,333		2,67,06,331	2		0.0001
	Total	28,93,67,020	*23,00,07,139	79.4863	22,90,70,852	9,36,287	99.5929	0.4071
* Includes 73,245 shares- voted invalid/abstain	# d							
Resolution required: (Ordinary/ Special)	SPECIAL - ADDROV	al for navment of o	ammission to non-	executive directors	for a period of firm	ware commencia	a fenera 1 Anell 2016	
Whether promoter/ promoter group are interest					tor a period or mi	, rects continuencing	g itom 2 reprised	No
	T						<u> </u>	% of Votes
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	against on votes polled (7)=[(5)/(2)]*100
Category			polled (2)	on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled
Category	Mode of Voting		[on outstanding shares (3)=[(2)/(1)]* 100		against (5)	favour on votes polled	against on votes polled
Category Promoter and Promoter Group	E-Voting Poll (InstaPoll at AGM)		polled (2) 14,26,23,082	on outstanding shares (3)=[(2)/(1)]* 100	favour (4)	against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled
	E-Voting Poli (InstaPoli at AGM) Total	held (1)	14,26,23,082 14,26,23,082	on outstanding shares (3}=[(2)/(1)]* 100 100.0000	14,26,23,082 14,26,23,082	against (5) - -	favour on votes polied (6)=[(4)/(2)]*100 100.0000	against on votes polled
	E-Voting Poli (InstaPoli at AGM) Total E-Voting	held (1)	polled (2) 14,26,23,082	on outstanding shares (3}=[(2)/(1)]* 100 100.0000	favour (4) 14,26,23,082	against (5) - -	favour on votes polied (6)=[(4)/(2)]*100 100.0000	against on votes polled
	E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM)	held (1)	14,26,23,082 14,26,23,082 14,26,23,082 6,02,68,624	on outstanding shares (3)=[(2)/(1)]* 100 100.0000 - 100.0000 83.5689	14,26,23,082 14,26,23,082 14,26,23,082 6,02,68,624	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 - 100.0000	against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Total	held (1)	14,26,23,082 14,26,23,082 6,02,68,624	on outstanding shares (3)=[(2)/(1)]* 100 100.0000 	14,26,23,082 14,26,23,082 6,02,68,624 6,02,68,624	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100,0000 100,0000 - 100,0000	against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Total E-Voting	held (1)	14,26,23,082 14,26,23,082 14,26,23,082 6,02,68,624	on outstanding shares (3)=[(2)/(1)]* 100 100.0000 	14,26,23,082 14,26,23,082 14,26,23,082 6,02,68,624	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 - 100.0000	against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group Public- Institutions	E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) Total E-Voting Poll (InstaPoll at AGM) AGM) Total E-Voting Poll (InstaPoll at AGM)	held (1)	14,26,23,082 14,26,23,082 14,26,23,082 6,02,68,624 2,66,35,356 70,977	on outstanding shares (3)=[(2)/(1)]* 100 100.0000 100.0000 83.5689 35.6921	14,26,23,082 14,26,23,082 6,02,68,624 6,02,68,624 2,66,35,349 67,777	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 - 100.0000 100.0000 99.9999 95.4914	against on votes polled (7)=[(5)/(2)]*100 0.000:
Promoter and Promoter Group	E-Voting Poli (InstaPoli at AGM) Total E-Voting Poli (InstaPoli at AGM) Total E-Voting Poli (InstaPoli at AGM) Total Total AGM) Total	held (1) 14,25,23,082 7,21,18,515 7,46,25,423	14,26,23,082 14,26,23,082 6,02,68,624 2,66,35,356 70,977 *2,67,06,333	on outstanding shares (3)=[(2)/(1)]* 100 100.0000 100.0000 83.5689 35.6891 0.0951	14,26,23,082 14,26,23,082 6,02,68,624 6,02,68,624 2,66,35,349 67,777 2,67,03,126	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 99.9999 95.4914 99.9880	against on votes polled (7)=[(5)/(2)]*100 0.0001 4,5085
Promoter and Promoter Group Public- Institutions Public- Non Institutions	E-Voting Poli (InstaPoli at AGM) Total E-Voting Poli (InstaPoli at AGM) Total E-Voting Poli (InstaPoli at AGM) Total Total Total	held (1) 14,26,23,082 7,21,18,515	14,26,23,082 14,26,23,082 6,02,68,624 2,66,35,356 70,977 *2,67,06,333	on outstanding shares (3)=[(2)/(1)]* 100 100.0000 100.0000 83.5689 35.6891 0.0951	14,26,23,082 14,26,23,082 6,02,68,624 6,02,68,624 2,66,35,349 67,777 2,67,03,126	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 99.9999 95.4914 99.9880	against on votes polled (7)=[(5)/(2)]*100 0.0001 4,5085
Promoter and Promoter Group Public- Institutions	E-Voting Poli (InstaPoli at AGM) Total E-Voting Poli (InstaPoli at AGM) Total E-Voting Poli (InstaPoli at AGM) Total Total Total	held (1) 14,25,23,082 7,21,18,515 7,46,25,423	14,26,23,082 14,26,23,082 6,02,68,624 2,66,35,356 70,977 *2,67,06,333	on outstanding shares (3)=[(2)/(1)]* 100 100.0000 100.0000 83.5689 35.6891 0.0951	14,26,23,082 14,26,23,082 6,02,68,624 6,02,68,624 2,66,35,349 67,777 2,67,03,126	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000 100.0000 100.0000 99.9999 95.4914 99.9880	against on votes polled (7)=[(5)/(2)]*100 0.000 4.508





