

Bajaj Auto Limited
Akurdi Pune 411 035 India

Tel +91 20 27472851 Fax +91 20 27473398 www.bajajauto.com

26 July 2019

То	То
Corporate Relations Department	Corporate Listing Department
BSE Limited	National Stock Exchange of India Ltd.
1st Floor, New Trading Ring	Exchange Plaza, 5th Floor
Rotunda Building, P J Tower	Plot No.C-1, G Block
Dalal Street	Bandra-Kurla Complex
Mumbai 400 001	Bandra (East), Mumbai 400 051
BSE Code: 532977	NSE Code: BAJAJ-AUTO

Dear Sir/Madam,

Sub: Announcement of Outcome of 12th Annual General Meeting (AGM) held on

26 July 2019

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 12th AGM of the company was held on Friday, 26 July 2019 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 Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders as on 19 July 2019 (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 Tuesday, 23 July 2019 (9.00 am) to Thursday, 25 July 2019 (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 report of the Scrutinizer, (which has been counter-signed by the Chairman of the meeting) 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 26 July 2019.

A disclosure of voting results of the meeting in terms of Regulation 30 and 44 of the SEBI Listing 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 website & on the website of Karvy Fintech Private Limited.

Kindly acknowledge and take the same on record.

Thanking you,

Yours truly, For Bajaj Auto Limited

Dr. J Sridhar Company Secretary

Encl: as above.

Resolution No.	1											
Resolution required: (Ordinary/ Special)		ORDINARY - To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon.										
Whether promoter/promoter group are interested in the agenda/resolution?	No											
Interesteo in the agenda/tesolution	e NOMESTALISMEN											
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes 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	Votes Invalid			
	E-Voting	j	15,48,37,490	99.9731	15,48,37,490		100.0000	0.0000	0			
	Poll	15,48,79,104	0	0.0000	Q	(0.0000	0.0000	0			
	Postal Ballot (if	15,46,75,104										
Promoter and Promoter Group	applicable)		0	0.0000		(0.0000		0			
	Total-		15,48,37,490	99.9731	15,48,37,490	(100.0000	0.0000	0			
	E-Voting		5,18,90,559	77.3216	5,18,90,559		100.0000	0.0000	3,10,704			
	Poll	6,71,10,085	0	0.0000	0		0.0000	0.0000	0			
	Postal Ballot (if	0,71,10,083										
Public- Institutions	applicable)		0	0.0000	a		0.0000	0.0000	o			
	Total .		5,18,90,559	77.3216	5,18,90,559	(100,0000	0,000	3,10,704			
	E-Voting		2,04,31,173	1	1	<u> </u>	99.9999	0.0000				
	Poll		1,71,234	0.2541	1,71,234	. (100.0000	0.0000	0			
	Postal Ballot (if	6,73,77,831										
Public- Non Institutions	applicable)		l o	0.0000	c		0.0000	0.0000	o o			
	Total		2,06,02,407	30.5774	2,06,02,398		100.0000	0.000	9,344			
44.00	Total	28,93,67,020	22,78,30,456		22:73:30:447		100,000	0.0000	And the second s			



Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To de	clare a dividend.						•	
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			No. of Votes –	polled	polled	
Category	Mode of Voting	held (1)		(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)={(5)/(2)}*100	Votes Invalid
	E-Voting		15,48,37,490	99.9731	15,48,37,490	0	100.0000	0.0000	0
	Poli	15,48,79,104	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if	15,46,75,104							
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total		15,48,37,490	99,9731	15,48,37,490	Ö	100:0000	0.0000	0
	E-Voting		5,21,84,016	77.7588	5,21,84,016	O	100.0000	0.0000	17,250
	Poll	C 71 10 00F	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if	6,71,10,085							
Public- Institutions	applicable)		0	0.0000	0	l o	0.0000	0.0000	o
	Total		5,21,84,016	77.7588	5,21,84,016	C	100.0000	0.0000	- 17,250
	E-Voting		2,04,33,830	30.3272	2,04,33,821	9	99.9999	0.0000	
	Poli	6 72 77 824	1,71,234	0.2541	1,71,224	10	99.9941	0.0058	0
	Postal Ballot (if	6,73,77,831							
Public- Non Institutions	applicable)		0	0.0000	0	a	0.0000	0.0000	o
	Total		2,06,05,064	30.5813	2,06,05,045	19	99,9999	0.0001	6,687
	lio al	28,98,67,020			2276/26550		1(00)(0000		



