21 July 2017

BAJAJ Distinctly Ahead

> Bajaj Auto Limited Akurdi Pune 411 035 India

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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 10th Annual General Meeting (AGM) held on 20 July 2017 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 10th AGM of the company was held on Thursday, 20 July 2017 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 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 Monday, 17 July 2017 (9.00 am) to Wednesday, 19 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 (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 20 July 2017.

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

Registered Office Akurdi Pune 411 035 India CIN L65993PN2007PLC130076

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	BAJAJ AUTO LIMITED
Date of the AGM/EGM	20-07-2017
Total number of shareholders on record date	81282
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	45
Public:	152
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1	1										
Baselution assuited (Ordinary (Special)	ODDINIADY Adam	fi			2017 and Discretes	d Adik D						
Resolution required: (Ordinary/ Special)	ORDINARY - Adop	tion of financial sta	l	ar ended 31 March	2017 and Director	s and Auditors Rep	orts thereon.					
Whether promoter/ promoter group are												
interested in the agenda/resolution?	No											
				% of Votes Polled			% of Votes in	% of Votes				
			_	on outstanding	_		favour on votes	against on votes				
		No. of shares	No. of votes				polled	polled				
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)		(7)=[(5)/(2)]*100				
	E-Voting		142350392	99.7844		0	100.0000					
	Poll	142657982	0	0.0000	00	0	0.0000	0.0000				
	Postal Ballot (if	142037302										
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		142350392	99.7844	142350392	0	100	0				
	E-Voting		63984325	85.8613	63984325	0	100.0000	0.0000				
	Poll	74520597	0	0.0000	00	0	0.0000	0.0000				
	Postal Ballot (if	74520597										
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		63984325	85.8613	63984325	0	100	0				
	E-Voting		26586280	36.8290	26586280	0	100.0000	0.0000				
	Poll	72100441	44702	0.0619	44702	0	100.0000	0.0000				
	Postal Ballot (if	72188441										
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		26630982	36.8909	26630982	0	100	0				
	Total	289367020	232965699	80.5087	232965699	0	100.0000	0.0000				

Resolution No.	2	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Decla	ration of dividend	of Rs.55 per equity	share, for the year	ended 31 March 20	017					
Whether promoter/ promoter group are interested in the agenda/resolution?	No			, ,							
				% of Votes Polled on outstanding			% of Votes in favour on votes	% of Votes against on votes			
		No. of shares	No. of votes	shares	No. of Votes – in		polled	polled			
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	E-Voting		142350392	99.7844	142350392	0	100.0000	0.0000			
	Poll	142657982	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if	142037382									
Promoter and Promoter Group	applicable)		0	0.0000	00		0.0000	0.0000			
	Total		142350392	99.7844	142350392	0	100	_			
	E-Voting		64031228	85.9242	64031228	0	100.0000	0.0000			
	Poll	74520597	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if	, 1320337									
Public- Institutions	applicable)		0	0.0000		0	0.0000	0.0000			
	Total		64031228	85.9242		0	100	_			
	E-Voting		26586280	36.8290	26586280	0	100.0000	0.0000			
	Poll	72188441	44702	0.0619	44702	0	100.0000	0.0000			
	Postal Ballot (if	72100441									
Public- Non Institutions	applicable)		0	0.0000			0.0000	0.0000			
	Total		26630982	36.8909	26630982	0	100				
	Total	289367020	233012602	80.5249	233012602	0	100.0000	0.0000			

Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - Re-ap	pointment of Mad	hur Bajaj, who retii	es by rotation					
Whether promoter/ promoter group are									
interested in the agenda/resolution?	No								
				% of Votes Polled			% of Votes in	% of Votes	
				on outstanding			favour on votes	against on votes	
			No. of votes		No. of Votes – in		polled	polled	
Category		held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)	(6)=[(4)/(2)]*100		
	E-Voting		142350392		142350392	0			
	Poll	142657982	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if	112037302							
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	0.0000	
	Total		142350392			0	100		
	E-Voting		64031228	85.9242	60070565	3960663	93.8144	6.1855	
	Poll	74520597	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if	74320337							
Public- Institutions	applicable)		0			0			
	Total		64031228	85.9242	60070565	3960663	93.8145	6.1855	
	E-Voting		26586271	36.8290	26586220	51	99.9998		
	Poll	72188441	44702	0.0619	44702	0	100.0000	0.0000	
	Postal Ballot (if	72100441							
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000	
	Total		26630973	36.8909	26630922	51	99.9998	0.0002	
	Total	289367020	233012593	80.5249	229051879	3960714	98.3002	1.6998	

