

Bajaj Auto Limited, Akurdi, Pune 411 035, India. Tel +91 20 27472851 Fax +91 20 27473398 bajajauto.com



## 26 July 2023

То
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
NSE Code: BAJAJ-AUTO

Sub: Announcement of Outcome of 16th Annual General Meeting (AGM)

held on 25 July 2023

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

('SEBI Listing Regulations, 2015').

Dear Sir/Madam,

We wish to inform you that 16th AGM of the company was held on Tuesday, 25 July 2023 at 02.00 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 18 July 2023 (being the cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the AGM notice. The remote e-voting system was open from Saturday, 22 July 2023 (9.00 am) to Monday, 24 July 2023 (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 25 July 2023.

A disclosure of voting results of the meeting in terms of Regulation 44 of the SEBI Listing Regulations, 2015 and the businesses considered and approved by the shareholders with requisite 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 KFinTechnologies Limited.

Kindly acknowledge and take the same on record.

Thanking you,

Yours truly, For Bajaj Auto Limited

**Dr. J Sridhar**Company Secretary



Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To co	onsider and adopt the thereon.	ne standaione and c	consolidated financ	ial statements of th	e Company for the	financial year ende	d 31 March 2023, to	ogether with the	Directors' and
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	A STATE OF THE PARTY OF THE PAR	No. of Votes –	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		10,48,77,507				100.0000		W.	0
	Poll	10,48,77,507	0	0.0000	0	0	0.0000	0.0000		0
	Postal Ballot (if	10,48,77,507								
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000		0
	Total		10,48,77,507	100.0000	10,48,77,507	0	100.0000	0.0000		0
	E-Voting		4,29,39,316	84.2327	4,28,93,365	45,951	99.8930	0.1070		0 1,16,7
	Poll	5,09,76,986	0	0.0000	0	0	0.0000	0.0000		0
Public- Institutions	Postal Ballot (if applicable)	3,03,70,360	0	0.0000	0	0	0.0000	0.0000	437	0
	Total		4,29,39,316	84.2327	4,28,93,365	45,951	99.8930	0.1070		0 1167
	E-Voting		8,17,41,701							0
	Poll	10.74.00.05	69 540			0	100.0000	0.0000		0
	Postal Ballot (if	12,71,02,865					and the second			*
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000		0
	Total		8,18,11,241	64.3662	8,18,10,313	928	99.9989	0.0011		0
	Total	28,29,57,358	22,96,28,064	81.1529	22,95,81,185	46,879	99.9796	0.0204		0 1167



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Decl	aration of dividend	of Rs. 140 per equity	share of face valu	e of Rs. 10 each for	the financial year e	ended 31 March 20	23		
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		against (5)		% of Votes against on votes polled (7)=[(5)/(2)]*100		Votes Abstained
	E-Voting		10,48,77,507	100.0000	10,48,77,507	0	100.0000	0.0000		0 0
	Poll	10,48,77,507	. 0	0.0000	0	0	0.0000	0.0000		0 0
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000		0	0.0000	0.0000		0
	Total		10,48,77,507				100.0000	The second secon	Control of the Contro	0 0
	E-Voting		4,30,30,457							0 25,577
	Poll	F 00 7C 000	0	0.0000	0	0	0.0000	0.0000		0 0
Public- Institutions	Postal Ballot (if applicable)	5,09,76,986	0	0.0000	0	0	0.0000	0.0000		0 0
	Total		4,30,30,457	84.4115	4,29,51,861	78,596	99.8173	0.1827		0 25577
	E-Voting		8,17,41,700	64.3115	8,17,40,772	928	99.9989	0.0011	For Holland	0 27
	Poll	12,71,02,865	69,540	0.0547	69,540	0	100.0000	0.0000		0 0
Public- Non Institutions	Postal Ballot (if applicable)	12,71,02,803	0	0.0000	0	0	0.0000	0.0000		0 0
	Total		8,18,11,240	64.3662	8,18,10,312	928	99.9989	0.0011		0 27
	Total	28,29,57,858	22,97,19,204	81,1851	22,96,39,680	79,524	99.9654	0.0346		0 25604



Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To a appointment.	ppoint a director in p	blace of Niraj Bajaj	(DIN 00028261), wh	no retires by rotatio	n in terms of sectio	n 152(6) of the Cor	mpanies Act, 2013 a	nd being eligible	offers himself for re
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		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	Votes Invalid	Votes Abstained
	E-Voting		10,48,77,507	100.0000	10,48,77,507	0	100.0000	0.0000		0 0
	Poll	10 49 77 507		0.0000	C	0	0.0000	0.0000		0 0
Promoter and Promoter Group	Postal Ballot (if applicable)	10,48,77,507	C	0.0000	0	0	0.0000	0.0000		0 0
	Total		10,48,77,507	100.0000	10,48,77,507	0	100.0000	0.0000		0 0
	E-Voting		4,30,30,457	84.4115	2,38,24,121	1,92,06,336	55.3657	44.6343		0 25,577
	Poll	F 00 76 096	C	0.0000	O	0	0.0000	0.0000		0 0
Public- Institutions	Postal Ballot (if applicable)	5,09,76,986	C	0.0000	0	0	0.0000	0.0000		0 0
	Total		4,30,30,457	84.4115	2,38,24,121	1,92,06,336	55.3657	44.6343		0 25577
	E-Voting		8,17,41,701	64.3115	7,91,39,287			3.1837		0 26
	Poll	12,71,02,865	69,540	0.0547	69,540		100.0000	0.0000		0 0
Public- Non Institutions	Postal Ballot (if applicable)	12,71,02,863	C	0.000.0	0	0	0.0000	0.0000		0 0
	Total		8,18,11,241	64.3662	7,92,08,827	26,02,414	96.8190	3.1810		0 26
	Total	28,29,57,358	22,97,19,205	81,1851	20,79,10,455			9.4937		0 25603



Resolution No.	4	***								
. Resolution required: (Ordinary/ Special)	ORDINARY - To apre-appointment.	opoint a director in p	olace of Sanjiv Bajaj	(DIN 00014615), w	ho retires by rotati	ion in terms of secti	on 152(6) of the Co	mpanies Act, 2013	and being eligible	e, offers himself for
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	No. of votes	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes – against (5)		3 7 53 77 77	Votes Invalid	Votes Abstained
	E-Voting		10,48,77,507	100.0000	10,48,77,507	0	100.0000	0,0000		0 (
	Poll	10,48,77,507	C	0.0000	C	0	0.0000	0.0000		0 (
Promoter and Promoter Group	Postal Ballot (if applicable)	10,48,77,307	C	0.0000	C	0	0.0000	0.000.0		0
	Total		10,48,77,507	100.0000	10,48,77,507	7 0	100.0000	0.0000		0 (
	E-Voting		4,30,30,457	84.4115	2,73,10,625	1,57,19,832	63.4681	36.5319		0 25,577
	Poll	1	C	0.0000	0	0	0.0000	0.0000		0 (
Public- Institutions	Postal Ballot (if applicable)	5,09,76,986	C	0.0000		O	0.0000	0.0000		0
	Total		4,30,30,457	84,4115	2,73,10,625	1,57,19,832	63.4681	36.5319		0 25577
Versila (Control of Control of Co	E-Voting		8,17,41,701		8,17,40,577	1,124	99.9986	0.0014		0 26
	Poll	10 74 00 005	69,540	0.0547	69,540	0	100.0000	0.0000		0
Public- Non Institutions	Postal Ballot (if applicable)	12,71,02,865	0	0.0000	)	C	0.0000	0.0000		0
	Total		8,18,11,241	64.3662	8,18,10,117	1,124	99.9986	0.0014		0 26
	Total	28,29,57,358		A THE RESERVE OF THE PARTY OF T			93.1564	6.8436		0 25603



Resolution No.	5									
esolution required: (Ordinary/ Special)	' ORDINARY - To a re-appointment.	ppoint a director in p	olace of Madhur Ba	jaj (DIN 00014593),	who retires by rota	ation in terms of sec	tion 152(6) of the	Companies Act, 20:	13 and being eligi	ble, offers himself f
Whether promoter/ promoter group are nterested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held	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	Votes Invalid	Votes Abstained
	E-Voting		10,48,77,507	100.0000	10,48,77,507	0	100.0000	0.0000		0
	Poll	10,48,77,507	0	0.0000	C	0	0.0000	0.0000		0
Promoter and Promoter Group	Postal Ballot (if applicable)	10,48,77,307	O	0.0000	C	0	0.0000	0.0000		0
	Total		10,48,77,507	100,0000	10,48,77,507	0	100.0000	0.0000		0
	E-Voting		4,30,30,457	84.4115	2,94,47,176	1,35,83,281	68.4333	31.5667		0 25,5
	Poll	5,09,76,986	C	0.0000	C	0	0.0000	0.0000		0
Public- Institutions	Postal Ballot (if applicable)	3,09,70,960	c	0.0000	C	0	0.0000	0.0000		0
	Total		4,30,30,457	84.4115	2,94,47,176	1,35,83,281	68.4333	31.5667		0 255
	E-Voting		8,17,41,701	64.3115	8,17,40,577	1,124	99.9986	0.0014	(100mm)	0
	Poll	12,71,02,865	69,540	0.0547	69,540	0	100.0000	0.0000		0
	Postal Ballot (if	12,/1,02,803				the same of the				
Public- Non Institutions	applicable)			0.0000	C	0	0.0000			0
	Total		8,18,11,241	64.3662	8,18,10,117	1,124	99.9986			0 3
	Total	28,29,57,358	22,97,19,205	81,1851	21,61,34,800	1,35,84,405	94.0865	5.9135		0 2566