Resolution No.	3						·-			
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Sanjivnayan Rahulkumar Bajaj (DIN 00014615), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
		10/2000								
		No. of shares		% of Votes Polled on outstanding shares	No. of Votes – in		% of Votes in favour on votes polled	% of Votes against on votes 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	Votes Invalid	
	E-Voting		15,48,37,490	99.9731	15,48,37,490	0	100.0000	0.0000	0	
	Poll	15,48,79,104	0	0.0000	0	0	0.0000	0.0000	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	,,	0	0.0000	0	0	0.0000	0.0000	o	
	Total		15,48,37,490	99,9731	15,48,37,490	0	100:0000	0.0000	0	
	E-Voting		5,21,84,019	77.7588	4,62,48,341	59,35,678	88.6254	11.3745	17,250	
	Poll Postal Ballot (if	6,71,10,085	0	0.0000	0	0	0.0000	0.0000	0	
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	o	
	Total		5,21,84,019	77.7588	4,62,48,341	59,35,678	88.6255	11.3745	17,250	
	E-Voting		2,04,33,830	30.3272	2,04,33,778	52	99.9997	0.0002	6,687	
	Poll	6 72 77 021	1,71,234	0.2541	1,71,234	0	100.0000	0.0000	0	
	Postal Ballot (if	6,73,77,831			:					
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	o	
	Total		2,06,05,064	30,5813	2,06,05,012	52	99.9997	0.0003	6,687	
	lioai	228,915,107,0920	2747/07/6/57/6	7/3:00000	22-36 90 995	50.257/20	97,392	2,607/7	25,987	



Resolution No.	4												
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint a director in place of Pradeep Shrivastava (DIN 07464437), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.											
Whether promoter promoter group are interested in the agenda/resolution?	No.												
Service Servic	MOTOR TO SERVICE STATE OF THE												
		No. of shares	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in	No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled					
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)		(7)=[(5)/(2)]*100	Votes Invalid				
	E-Voting		15,48,37,490	99.9731	15,48,37,490	C	100.0000						
	Poll	15,48,79,104	0	0.0000	0	0	0.0000	0.0000	0				
Promoter and Promoter Group	Postal Ballot (if applicable)	13,40,73,104	o	0.0000	0	C	0.0000	0.0000	0				
	Total		15,48,37,490	99,9731	15,48,37,490	C	100.0000	0.0000	0				
	E-Voting		5,21,84,022	77.7588	4,85,49,246	36,34,776	93.0346	6.9653	17,250				
	Poll	6,71,10,085	0	0.0000	0	0	0.0000	0.0000	0				
	Postal Ballot (if	0,71,10,083					-						
Public- Institutions	applicable)	Andrew Control of the Control	0	0.0000		0	0.0000	4					
	Total		5,21,84,022				1						
	E-Voting	-	2,04,33,830		2,04,33,809								
	Poll	6,73,77,831	1,71,234	0.2541	1,71,234	ļ	100.0000	0.0000	<u> </u>				
Public- Non Institutions	Postal Ballot (if			0.000]								
rubiic- Noti ilistitutiolis	applicable) Total		000000000000000000000000000000000000000	0.0000		0	0.0000						
	ilotal	028 98 67/020	2,06,05,064 2,276,26576	STREET, AND STREET, BOX SOUTH STREET,	Total Oliver to and the second second		MANAGER AND		The second secon				