Resolution No.	4											
Resolution required: (Ordinary/ Special)	ORDINARY - Re-ap	ORDINARY - Re-appointment of Shekhar Bajaj, who retires by rotation										
Whether promoter/ promoter group are												
interested in the agenda/resolution?	No											
				% of Votes Polled			% of Votes in	% of Votes				
				on outstanding			favour on votes	against on votes				
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled				
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100				
	E-Voting		142350392	99.7844	142350392	0	100.0000	0.0000				
	Poll	142657982	0	0.0000	00	0	0.0000	0.0000				
	Postal Ballot (if	14203/962										
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		142350392	99.7844	142350392	0	100	0				
	E-Voting		60721667	81.4831	30098486	30623181	49.5679	50.4320				
	Poll	74520597	0	0.0000	00	0	0.0000	0.0000				
	Postal Ballot (if	/452059/										
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		60721667	81.4831	30098486	30623181	49.568	50.432				
	E-Voting		26526771	36.7466	26526720	51	99.9998	0.0001				
	Poll	72188441	44702	0.0619	44702	0	100.0000	0.0000				
	Postal Ballot (if	/2100441										
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000				
_	Total		26571473	36.8085	26571422	51	99.9998	0.0002				
	Total	289367020	229643532	79.3606	199020300	30623232	86.6649	13.3351				

Resolution No.	5	5										
		ORDINARY - Appointment of S R B C & Co LLP, Chartered Accountants, as Auditors and fixing their remuneration for the year 2017-18										
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	intment of S R B C 8	& Co LLP, Chartered	Accountants, as A	uditors and fixing t	heir remuneration	for the year 2017-:	18				
Whether promoter/ promoter group are												
interested in the agenda/resolution?	No											
				% of Votes Polled			% of Votes in	% of Votes				
				on outstanding			favour on votes	against on votes				
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled				
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100				
	E-Voting		142350392	99.7844	142350392	0	100.0000	0.0000				
	Poll	142657982	0	0.0000	00	0	0.0000	0.0000				
	Postal Ballot (if	14203/962										
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		142350392	99.7844	142350392	0	100	0				
	E-Voting		64031228	85.9242	63168227	863001	98.6522	1.3477				
	Poll	74520597	0	0.0000	00	0	0.0000	0.0000				
	Postal Ballot (if	74320397										
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		64031228	85.9242	63168227	863001	98.6522	1.3478				
	E-Voting		26586271	36.8290	26586270	1	99.9999	0.0000				
	Poll	72188441	44702	0.0619	44702	0	100.0000	0.0000				
	Postal Ballot (if	/2100441										
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000				
	Total		26630973	36.8909	26630972	1	100	0				
	Total	289367020	233012593	80.5249	232149591	863002	99.6296	0.3704				

Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	intment of Dr. Nau	shad Forbes as an I	ndependent Direct	or			
Whether promoter/ promoter group are	111							
interested in the agenda/resolution?	No							
<u> </u>								
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes –	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		against (5)	l'	(7)=[(5)/(2)]*100
,	E-Voting	,	142350392			0		0.0000
	Poll	1	0			0		0.0000
	Postal Ballot (if	142657982	-			-		
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
Tromoter and Fromoter Group	Total		142350392			0		0
	E-Voting		64031228			0		0.0000
	Poll	1	04031220	0.0000		0		0.0000
	Postal Ballot (if	74520597		0.0000			0.0000	0.0000
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
Tublic- institutions	Total		64031228			0		0.0000
	E-Voting		26586271	36.8290	26586270	1		0.0000
	Poll	1	44702	0.0619		0		0.0000
	Postal Ballot (if	72188441	44702	0.0013	44702		100.0000	0.0000
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
Tuble Wolf Histitations	Total		26630973			1		0.0000
	Total	289367020	233012593			1	100.0000	0.0000
	Total	203307020	255012555	00.92.19	233012332	-	100.0000	0.0000
Resolution No.	7							
Resolution No. Resolution required: (Ordinary/ Special)	7 ORDINARY - Appr	pintment of Dr. Om	kar Goswami as an	Independent Direc	tor			
Resolution required: (Ordinary/ Special)	7 ORDINARY - Appo	ointment of Dr. Om	kar Goswami as an	Independent Direct	tor			
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are		pintment of Dr. Om	kar Goswami as an	Independent Direc	tor			
	7 ORDINARY - Appo	pintment of Dr. Om	kar Goswami as an	Independent Direc	tor			
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are		pintment of Dr. Om	kar Goswami as an	Independent Direc	tor			
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are		pintment of Dr. Om	kar Goswami as an		tor		% of Votes in	% of Vates
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are		pintment of Dr. Om	kar Goswami as an	% of Votes Polled	tor		% of Votes in	% of Votes
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are				% of Votes Polled on outstanding		No. of Votes –	favour on votes	against on votes
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No	No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	favour on votes polled	against on votes polled
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are	No Mode of Voting		No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	against (5)	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	No Mode of Voting E-Voting	No. of shares held (1)	No. of votes polled (2) 142350392	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844	No. of Votes – in favour (4) 142350392	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting E-Voting Poll	No. of shares	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844	No. of Votes – in favour (4) 142350392	against (5)	favour on votes polled (6)=[(4)/(2)]*100 100.0000	against on votes polled (7)=[(5)/(2)]*100
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if	No. of shares held (1)	No. of votes polled (2) 142350392	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000	No. of Votes – in favour (4) 142350392 00	against (5) 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1)	No. of votes polled (2) 142350392 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000	No. of Votes – in favour (4) 142350392 00	against (5) 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1)	No. of votes polled (2) 142350392 0 0 142350392	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 0.0000 99.7844	No. of Votes – in favour (4) 142350392 00 00 142350392	against (5) 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting	No. of shares held (1) 142657982	No. of votes polled (2) 142350392 0 0 142350392 60721667	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 0.0000 99.7844 81.4831	No. of Votes – in favour (4) 142350392 00 00 142350392 37453375	against (5) 0 0 0 0 0 23268292	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100 61.6804	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0.38.3195
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1)	No. of votes polled (2) 142350392 0 0 142350392	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 0.0000 99.7844 81.4831	No. of Votes – in favour (4) 142350392 00 00 142350392 37453375	against (5) 0 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 0.0000 100 61.6804	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if	No. of shares held (1) 142657982	No. of votes polled (2) 142350392 0 142350392 60721667	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 99.7844 81.4831 0.0000	No. of Votes – in favour (4) 142350392 00 00 142350392 37453375 00	against (5) 0 0 0 0 23268292	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100 61.6804 0.0000	against on votes polled (7)=((5)/(2)]*100 0.0000 0.0000 0.0000 38.3195 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 142657982	No. of votes polled (2) 142350392 0 142350392 60721667 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 99.7844 81.4831 0.0000	No. of Votes – in favour (4) 142350392 00 142350392 37453375 00	against (5) 0 0 0 23268292	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 1100 61.6804 0.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0 38.3195 0.0000 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total	No. of shares held (1) 142657982	No. of votes polled (2) 142350392 0 142350392 60721667 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 99.7844 81.4831 0.0000 0.0000 81.4831	No. of Votes – in favour (4) 142350392 00 142350392 37453375 00 00 37453375	against (5) 0 0 0 23268292 0 23268292	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100 61.6804 0.0000 0.0000 61.6804	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0 38.3195 0.0000 0.0000 38.3196
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Potal Ballot (if applicable) Total	No. of shares held (1) 142657982	No. of votes polled (2) 142350392 0 0 142350392 60721667 0 0 60721667 26586271	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 99.7844 81.4831 0.0000 0.0000 81.4833 36.8290	No. of Votes – in favour (4) 142350392 00 142350392 37453375 00 37453375 26586270	against (5) 0 0 0 23268292 0 23268292 1	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100 61.6804 0.0000 0.0000 61.6804 99.9999	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 38.3195 0.0000 0.0000 38.3196 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1) 142657982	No. of votes polled (2) 142350392 0 142350392 60721667 0	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 99.7844 81.4831 0.0000 0.0000 81.4831	No. of Votes – in favour (4) 142350392 00 142350392 37453375 00 37453375 26586270	against (5) 0 0 0 23268292 0 23268292	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100 61.6804 0.0000 0.0000 61.6804 99.9999	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 0 38.3195 0.0000 0.0000 38.3196
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group Public- Institutions	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	No. of shares held (1) 142657982 74520597	No. of votes polled (2) 142350392 0 0 142350392 60721667 0 0 60721667 26586271	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 99.7844 81.4831 0.0000 0.0000 81.4831 36.8290 0.0619	No. of Votes – in favour (4) 142350392 00 142350392 37453375 00 375375 26586270 44702	against (5) 0 0 0 23268292 0 23268292 1 0	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100 61.6804 0.0000 61.6804 99.9999 100.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 38.3195 0.0000 0.0000 38.3196 0.0000 0.0000
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution? Category Promoter and Promoter Group	Mode of Voting E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll	No. of shares held (1) 142657982 74520597	No. of votes polled (2) 142350392 0 0 142350392 60721667 0 0 60721667 26586271	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 99.7844 0.0000 99.7844 81.4831 0.0000 0.0000 81.4831 36.8290 0.0619	No. of Votes – in favour (4) 142350392 00 142350392 37453375 00 37453375 26586270 44702	against (5) 0 0 0 23268292 0 23268292 1	favour on votes polled (6)=[(4)/(2)]*100 100.0000 0.0000 100 61.6804 0.0000 61.6804 99.9999 100.0000 0.0000	against on votes polled (7)=[(5)/(2)]*100 0.0000 0.0000 0.0000 38.3195 0.0000 0.0000 38.3196 0.0000

