

3 September 2022

|                                                                                                                                                                                         |                                                                                                                                                                                                                       |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>To</b><br>Corporate Relations Department.<br><b>BSE Limited</b><br>1 <sup>st</sup> Floor, New Trading Ring,<br>Rotunda Building, P J Tower,<br>Dalal Street, Fort,<br>Mumbai 400 001 | <b>To</b><br>Corporate Listing Department.<br><b>National Stock Exchange of India Ltd</b><br>Exchange Plaza, 5 <sup>th</sup> Floor<br>Plot No.C-1, G Block,<br>Bandra-Kurla Complex,<br>Bandra (East), Mumbai 400 051 |
| <b>BSE Code: 532978</b>                                                                                                                                                                 | <b>NSE Code: BAJAJFINSV</b>                                                                                                                                                                                           |

Dear Sir/Madam,

**Sub: Submission of voting result under Regulation 44 of the of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations, 2015)**

In continuation to our letter dated 3 August 2022, the Members of the Company on 2 September 2022 have approved the following resolution through Postal Ballot:

- Sub-division of equity shares of the Company;
- Alteration of Capital Clause of the Memorandum of Association of the Company; and
- Issue of Bonus Shares.

Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, we hereby submit the result of the e-voting pursuant to the Postal Ballot, for the resolutions as specified in the Postal Ballot Notice dated 28 July 2022. The e-voting for Postal Ballot commenced on 4 August 2022 at 9.00 a.m. (IST) and concluded on 2 September 2022 at 5.00 p.m. (IST). The said resolutions were passed with the requisite majority. The resolution are deemed to be passed on the last date of the e-voting, i.e. 2 September 2022. The Report of the Scrutiniser viz., Shri Shyamprasad D Limaye, Practicing Company Secretary, is enclosed herewith.

We request you to kindly take the same on record.

Thanking you,  
Yours faithfully

**For Bajaj Finserv Limited**

UMA OMKAR  
SHENDE

Digitally signed by UMA OMKAR SHENDE  
DN: c=IN, o=PERSONAL, email=0163,  
pseudoym=c27e4507b9f55a3b1a55860  
b8659a6c4d4d4a3a2a6b107d209eeed57a  
a, postalCode=411005, st=Maharashtra,  
serialNumber=369125504896156e762816b9  
1ba0bf6d79d571acdc73c7622a0d0e240ca3  
c, cn=UMA OMKAR SHENDE  
Date: 2022.09.03 16:19:17 +05'30'

**Uma Shende**

**Company Secretary**

**Email Id: [Investors@bajajfinserv.in](mailto:Investors@bajajfinserv.in)**

**Encl: as above.**

**Bajaj Finserv Limited**

Corporate Office: 6th Floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road,  
Viman Nagar, Pune - 411 014, Maharashtra, India  
Registered Office: Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

Tel: +91 7150 5700  
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[www.bajajfinserv.in](http://www.bajajfinserv.in)  
Corporate ID No: L65923PN2007PLC130075

**Scrutiniser's Report**  
**[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the**  
**Companies, (Management and Administration) Rules, 2014, as amended]**

To,  
The Chairman & Managing Director,  
Bajaj Finserv Limited  
CIN: L65923PN2007PLC130075  
Bajaj Auto Limited Complex Mumbai - Pune Road,  
Pune - 411 035

Dear Sir,

I, Shyamprasad D Limaye, a Company Secretary in practice, have been appointed by the Board of Directors of Bajaj Finserv Limited ("the Company") as a Scrutiniser for the purpose of scrutinising the e-voting and ascertaining the requisite majority on voting carried out as per the provisions of Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the Postal Ballot Notice dated 28 July 2022 ("the resolutions").

1. There were no postal ballot forms sent to the members in view of the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/ conducting postal ballot process through e-voting, vide General Circulars issued from time to time (the 'MCA Circulars').
2. The notice dated 28 July 2022, seeking approval of members of the Company along with statement setting out material facts under Section 102(1) of the Companies Act, 2013 was sent to the members in respect of the resolutions to be passed, through postal ballot via remote electronic voting ('e-voting'). The Company had provided remote e-voting facility to the members to vote on the resolutions through the electronic voting platform provided by KFin Technologies Limited ("KFin").
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 postal ballot/remote e-voting on the resolutions for approval of the members of the Company. My responsibility as a Scrutinizer for 'e-voting' 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 platform provided by KFin.
4. Further to the above, I submit my report as under:-
  - i. The Company completed dispatch of Postal Ballot Notice, electronically on Wednesday, 03<sup>rd</sup> August 2022, to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 22<sup>nd</sup> July 2022 (End of Day) through their registered email ID. The Company had also made arrangements for those shareholders who had not registered their email address to get the same registered.