Resolution No.	5								
Resolution required: (Ordinary/ Special)	ORDINARY - Appo	intment of Rakesh S	Sharma as a Directo	or.					
Whether promoter/promoter group are									
interested in the agenda/resolution?	No								NEW YORK OF THE PARTY OF THE PA
				% 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	Votes Invalid
	E-Voting]	15,48,37,490	99.9731	15,48,37,490	0	100.0000	0.0000	0
	Poli	15,48,79,104	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if	13,40,73,104							
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000	0.0000	0
	Total		15,48,37,490	99,9731	15,48,37,490	0	100.0000	0.0000	0
	E-Voting		5,21,84,025	77.7588	4,85,25,433	36,58,592	92.9890	7.0109	17,250
	Poli	6,71,10,085	0	0.0000	. 0	0	0.0000	0.0000	0
	Postal Ballot (if	0,71,10,065							
Public- Institutions	applicable)		0	0.0000	o	0	0.0000	0.0000	0
	Total		5,21,84,025	77.7588	4,85,25,433	36,58,592	92.9891	7.0109	17,250
	E-Voting		2,04,33,828	30.3272	2,04,33,815	13	99.9999	0.0000	6,689
	Poll	6,73,77,831	1,71,234	0.2541	1,71,234	0	100.0000	0.0000	0
	Postal Ballot (if	0,73,77,831				1			
Public- Non Institutions	applicable)		0	0.0000		<u> </u>	0.0000	0.0000	0
	Total		2,06,05,062	30.5813	2;06,05,049	13	99.9999	0.0001	6,689
	Total Comments	28,93,67,020	22/76/26/57//	78,6636	22.89 67.972	3658609	98:3927	1,6073	23,939



Resolution No.	6								
Resolution required: (Ordinary/ Special)	SPECIAL - Approva	l of appointment of	f Rakach Sharma as	: 2 Whole-time Dire	ector with the desi	gnation as Evecutiv	e Director		
Whether promoter/promoter group are	DI CCIAL Approva	r or appointment of	Makesii Silai ilia as	a whole-time one	etor, with the desi	Bilation as executive	e Director.		
interested in the agenda/resolution?	No								
	THE DATE OF THE PROPERTY OF TH							Control Control of North Service States and Service Se	
				% 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	Votes Invalid
	E-Voting		15,48,37,490	99.9731	15,48,37,490	0	100.0000		
	Poll	15,48,79,104	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if								
Promoter and Promoter Group	applicable)		0	0.0000	. o	<u> </u>	0.0000	0.0000	0
	Total		15,48,37,490	99.9731	15,48,37,490	0	100,0000	0.0000	- 0
	E-Voting		5,21,24,028	77.6694	4,82,04,913	39,19,115	92.4811	7.5188	77,250
	Poli	6,71,10,085	0	0.0000	0	C	0.0000	0.0000	0
	Postal Ballot (if	0,71,10,065		:					
Public- Institutions	applicable)		0	0.0000	0	C	0.0000	0.0000	0
	Total		5,21,24,028	77.6694	4,82,04,913	39,19,115	92,4812	7.5188	77,250
	E-Voting		2,04,33,828	30.3272	2,04,33,811	17	99.9999	0.0000	6,689
	Poll	6,73,77,831	1,71,234	0.2541	1,71,234	0	100.0000	0.0000	0
	Postal Ballot (if	0,73,77,631					1		
Public- Non Institutions	applicable)		0	0.0000	<u> </u>) <u> </u>	0.0000		
	Total		2,06,05,062	30,5813	2,06,05,045		99.9999	0.0001	
	Jironi.	\$28,28,99,67,020	22.7/5/56/586	F8618-58-78 647/9	22 36 47 448	39 19 18.	98 2778	8 3 1722	88,989



Resolution No.	7							•	
Resolution required: (Ordinary/ Special)	SPECIAL - Appoint	tment of Smt. Lila F	iroz Poonawalla as	an Independent Di	rector of the Comp	any for a term of fi	ve consecutive yea	rs with effect from	1 April 2019.
Whether promoter/ promoter group are	100000000000000000000000000000000000000								
interested in the agenda/resolution?	No								
				% of Votes Polled				% of Votes	
		No. of shares	No. of votes	on outstanding	No. of Votes – in	No of Valor	favour on votes	against on votes	
Category	Mode of Voting	held (1)	polled (2)	shares (3)=[(2)/(1)]* 100		against (5)	1	polled (7)=[(5)/(2)]*100	Votos Invalid
ease, or y	E-Voting	new (x)	15,48,37,490			 	100.0000		votes ilivalid
	Poll	1	15,46,57,450	0.0000		0	0.0000		0
	Postal Ballot (if	15,48,79,104		0.000			0.0000	3,000	
Promoter and Promoter Group	applicable)		о	0.0000	0	l	0.0000	0.0000	0
	Total		15,48,37,490	99,9731	15,48,37,490	C	100.0000	0.0000	0
	E-Voting		5,21,24,031	77.6694	5,21,00,215	23,816	99.9543	0.0456	77,250
	Poli	6,71,10,085	0	0.0000	0	O	0.0000	0.0000	0
	Postal Ballot (if	0,71,10,063							
Public- Institutions	applicable)		0	0.0000		C	0.0000	0.0000	0
	Total		5,21,24,031			23,816	1	2 (2.7 (2.7) (2.7)	77,250
	E-Voting		2,04,33,830		2,04,33,820		 		6,687
	Poll	6,73,77,831	1,71,234	0.2541	1,71,234	·	100.0000	0.0000	0
Bullion Manufactions	Postal Ballot (if								
Public- Non Institutions	applicable)		0	0.0000		<u> </u>	0.0000		The second of th
	Total		2,06,05,064				100.0000	CARDY C. GARNET MACE. A. G. P	
	Toral	20,93,67,026	222717(6),5183	72,677	75,477,7159	29.92	99,9895	0.0105	88,987