229703032

79.3812

206434739

23268293

89.8703

10.1297

Votes Abstained / Votes Invalid / Less Voted are not considered in the Voting results.

Total

289367020

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 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 evoting 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 10th Annual General Meeting (AGM) of the members of the Company, held on Thursday 20th July, 2017 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 18th May, 2017 convening the 10th 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 10th 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 Monday 17th July, 2017 (9:00 A.M) to Wednesday 19th 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) were entitled to vote on the resolutions as set out in the notice of the 10th Annual General Meeting (AGM) of the Company.
 - iii. The votes cast via remote e-voting were blocked on Wednesday 19th 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 10th Annual General Meeting on Thursday 20th 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 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

Place: PUNE Date: 20/07/2017

Based on above the Resolutions No. 1 to 7 are passed with requisite majority.

For Bajaj Auto Limited

Rahul **B**ajaj Chairman

BAJAJ AUTO LIMITED-20/07/2017-BAJAJ AUTO LTD,AKURDI,PUNE-411035

Ballot Control Report E-Voting & Instapoll MGT-13

Resolution 1D	Resolution Desc	Mode	Ballot Received	Total Votes	Favour Ballots	Favour-Votes	Favour- %	Against- Ballots	Against- Votes	Against- %	Abstain- Ballots	Abstain- Votes	Abstain-%
	Adoption of financial statements for the year ended 31	Electronic	782	233610805	781	232920997					1	6750	
1	March 2017 and Directors and Auditors Reports thereon.	Physical											
*		Instapoli	60	44742	59	44702					1	40	
	TOTAL		842	233655547	840	232965699	99.7				2	6790	
	Declaration of dividend of Rs.55 per equity share, for the	Electronic	782	233610805	782	232967900							
2	year ended 31 March 2017	Physical											
2		Instapoll	60	44742	59	44702					1	40	
	TOTAL		. 842	233655547	841	233012602	99.72				1	40	
	Re-appointment of Madhur Bajaj, who retires by rotation	Electronic	782	233610805	757	229007177		24	3960714		1	9	
3		Physical											
3		instapoli	60	44742	59	44702					1	40	
	TOTAL		842	233655547	816	229051879	98.03	24	3960714	1.7	2	49	
	Re-appointment of Shekhar Bajaj, who retires by	Electronic	782	233610805	441	198975598		337	30623232		8	3202259	
4	rotation	Physical			_								
,		instapoli	60	44742	59	44702					1	40	
	TOTAL		842	233655547	500	199020300		337	30623232	13.11	9	3202299	1.37
	Appointment of S R B C & Co LLP, Chartered Accountants, as Auditors and fixing their remuneration	Electronic	782	233610805	778	232104889	,	3	863002	`	1	9	
5	for the year 2017-18	Physical											
,		Instapoli	60	44742	59	44702		_			1	40	
	TOTAL		842	233655547	837	232149591	99.36	3	863002	0.37	2	49	
	Appointment of Dr. Naushad Forbes as an Independent	Electronic	782	233610805	780	232967890		1	1		1	9	
6	Director	Physical					_			-,			
		Instapoli	60	44742	59	44702					1	40	
	TOTAL		842	233655547	839	233012592	99.72	1	1		2	49	
	Appointment of Dr. Omkar Goswami as an Independent	Electronic	782	233610805	552	206390037		229	23268293	~	7	3142759	
7	Director	Physical											
,		Instapoll	60	44742	59	44702					1	40	
	TOTAL		842	233655547	611	206434739	88.35	229	23268293	9.96	8	3142799	1.35

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

Shyamprasad D Limaye FCS 1587 CP 572