Resolution No.	6									
Resolution required: (Ordinary/ Special)	SPECIAL - Re-app	ointment of Rakesh	Sharma as Whole-t	ime Director of the	Company for a per	iod of five years wit	h effect from 1 Jan	uary 2024		1
Whether promoter/ promoter group are										
interested in the agenda/resolution?	No	ļ					Landa de la companya	Laborator and the		· <del> </del>
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		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	Votes Invalid	Votes Abstained
	E-Voting		10,48,77,507	100.0000	10,48,77,507	0	100.0000	0.0000		0 0
	Poll	10,48,77,507		0.0000	0	0	0.0000	0.0000		0 0
	Postal Ballot (if	10,46,77,307								
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000		0 0
	Total	L	10,48,77,507	100.0000	10,48,77,507	0	100.0000	0.0000		0 0
	E-Voting		4,30,30,457	84.4115	3,03,94,590	1,26,35,867	70,6351	29.3649		0 25,577
	Poll	5,09,76,986	C	0.0000	0	0	0.0000	0.0000		0 0
Public- Institutions	Postal Ballot (if applicable)	3,03,70,360	C	0.0000	0	0	0.0000	0.0000		0 0
	Total		4,30,30,457	84.4115	3,03,94,590	1,26,35,867	70.6351	29.3649		0 25577
	E-Voting		8,17,41,700	64,3115	8,17,40,575	1,125	99.9986	0.0014		0 27
	Poll	12.71.02.005	69,540	0.0547	69,540	0	100.0000	0.0000		0 (
Public- Non Institutions	Postal Ballot (if applicable)	12,71,02,865	C	0.0000	0	0	0.0000	0.0000		0 0
	Total		8,18,11,240	64.3662	8,18,10,115	1,125				0 27
MARKET AND THE STATE OF THE STA	Total	28,29,57,358	The second secon	The state of the s	the second secon	The second secon			the name of the last of the la	0 25604



Flat No. 303, Parag-Wahini C.H.S Ltd, 126 Dahanukar Colony, Lane No 4, Kothrud, Pune: 411 038.

Tel.: (O) 25389985 Mobile No. 9423009462 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,

I, Shyamprasad D. Limaye, a Company Secretary in practice, have been appointed by the Board of Directors of Bajaj Auto Limited ("The Company") as a scrutinizer for the purpose of Scrutinizing the remote e-voting process and e-voting during the 16<sup>th</sup> Annual General Meeting (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 16<sup>th</sup> Annual General Meeting (AGM) of the members of the Company, held on Tuesday, 25<sup>th</sup> July 2023 at 2.00 p.m. at the registered office of the Company at Bajaj Auto Ltd. Complex, Mumbai-Pune Road, Akurdi, Pune 411035.

- The notice dated 25<sup>th</sup> April, 2023 convening the 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.
- 2. 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 of the AGM of the members of the Company. My responsibility as a scrutinizer for the remote evoting process and e-voting during the AGM (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 KFin Technologies Limited (KFin), the authorized agency engaged by the Company, to provide facilities for remote e-voting and e-voting during the AGM (instapoll).



- 3. Further to the above, I submit my report as under:-
  - The remote e-voting period remained open from Saturday, 22<sup>nd</sup> July, 2023 (9:00 A.M) to Monday, 24<sup>th</sup> July, 2023 (5:00 P.M).
  - ii. The members who were on record of the Company as on the "cut-off date i.e. Tuesday, 18th July, 2023, (End of Day) were entitled to vote on the resolutions as set out in the notice of the AGM of the Company.
  - iii. The votes cast via remote e-voting were blocked on Monday, 24<sup>th</sup> July, 2023 immediately after completion of voting hours in the presence of 2 witnesses, who are not in the employment of the Company.
  - iv. The facility for e-voting during the AGM (instapoll) was provided at the AGM on Tuesday 25<sup>th</sup> July, 2023 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 e-voting during the AGM (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 portal of KFin and is based on such reports generated.