Resolution No.	8								
Resolution required: (Ordinary/ Special)	ORDINARY - Appoi	ntment of Pradip P	analal Shah as an II	ndependent Directi	or of the Company	for a term of five c	onsecutive years w	ith effect from 1 Ap	ril 2019.
Whether promoter/ promoter group are									
interested in the agenda/resolution?	No								
							İ.,		
				% of Votes Polled				% of Votes	
		No6 - 6 - 6 - 6 - 6 - 6 - 6 - 6 - 6 - 6		on outstanding	£\!-4 !-		favour on votes	against on votes	
Catagony	Mode of Voting		No. of votes		No. of Votes – in		polled	polled	Vetes Involid
Category	E-Voting	held (1)	polled (2) 15,48,37,490	(3)=[(2)/(1)]* 100 99.9731	15,48,37,490		100.0000	(7)=[(5)/(2)]*100 0.0000	votes invalid
	Poli	1	15,46,57,430	0.0000		0	0.0000	0.0000	0
	Postal Ballot (if	15,48,79,104		0.0000	U		0.0000	0.0000	- J
Promoter and Promoter Group	applicable)		٨	0.0000	ا ا	۱ ،	0.0000	0.0000	n
Tromoter one Fromoter orog	Total		15,48,37,490			6	100.0000		0
	E-Voting	Section (Conference of State o	5,21,24,034	77.6695	· ·		AND A COLUMN TO SERVICE TO SERVIC	26.9344	77,250
	Poll	1	n	0.0000		0	0.0000	0.0000	0
	Postal Ballot (if	6,71,10,085							
Public- Institutions	applicable)		o	0.0000	o	l c	0.0000	0.0000	0
	Total		5,21,24,034	77,6695	3;80,84;705	1,40,39,329	73:0655	26,9345	77,250
	E-Voting		2,04,33,828	30.3272	2,04,33,813	15	99.9999	0.0000	6,689
	Poli	6,73,77,831	1,71,234	0.2541	1,71,234	C	100.0000	0.0000	0
	Postal Ballot (if	0,75,77,651							
Public- Non Institutions	applicable)		0	0.0000	0	c	0.0000	0.0000	ļ
	Total		2,06,05,062	30.5813	2,06,05,047	15	99,9999	0.0001	6,689
	Total	28/93/67/020	2275,66586	78,6429	24.85/27/242	40,39,844	93.8807	6,1693	88,939



Resolution No.	9										
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appo April 2019.	SPECIAL - Re-appointment of Nanoo Gobindram Pamnani as an Independent Director of the Company for a second term of five consecutive years with effect from 1 April 2019.									
Whether promoter/promoter group are interested in the agenda/resolution?	No										
		[% of Votes Polled			% of Votes in	% of Votes			
		No. of shares		on outstanding shares	No. of Votes – in	No. of Votes –	favour on votes	against on votes			
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100		l	l'	(7)=[(5)/(2)]*100	Votes Invalid		
	E-Voting		15,48,37,490		15,48,37,490		100.0000		0		
	Poll	15 45 70 404	0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot (if	15,48,79,104									
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	o		
	Total		15,48,37,490	99,9731	15,48,37,490	0	100.0000	0.0000	Ö		
	E-Voting		5,21,24,037	77.6695	4,56,12,190	65,11,847	87.5070	12.4929	77,250		
	Poll	6,71,10,085	0	0.0000	0	0	0.0000	0.0000	0		
	Postal Ballot (if	0,71,10,083									
Public- Institutions	applicable)		0	0.0000		0	0.0000	0.0000	0		
	Total		5;21,24,037	77,6695	4,56,12,190	65 11 847	87.5070	12.4930	77,250		
	E-Voting		2,04,21,322	30.3087	2,02,61,142	1,60,180	99.2156	0.7843	19,195		
	Poll	6,73,77,831	1,71,234	0.2541	1,71,234	0	100.0000	0.0000	0		
	Postal Ballot (if	0,,3,,,,631									
Public- Non Institutions	applicable)		0	0.0000		0	0.0000	0.0000	0		
	Total		2,05,92,556	30:5628	2:04,32,376	1,60,180	The Control of the Co	Sample of the Author Strategies of the Strategie	and the second s		
	krokoji s	28949674040	72275,54(6)85	783(F58)F	222,08(872)05(6	550777,0927	97/067/9	7,9321	95,445		