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 Auto Limited,
CIN: L65993PN2007PLC130076,
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 Auto 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 9th Annual General Meeting (AGM) of the members of the Company, held on Wednesday 27th July, 2016 at 12.15 pm at Registered office of the Company at Bajaj Auto Ltd. Complex, Mumbai-Pune road, Akurdi, Pune 411035.
- 2. The notice dated 25th May, 2016 convening the 9th 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 9th 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:-
 - The remote e-voting period remained open from Sunday 24th July, 2016 (9:00 A.M) to Tuesday 26th July, 2016 (5:00 P.M).

- ii. The members who were on record of the Company as on the "cut-off date i.e. Thursday, 20th July, 2016, (End of Day) were entitled to vote on the resolutions as set out in the notice of the 9th Annual General Meeting (AGM) of the Company.
- iii. The votes cast via remote e-voting were blocked on Tuesday 26th 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 9th Annual General Meeting on Wednesday 27th 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 votes became invalid and number of votes abstained from voting, were generated from the e-voting website of Karvy 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

maye

Place: PUNE Date: 27/07/2016

Based on above the Resolutions No. 1 to 8 are passed with requisite majority.

For Bajaj Auto Limited

Rahul B**a**jaj Chairman

3	Resolution		Ballots		Favour		!	Favour Against		-	Invalid		Abstain	Less Voted
<u></u>		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1,7	1 Adoption of standalone and consolidated										•			
	financial statements for the year ended	817	230842896	812	229998515	100.00	ef	4	0.0	0	_	0	34/00	//9608
	31 March 2016.	1		7			1							
Ľ.	2 To declare a final dividend of Rs. 5 per		-		,				-		•			
	equity share and approve the interim	817	230842896	816	230080560	100.00	0	6	0.00	5	_	1	4	762337
	dividend.			1								\int		
L	3 Re-appointment of Manish Kejriwal, who	27	230842896	494	198440874	87.00	311	29649781	13.00	0	J	0 14	1989909	762332
	retires by rotation.													
Ľ	4 Re-appointment of Sanjiv Bajaj, who	817	730842895	777	226094835	98.30	30	3912308	1.70	0	0	10	73421	762332
	retires by rotation.	,										\int		
<u> </u>	S Ratification of appointment of Dalal &												1	
	Shah LLP, as auditors and fixing their	817	230842896	807	228695563	99.40	7,	1384935	0.60	0	0	-	99	762332
	remuneration.											\int		
Ľ	6 Appointment of Pradeep Shrivastava as a	2,7	230842896	802	227517747	98.89	12	2562817	1.11	o	Ö	0	0	762332
	Director.	3	Ì									\int		
Ľ	7 Approval of appointment of Pradeep													
	Shrivastava as a whole-time Director, with	7.10	220842896	799	229070952	65 66	7	936287	0.41	0	0	11	73425	762332
	the designation as Executive Director.	3		}		, ,								
				1										
Ĺ.	8 Approval for payment of commission to											6		
	non-executive directors for a period of	817	230842896	799	229594832	100.00	2	3207	0.00	0	J	0 16	482525	762332
	live years confiniencing from 1 April 2010.							• •						