Thanking You, Yours faithfully,

Shyamprasad Limaye Company Secretary

Membership No. FCS 1587 CP 572

Place: PUNE

Date: 26/07/2023

UDIN: F001587E000678241

Based on the Scrutinizer's Report dated 26/07/2023, I declare that the Resolutions No. 1 to 6 proposed at the 16th Annual General Meeting are passed with requisite majority.

For Bajaj Auto Limited

ersally!

Niraj Bajaj Chairman.

Date: 26/07/2023

BAJAJ AUTO LIMITED-25/07/2023-REGISTERED OFFICE AKURDI PUNE eVoting and Instanoll

Srl	Resolution		Ballots	E = 1	Favour			Against		Inv	alid	A		
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%			Ballots	Votes	Less Voted
1	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31 March 2023, together with the Directors' and Auditors' Reports thereon.	1491	230205741	. 1477	229581185	99.9796	8	46879	0.0204		0	6	116744	460933
2	To declare a dividend.	1491	230205741	1466	229639680	99.9654	19	79524	0.0346	0	0	6	25604	460933
3	To appoint a director in place of Niraj Bajaj (DIN 00028261), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	1491	23020574)	864	207910455	90.5063	625	21808750	9.4937	0	0	5	25603	460933
4	To appoint a director in place of Sanjiv Bajaj (DIN 00014615), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.		230205741	982	213998249	93.1564	516	15720956	6.8436	0	0	5	25603	460933
5	To appoint a director in place of Madhur Bajaj (DIN 00014593), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	1491	 230205741	1072	216134800	94.0865	4'30	13584405	5.9135	0	0	S	25603	460933
6	Re-appointment of Rakesh Sharma as Whole- time Director of the Company for a period of five years with effect from 1 January 2024		230205741	1099	217082212	94,4989	400	12636992	5,5011	0	0	6	25604	460933



Shyamprasad D. Limaye FCS 1587 CP 572

BAJAJ AUTO LIMITED-25/07/2023-REGISTERED OFFICE AKURDI PUNE

Ex	otiu	na
,E3 Y	Oth	-6

Srl	Resolution	Ballots			Favour		Lapraco de la composición de l	Against		Inv	alid	1		
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	Less Voted
	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31 March 2023, together with the Directors' and Auditors' Reports thereon.	1456	230136201	1442	22951‡645	99.9796	8	46879			C	6	116744	460933
2	To declare a dividend.	1456	230136201	1431	229570140	99.9654	19	79524	0.0346	0		6	25604	460933
	To appoint a director in place of Niraj Bajaj (DIN 00028261), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	1456	230136201	829	207840915	90.5035	625	21808750	9.4965	0	(	5	25603	460933
	To appoint a director in place of Sanjiv Bajaj (DIN 00014615), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	1456	230136201	947	213928709	93.1544	516	15720956	6.8456	0	C	5	25603	460933
	To appoint a director in place of Madhur Bajaj (DIN 00014593), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	1456	230136201	1037	216065260	94.0847	430	13584405	5.9153	0	C	5	25603	460933
	Re-appointment of Rakesh Sharma as Whole- time Director of the Company for a period of five'years with effect from 1 January 2024		230136201	1064	217012672	94.4973	400	12636992	5,5027	0	C	6	25604	460933



Fraye

Shyamprasad D. Limaye FCS 1587 CP 572

BAJAJAUTO LIMITED-25/07/2023-REGISTERED OFFICE AKURDI PUNE Instapoli

Srl	Resolution	В	allots		Fayour			Against		Inv	alid	A	bstain	Less Voted
		Ballots	Votes	Ballots	Votes	%	Ballots	Votes	%	Ballots	Votes	Ballots	Votes	Less voted
1	To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended 31 March 2023, together with the Directors' and Auditors' Reports thereon.	35	69540		69540	100	0	0	C	0	0	0	0	0
2	To declare a dividend.	35	69540	35	69540	100	0	0	C	0	0	0	. 0	0
3	To appoint a director in place of Niraj Bajaj (DIN 00028261), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	35	69540	35	69540	100	0	0	(	0	C	0	0	0
4	To appoint a director in place of Sanjiv Bajas (DIN 00014615), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for reappointment.	35	69540	35	69540	100	0	O	(	0	(	0	0	
	To appoint a director in place of Madhur Baja (DIN 00014593), who retires by rotation in terms of section 152(6) of the Companies Act 2013 and being eligible, offers himself for reappointment.	35	69540	35	69540	100	0	o		0	(	0	0	C
6	Re-appointment of Rakesh Sharma as Whole time Director of the Company for a period of five years with effect from 1 January 2024	-	69540	35	69540	100	0	0	(	0	(	0	C	



Fmaye

Shyamprasad D. Limaye FCS 1587 CP 572