Resolution No.	10								
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appo 1 April 2019.	ointment of Balaji R	ao Jagannathrao Do	oveton as an Indep	endent Director of	the Company for a	second term of fiv	e consecutive years	with effect from
Whether promoter/promoter group are									
interested in the agenda/resolution?	No								2.50
Category	Mode of Voting		No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes –	favour on votes polled	% of Votes against on votes polled	
	E-Voting	neta (2)	15,48,37,490		15,48,37,490		100.0000	(7)=[(5)/(2)]*100 0.0000	
	Poll	15 40 70 404	0	0.0000	0	0	0.0000		
	Postal Ballot (if	15,48,79,104							
Promoter and Promoter Group	applicable)		0	0.0000	0	o	0.0000	0.0000	0
	Total		15,48,37,490	99,9781	15,48,37,490	0	100.0000	0.0000	0
	E-Voting		5,21,24,040	77.6695	4,34,07,921	87,16,119	83.2781	16.7218	77,250
	Poll	6,71,10,085	0	0.0000	0	0	0.0000	0.0000	0
Public- Institutions	Postal Ballot (if applicable)	,, _,,	0	0.0000		0	0.0000	0.0000	0
	Total		5,21,24,040	77.6695	4,34,07,921	87,16,119	83.2781	16.7219	77,250
	E-Voting	-	2,04,21,322	30.3087	2,02,61,142	1,60,180	99.2156	0.7843	19,195
	Poll	6,73,77,831	1,71,234	0.2541	1,71,234	0	100.0000	0.0000	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0
	Total Bases		2,05,92,556	30:5628	2,04,32,376	1,60,180	99,2221	0.7779	19,195
	Total	242,939677,0226	247/5/5/0/086	7/ই নেইইরে	2:186 <i>77/78</i> 7	88 76 299	96,0993	3,9007	96,445



Resolution No.	11								
Resolution required: (Ordinary/ Special)	SPECIAL - Maintai	ning the number of	maximum director	s of the Company.					
Whether promoter/spromoter group are									
Interested in the agenda/resolution?	No.								
					CONTRACTOR	32.000.000.000.000			
				% 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	Votes Invalid
	E-Voting		15,48,37,490	99.9731	15,48,37,490	0	100.0000		
	Poll	15,48,79,104	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if	13,70,73,104							
Promoter and Promoter Group	applicable)		0	0.0000		·o	0.0000	0.0000	o
	Total		15,48,37,490	99.9731	15,48,37,490	-0	100.0000	0.0000	Ó
	E-Voting		5,21,84,043	77.7589	5,06,72,477	15,11,566	97.1033	2.8966	17,250
	Poll	6,71,10,085	0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot (if								
Public- Institutions	applicable)	S CO C 10-to a Contrar and annihi trans and the contrare to the	0	0.0000		0	0.0000	0.0000	_
			5,21,84,043		***************************************	15,11,566	97,1034	2.8966	17,250
	E-Voting	4	2,04,40,517	30.3372	2,04,40,505	12	99.9999	0.0000	0
	Poll	6,73,77,831	1,71,234	0.2541	1,71,234	0	100.0000	0.0000	0
Bublic Non Institutions	Postal Ballot (if		_						
Public- Non Institutions	applicable)	Edition and the same and the sa	0	0.0000		0	0.0000		
	Total		2,06,11,751				99.9999	The second of th	The court is a property of the contract of the court of t
		76;e8;(57/,07/d)	22.775,335,733	78,6659	22/6021/706	15,00578	99:3360	0.6640	17,250



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 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 12th Annual General Meeting (AGM) of the members of the Company, held on Friday, 26th July, 2019 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 17th May, 2019 convening the 12th 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 12th 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 Fintech 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 Tuesday, 23rd July, 2019 (9:00 A.M) to Thursday, 25th July, 2019 (5:00 P.M).