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

S	Resolution		Ballots	CAD!	BAJAJ AUTO LIMITED AGN-27/07/2016 Evoting Favour Agains	-D AGNI-2	//0//201	6 Evoting Against			Invalid	_	Abstain	Less Voted
_		Ballots	Votes	Ballots	Votes	ж	Ballots	Votes	æ	Ballots	Votes	Ballots	s Votes	
	Adoption of standalone and consolidated													
,-,	1 financial statements for the year ended	740	230771919	735	229927538	100.00	1	4	0.00	ō		0	34700	809677
	31 March 2016,												•••	
<u>L</u>	To declare a final dividend of Rs. 5 per													
''	2 equity share and approve the interim	740	230771919	739	230009583	100.00	0	0	0.00	0		0	4	762332
· · · ·	dividend.					-								
<u> </u>	Re-appointment of Manish Kejriwal, who	740	919122086	417	198369897	00 Z8	311	19649781	13.00	U		14	6086861	767332
	retires by rotation.	?		17.	************	00130		1016101	DO:CT					
Ľ	Re-appointment of Sanjiv Bajaj, who	740	919177057	002	22850966	08 30	Ç.	3917308	1 70	Û		10	73427	CEE C92
•	retires by rotation.	,		3	250053035	00.00	2	20177	7					7000
L	Ratification of appointment of Dalal &													
41	5 Shah LLP, as auditors and fixing their	740	230771919	725	228624586	99.40	14	1384935	0.60	0		0	99	762332
	remuneration.													
L."	Appointment of Pradeep Shrivastava as a	740	010177056	220	OFFABBECE	08 80	1.2	7563817	111	ľ		-	•	757332
	Director.	2		07,	2//04/27	50.05	77	110200		>				
	Approval of appointment of Pradeep				******									
	7 Shrivastava as a whole-time Director, with	740	230771919	722	228999875	99.59	7	936287	0.41	0		0 11	73425	762332
	the designation as Executive Director.				•									
		T		T			\mid							
	Approval for payment of commission to			<u>,.</u>										
w	8 non-executive directors for a period of	740	230771919	723	229527055	100.00	-	7	0.00	0	•	0 16	482525	762332
	five years commencing from 1 April 2016.				•									







				BAJA	BAJAJ AUTO LIMITED AGM-27/07/2016 Instapoll	D AGM-27	7/07/201£	5 Instapoll						
Ü	Resolution		Ballots		Favour			Against			Invalid		Abstain	Less Voted
<u>-</u>		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	Adoption of standalone and consolidated I financial statements for the year ended	77	70977	77	70977	100.00	0	0	0.00	0	0	0	0	0
2	To declare a final dividend of Rs. 5 per 2 equity share and approve the interim	7	77607	1,1	77607	100.00	0	0	0.00	o	0	0	Ö	0
6	Re-appointment of Manish Kejriwal, who retires by rotation.	77	70977	77	70977	100.00	0	0	0.00	0	0	0	O	0
4	Re-appointment of Sanjiv Bajaj, who retires by rotation.	77	70977	77	70977	100.00	0	0	0.00	0	0	0	0	0
Ŋ	Ratification of appointment of Dalal & Shah LP, as auditors and fixing their remuneration.	77	70977	77	70977	100.00	0	0	0.00	0	0	0	0	0
φ	Appointment of Pradeep Shrivastava as a Director.	11	70977	77	70977	100.00	0	0	0.00	0	0	0	0	0
	Approval of appointment of Pradeep 7 Shrivastava as a whole-time Director, with the designation as Executive Director.	77	70977	77	70977	100.00	0	0	0.00	Ö	0	0	0	0
, «°	Approval for payment of commission to 8 non-executive directors for a period of five years commencing from 1 April 2016.	77	70977	9/	67777	95,49	. t	3200	4.51	0	0	0	0	0

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