

**Scrutiniser's Report**

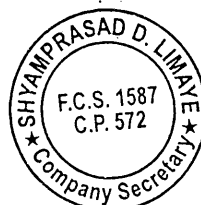
**[Pursuant to Section 108 & 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies, (Management and Administration) Rules, 2014, as amended]**

To,  
The Chairman  
Bajaj Finance Limited,  
CIN: L65910MH1987PLC042961,  
Akurdi, Pune 411035.

Dear Sir,

I, Shyamprasad D Limaye, a Company Secretary in practice, (Membership No. FCS 1587 & CP 572) have been appointed by the Board of Directors of Bajaj Finance 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 108 and 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 resolution contained in the postal ballot notice dated 29<sup>th</sup> January, 2025 ("the resolution").

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 conducting postal ballot process through e-voting, vide General Circulars issued from time to time (the 'MCA Circulars').
2. The notice dated 29<sup>th</sup> January, 2025, 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 resolution to be passed, through postal ballot via remote electronic voting ('e-voting'). The Company had provided e-voting facility to the members to vote on the resolution 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 e-voting on the resolution for approval of the members of the Company. My responsibility as a Scrutinizer for the e-voting is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolution 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 has completed dispatch of Postal Ballot Notice, electronically on Thursday, 20<sup>th</sup> February 2025, to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 14<sup>th</sup> February, 2025, ("cut-off date") to 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 e-voting period remained open from Friday, 21<sup>st</sup> February 2025 at 9.00 a.m. IST to Saturday, 22<sup>nd</sup> March 2025 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, 14<sup>th</sup> February 2025 (End of Day) were entitled to vote on the resolution as set out in the Postal Ballot Notice of the Company.
  - iv. The remote e-voting facility was unblocked on Saturday, 22<sup>nd</sup> March 2025 immediately after the completion of voting hours, in presence of two witnesses, who were not in the employment of the company.
5. The details containing, *inter alia*, total votes received, votes cast in "favour" or "against" the resolution or abstained from voting on the resolution that was put to vote, were generated from the e-voting website of KFin -i.e. <https://evoting.kfintech.com> and my report is based on such reports generated.

**Item No. 1 Special Resolution for Appointment of Ajay Kumar Choudhary (DIN: 09498080) as an Independent Director for a term of five consecutive years with effect from 1 February 2025:**

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 **	2,884	54,49,02,939	100.00
2	Votes with Assent	2,729	53,82,00,718	98.77
3	Votes with Dissent	120	62,35,236	1.15
4	Abstain Votes	37	4,66,985	0.08

Notes:

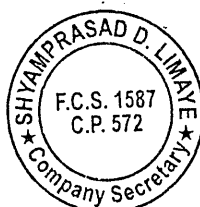
\* Valid votes through e-voting includes cases where the shareholders have divided the valid votes into favour and against for the resolution. Hence, there is a mismatch in the number of shareholders with valid votes and total no. of shareholders with assent, dissent and abstained.

\*\* Total Votes are net off Less Voted shares.

Thanking You,

Yours faithfully,

*Limaye*



Shyamprasad Limaye  
Company Secretary  
Membership No. FCS 1587 CP 572  
Place: Pune  
Date : 25/03/2025  
UDIN : F001587F004147696

Based on the Scrutiniser's Report dated 25 March 2025, I hereby declare that the Resolution set out in the Notice of the Postal Ballot dated 29 January 2025 has been passed with the requisite majority.

For **Bajaj Finance Limited**

Sd/-

**Sanjiv Bajaj**  
**Chairman**

Date: - 25 March 2025



## **BAJAJ FINANCE LIMITED**

<https://www.aboutbajajfinserv.com/finance-about-us>

**Corporate Office:** 4<sup>th</sup> Floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India

**Corporate Office Extn.:** 3<sup>rd</sup> Floor, Panchshil Tech Park, Viman Nagar, Pune - 411 014, Maharashtra, India  
Tel: +91 20 7157 6403 | Fax: +91 20 7157 6364

**Registered Office:** C/o Bajaj Auto Limited complex, Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

**Corporate ID No.:** L65910MH1987PLCO42961 | **Email ID:** investor.service@bajajfinserv.in



<b>Company Name</b>	BAJAJ FINANCE LIMITED
<b>Date of the AGM/EGM</b>	
<b>Total number of shareholders on record date</b>	749886
<b>No. of shareholders present in the meeting either in person or</b>	
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
<b>No. of Shareholders attended the meeting through Video</b>	
<b>Promoters and Promoter Group:</b>	0
<b>Public:</b>	0

Resolution required: (Ordinary/ Special)	SPECIAL - Appointment of Ajay Kumar Choudhary as an Independent Director for a term of five consecutive years with effect from 1 February 2025							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	338572545	338572545	100.0000	338572545	0	100.0000	0.0000
	Poll	338572545	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	338572545	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	225329008	204694436	90.8425	198461941	6232495	96.9552	3.0447
	Poll	225329008	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	225329008	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	55977099	1168973	2.0883	1166232	2741	99.7655	0.2344
	Poll	55977099	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	55977099	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>619878652</b>	<b>544435954</b>	<b>87.8294</b>	<b>538200718</b>	<b>6235236</b>	<b>98.8547</b>	<b>1.1453</b>