- ii. The members who were on record of the Company as on the "cut-off date i.e. Friday, 19th July, 2019, (End of Day) were entitled to vote on the resolutions as set out in the notice of the 12th Annual General Meeting (AGM) of the Company.
- iii. The votes cast via remote e-voting were blocked on Thursday, 25th July, 2019 immediately after completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Mr. Rohit Panshikar who are not in the employment of the Company.
- iv. The instapoll was provided at the 12th Annual General Meeting on Friday 26th July, 2019 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: 26/07/2019

Based on above the Resolutions No. 1 to 11 are passed with requisite majority.

For Bajaj Auto Limited

Rahulkumar Bajaj Chairman BAJAJ AUTO LIMITED-26/07/2019-BAJAJ AUTO LIMITED, eVoting and Instapoli

Srl	Resolution		Ballots		Favour			Against		Inv	/alid	Al	ostain	Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon.	919	229107694	899	227330447	100.00	2	9	0.00	0	0	18	320048	1457190
2	To declare a dividend.	919	229107694	908	227626551	100.00	3	19	0.00	0	0	8	23937	1457187
3	To appoint a director in place of Sanjivnayan Rahulkumar Bajaj DIN 00014615, who retires by rotation in terms of section 1526 of the Companies Act, 2013 and being eligible, offers himself for reappointment.	919	229107694	815	221690843	97.39	98	5935730	2.61	0	0	8	23937	1457184
4	To appoint a director in place of Pradeep Shrivastava DIN 07464437, who retires by rotation in terms of section 1526 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	919	229107694	892	223991779	98.40	19	3634797	1.60	0	0	8	23937	1457181
5	Appointment of Rakesh Sharma as a Director.	919	229107694	892	223967972	98.39	18	3658605	1.61	0	0	9	23939	1457178
6	Approval of appointment of Rakesh Sharma as a Whole-time Director, with the designation as Executive Director.	919	229107694	859	223647448	98.28	51	3919132	1.72	0	0	10	83939	1457175



7	Appointment of Smt. Lila Firoz Poonawalla as an Independent Director of the Company for a term of five consecutive years with effect from 1 April 2019.	919	229107694	905	227542759	99.99	5	23826	0.01	0	0	9	83937	1457172
8	Appointment of Pradip Panalal Shah as an Independent Director of the Company for a term of five consecutive years with effect from 1 April 2019.	919	229107694	679	213527242	93.83	233	14039344	6.17	0	0	10	83939	1457169
9	Re-appointment of Nanoo Gobindram Pamnani as an Independent Director of the Company for a second term of five consecutive years with effect from 1 April 2019.	919	229107694	795	220882056	97.07	113	6672027	2.93	0	0	11	96445	1457166
10	Re-appointment of Balaji Rao Jagannathrao Doveton as an Independent Director of the Company for a second term of five consecutive years with effect from 1 April 2019.	919	229107694	769	218677787	96.10	140	8876299	3.90	0	0	11	96445	1457163
11	Maintaining the number of maximum directors of the Company.	919	229107694	884	226121706	99.34	33	1511578	0.66	o	0	2	17250	1457160



Shyamprasad D. Limaye Company Secretary FCS 1587 CP 572 BAJAJ AUTO LIMITED-26/07/2019-BAJAJ AUTO LIMITED, eVoting