- ii. The remote e-voting period remained open from Thursday, 4 August 2022 at 9.00 a.m. (IST) to Friday, 2 September 2022 at 5.00 p.m. (IST).
  - iii. The members whose names appeared in the register of members as on the "cut-off" date i.e. Friday, 22 July 2022, (End of Day) were entitled to vote on the resolutions as set out in the Postal Ballot Notice of the Company.
  - iv. The remote e-voting facility was blocked on Friday, 2 September 2022 immediately after the completion of voting hours.
5. Thereafter considering votes through remote e-voting the result of the voting is given below. The details containing, *inter alia*, votes cast in "favor" or "against" on the resolutions that were put to vote, and whose votes became invalid and number of votes abstained from voting, were generated from the e-voting website of KFin -i.e. <https://evoting.kfintech.com> and my report is based on such reports generated.

**Resolution No. 1 - Ordinary Resolution for Sub-division of equity shares of the Company:**

| Sr No | Particulars of Voting | Voted through e-voting (no. of shareholders) | Voted through e-voting (No. of shares) | % of total Votes |
|-------|-----------------------|----------------------------------------------|----------------------------------------|------------------|
| 1     | Total Votes received  | 1,940                                        | 117,040,174*                           | 100.00%          |
| 2     | Votes with Assent     | 1,885                                        | 117,016,278                            | 99.98%           |
| 3     | Votes with Dissent    | 38                                           | 429                                    | 0.00%            |
| 4     | Abstain Votes         | 17                                           | 23,467                                 | 0.02%            |

**Resolution No. 2 – Ordinary Resolution for Alteration of Capital Clause of the Memorandum of Association of the Company:**

| Sr No | Particulars of Voting | Voted through e-voting (no. of shareholders) | Voted through e-voting (No. of shares) | % of total Votes |
|-------|-----------------------|----------------------------------------------|----------------------------------------|------------------|
| 1     | Total Votes received  | 1,940                                        | 117,040,169*                           | 100.00%          |
| 2     | Votes with Assent     | 1,874                                        | 117,016,205                            | 99.98%           |
| 3     | Votes with Dissent    | 37                                           | 443                                    | 0.00%            |
| 4     | Abstain Votes         | 29                                           | 23,521                                 | 0.02%            |





**Resolution No. 3 - Ordinary Resolution for Issue of Bonus Shares:**

| Sr No | Particulars of Voting | Voted through e-voting (no. of shareholders) | Voted through e-voting (No. of shares) | % of total Votes |
|-------|-----------------------|----------------------------------------------|----------------------------------------|------------------|
| 1     | Total Votes received  | 1,940**                                      | 117,040,174*                           | 100.00%          |
| 2     | Votes with Assent     | 1,854                                        | 115,530,281                            | 98.71%           |
| 3     | Votes with Dissent    | 74                                           | 1,486,442                              | 1.27%            |
| 4     | Abstain Votes         | 16                                           | 23,451                                 | 0.02%            |

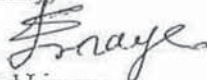
Notes:

\*Total Votes are net off Less Voted shares.

\*\*The mismatch of total number of shareholders is due to voting by some shareholders in both manner assent and dissent.

Thanking You,

Yours faithfully,



Shyamprasad Limaye  
 Company Secretary  
 Membership No. FCS 1587 CP 572  
 Place: Pune  
 Date: 03<sup>rd</sup> September 2022  
 UDIN: F001587D000904271



Based on the foregoing, I hereby declare that the Resolutions have been passed with the requisite majority.