Srl	Resolution		Ballots		Favour Aga			Against		inv	valid Abstain			Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon.	794	228936460	774	227159213	100.00	2	9	0.00	0	0	18	320048	1457190
2	To declare a dividend.	794	228936460	784	227455327	100.00	2	9	0.00	0	0	8	23937	1457187
3	To appoint a director in place of Sanjivnayan Rahulkumar Bajaj DIN 00014615, who retires by rotation in terms of section 1526 of the Companies Act, 2013 and being eligible, offers himself for reappointment.	794	228936460	690	221519609	97.39	98	5935730	2.61	0	0	8	23937	1457184
4	To appoint a director in place of Pradeep Shrivastava DIN 07464437, who retires by rotation in terms of section 1526 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	794	228936460	767	223820545	98.40	19	3634797	1.60	0	0	8	23937	1457181
5	Appointment of Rakesh Sharma as a Director.	794	228936460	767	223796738	98.39	18	3658605	1.61	0	0	9	23939	1457178
	Approval of appointment of Rakesh Sharma as a Whole-time Director, with the designation as Executive Director.	794	228936460	734	223476214	98.28	51	3919132	1.72	0	0	10	83939	1457175



7	Appointment of Smt. Lila Firoz Poonawalla as an Independent Director of the Company for a term of five consecutive years with effect from 1 April 2019.	794	228936460	780	227371525	99.99	5	23826	0.01	0	0	9	83937	1457172
8	Appointment of Pradip Panalal Shah as an Independent Director of the Company for a term of five consecutive years with effect from 1 April 2019.	794	228936460	554	213356008	93.83	233	14039344	6.17	0	0	10	83939	1457169
9	Re-appointment of Nanoo Gobindram Pamnani as an Independent Director of the Company for a second term of five consecutive years with effect from 1 April 2019.	794	228936460	670	220710822	97.07	113	6672027	2.93	0	0	11	96445	1457166
10	Re-appointment of Balaji Rao Jagannathrao Doveton as an Independent Director of the Company for a second term of five consecutive years with effect from 1 April 2019.	794	228936460	644	218506553	96.10	140	8876299	3.90	0	o	11	96445	1457163
11	Maintaining the number of maximum directors of the Company.	794	228936460	759	225950472	99.34	33	1511578	0.66	0	0	2	17250	1457160



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Shyamprasad D. Limaye Company Secretary FCS 1587 CP 572 BAJAJ AUTO LIMITED-26/07/2019-BAJAJ AUTO LIMITED, Instapoli

Srl	Resolution	ı	Ballots		Favour			Against		lnv	/alid	Α	Less Voted	
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	
1	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31 March 2019, together with the Directors' and Auditors' Reports thereon.	125	171234	125	171234	100.00	0	0	0.00	0	0	O	0	0
2	To declare a dividend.	125	171234	124	171224	100.00	1	10	0.01	0	0	0	0	0
	To appoint a director in place of Sanjivnayan Rahulkumar Bajaj DIN 00014615, who retires by rotation in terms of section 1526 of the Companies Act, 2013 and being eligible, offers himself for reappointment.	125	171234	125	171234	97.39	0	0	0.00	0	0	0	0	0
4	To appoint a director in place of Pradeep Shrivastava DIN 07464437, who retires by rotation in terms of section 1526 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	125	171234	125	171234	98.40	0	0	0.00	0		0	0	0
5	Appointment of Rakesh Sharma as a Director.	125	171234	125	171234	98.39	0	0	0.00	0	0	0	0	0
6	Approval of appointment of Rakesh Sharma as a Whole-time Director, with the designation as Executive Director.	125	171234	125	171234	98.28	0	0	0.00	0	0	0	0	0



7	Appointment of Smt. Lila Firoz Poonawalla as an Independent Director of the Company for a term of five consecutive years with effect from 1 April 2019.	125	171234	125	171234	99.99	0	0	0.00	0	0	0	0	0
	Appointment of Pradip Panalal Shah as an Independent Director of the Company for a term of five consecutive years with effect from 1 April 2019.	125	171234	125	171234	93.83	0	0	0.00	0	0	0	0	0
9	Re-appointment of Nanoo Gobindram Pamnani as an Independent Director of the Company for a second term of five consecutive years with effect from 1 April 2019.	125	171234	125	171234	97.07	0	0	0.00	0	0	0	0	0
10	Re-appointment of Balaji Rao Jagannathrao Doveton as an Independent Director of the Company for a second term of five consecutive years with effect from 1 April 2019.	125:	171234	125	171234	96.10	0	0	0.00	0	0	0	0	0
11	Maintaining the number of maximum directors of the Company.	125	171234	125	171234	99.34	0	0	0.00	0	0	0	0	0



Shyamprasad D. Limaye Company Secretary FCS 1587 CP 572