For **Bajaj Finserv Limited**



**Sanjivnayan Bajaj**  
**Chairman & Managing Director**

Date: 3 September 2022



**Bajaj Finserv Limited**

| Resolution(1)                                                            |                               |                    |                     |                                              |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|----------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary                                     |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No                                           |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Sub-division of equity shares of the Company |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares      | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                            | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      | 96212469           | 95605860            | 99.3695                                      | 95605860                 | 0                      | 100                                  | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 96212469           | 95605860            | 99.3695                                      | 95605860                 | 0                      | 100                                  | 0                                  |
| Public- Institutions                                                     | E-Voting                      | 23939662           | 19210249            | 80.2444                                      | 19210249                 | 0                      | 100                                  | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 23939662           | 19210249            | 80.2444                                      | 19210249                 | 0                      | 100                                  | 0                                  |
| Public- Non Institutions                                                 | E-Voting                      | 39128796           | 2200598             | 5.624                                        | 2200169                  | 429                    | 99.9805                              | 0.0195                             |
|                                                                          | Poll                          |                    | 0                   | 0                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 39128796           | 2200598             | 5.624                                        | 2200169                  | 429                    | 99.9805                              | 0.0195                             |
| Total                                                                    |                               | 159280927          | 117016707           | 73.4656                                      | 117016278                | 429                    | 99.9996                              | 0.0004                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |                                              |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                              |                          |                        |                                      |                                    |

| Resolution(2)                                                            |                               |                    |                     |                                                                              |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|------------------------------------------------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary                                                                     |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No                                                                           |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Alteration of Capital Clause of the Memorandum of Association of the Company |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares                                      | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                                                            | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      | 96212469           | 95605860            | 99.3695                                                                      | 95605860                 | 0                      | 100                                  | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 96212469           | 95605860            | 99.3695                                                                      | 95605860                 | 0                      | 100                                  | 0                                  |
| Public-Institutions                                                      | E-Voting                      | 23939662           | 19210249            | 80.2444                                                                      | 19210249                 | 0                      | 100                                  | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 23939662           | 19210249            | 80.2444                                                                      | 19210249                 | 0                      | 100                                  | 0                                  |
| Public- Non Institutions                                                 | E-Voting                      | 39128796           | 2200539             | 5.6238                                                                       | 2200096                  | 443                    | 99.9799                              | 0.0201                             |
|                                                                          | Poll                          |                    | 0                   | 0                                                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                                                            | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 39128796           | 2200539             | 5.6238                                                                       | 2200096                  | 443                    | 99.9799                              | 0.0201                             |
| Total                                                                    |                               | 159280927          | 117016648           | 73.4656                                                                      | 117016205                | 443                    | 99.9996                              | 0.0004                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |                                                                              |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                                                              |                          |                        |                                      |                                    |

| Resolution(3)                                                            |                               |                    |                     |                                         |                          |                        |                                      |                                    |
|--------------------------------------------------------------------------|-------------------------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special)                                |                               |                    |                     | Ordinary                                |                          |                        |                                      |                                    |
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                    |                     | No                                      |                          |                        |                                      |                                    |
| Description of resolution considered                                     |                               |                    |                     | Issue of Bonus Shares                   |                          |                        |                                      |                                    |
| Category                                                                 | Mode of voting                | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
|                                                                          |                               | (1)                | (2)                 | (3)=[(2)/(1)]*100                       | (4)                      | (5)                    | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group                                              | E-Voting                      | 96212469           | 95605860            | 99.3695                                 | 95605860                 | 0                      | 100                                  | 0                                  |
|                                                                          | Poll                          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 96212469           | 95605860            | 99.3695                                 | 95605860                 | 0                      | 100                                  | 0                                  |
| Public-Institutions                                                      | E-Voting                      | 23939662           | 19210249            | 80.2444                                 | 17724186                 | 1486063                | 92.2642                              | 7.7358                             |
|                                                                          | Poll                          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 23939662           | 19210249            | 80.2444                                 | 17724186                 | 1486063                | 92.2642                              | 7.7358                             |
| Public- Non Institutions                                                 | E-Voting                      | 39128796           | 2200614             | 5.624                                   | 2200235                  | 379                    | 99.9828                              | 0.0172                             |
|                                                                          | Poll                          |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Postal Ballot (if applicable) |                    | 0                   | 0                                       | 0                        | 0                      | 0                                    | 0                                  |
|                                                                          | Total                         | 39128796           | 2200614             | 5.624                                   | 2200235                  | 379                    | 99.9828                              | 0.0172                             |
| Total                                                                    |                               | 159280927          | 117016723           | 73.4656                                 | 115530281                | 1486442                | 98.7297                              | 1.2703                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |                                         |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution                                        |                               |                    |                     |                                         |                          |                        |                                      |                                    |