

21 July 2017



Corporate Relations Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P J Tower
Dalal Street, Mumbai 400 001
Email: corp.relations@bseindia.com
BSE Code: 532977
Dear Sirs,

Bajaj Auto Limited
Akurdi Pune 411 035 India

Tel +91 20 27472851
Fax +91 20 27407380
www.bajajauto.com

**Sub: Announcement-Outcome of 10th Annual General Meeting (AGM) held on 20 July 2017
– Scrutinizer's Report**

We wish to inform you that 10th AGM of the company was held on Thursday, 20 July 2017 at 12.15 p.m. at the registered office of the Company at Mumbai-Pune Road, Akurdi, Pune.

Pursuant to Section 108 of the Companies Act, 2013 read with the Rules made thereunder, as amended ('Rules') and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided facility for remote e-voting to the shareholders as on 13 July 2017 (being the cut-off date for the purpose of e-voting) to cast their votes on the items of business stated in the AGM notice. The remote e-voting system was open from Monday, 17 July 2017 (9.00 am) to Wednesday, 19 July 2017 (5.00 pm).

As required under the said Rules, electronic voting facility was also made available at the venue of the AGM and members attending the meeting who had not already cast their votes by remote e-voting were able to cast their vote at the venue of the meeting using electronic voting (InstaPoll).

The Company has now received the consolidated report of the Scrutinizer, confirming details of voting through remote e-voting and details of electronic voting (by InstaPoll) at the AGM. Accordingly, as per the said Rules, on account of passing of resolutions with requisite majority, the resolutions are deemed to be passed on the date of the AGM, i.e. on 20 July 2017.

A copy of the Scrutinizer's consolidated report on e-voting is enclosed and the same is also being placed on the Company's & Karvy's website.

Kindly acknowledge and take the same on record.

Thanking you,
Yours faithfully,
For Bajaj Auto Limited

J. Sridhar
Company Secretary
Encl: as above

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

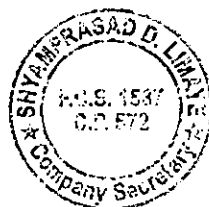
Scrutinizer's Report

[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 10th Annual General Meeting (AGM) of the members of the Company, held on Thursday 20th July, 2017 at 12.15 pm at Registered office of the Company at Bajaj Auto Ltd. Complex, Mumbai-Pune road, Akurdi, Pune 411035.
2. The notice dated 18th May, 2017 convening the 10th Annual General Meeting (AGM) of the company along with statement setting out material facts under section 102 of the Companies Act, 2013 was sent to the shareholders in respect of the resolutions to be passed at the said AGM of the Company.
3. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the Notice to the 10th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and instapoll is restricted to make a Scrutinizer's report of the votes, cast "in favour" or "against" the resolutions and "invalid" and "abstained" votes, based on the reports generated from the e-voting process system provided by Karvy Computershare Private Limited, the authorized agency engaged by the Company, to provide remote e-voting facilities and instapoll.



Shyamprasad D. Limaye

Company Secretary

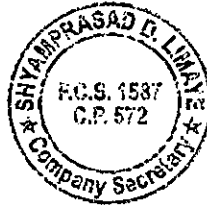
4. Further to the above, I submit my report as under:-

- i. The remote e-voting period remained open from Monday 17th July, 2017 (9:00 A.M) to Wednesday 19th July, 2017 (5:00 P.M).
- ii. The members who were on record of the Company as on the "cut-off" date i.e. Thursday, 13th July, 2017, (End of Day) were entitled to vote on the resolutions as set out in the notice of the 10th Annual General Meeting (AGM) of the Company.
- iii. The votes cast via remote e-voting were blocked on Wednesday 19th July, 2017 immediately after completion of voting hours in the presence of 2 witnesses, Mr. Neelkanth G. Limaye and Ms. Ketaki S. Akshikar who are not in the employment of the Company.
- iv. The instapoll was provided at the 10th Annual General Meeting on Thursday 20th July, 2017 for those members who attended the meeting but not voted through remote e-voting facility, and such e-voting was unblocked after completion of such voting.
- v. Thereafter considering remote e-voting, and votes by instapoll, the combined result of the voting is annexed. The details containing inter alia, votes put in or "for", "against", on each of the resolutions that were put to vote, and votes became invalid and number of votes abstained from voting, were generated from the e-voting website of Karvy - <https://evoting.karvy.com/> and is based on such reports generated.

Thanking You,
Yours faithfully,



Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
Place: PUNE
Date: 20/07/2017



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

For Bajaj Auto Limited



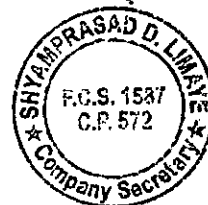
Rahul Bajaj
Chairman



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

Ballot Control Report E-Voting & Instapoll MGT-13

Resolution ID	Resolution Desc	Mode	Ballot Received	Total Votes	Favour-Ballots	Favour-Votes	Favour-%	Against-Ballots	Against-Votes	Against-%	Abstain-Ballots	Abstain-Votes	Abstain-%
1	Adoption of financial statements for the year ended 31 March 2017 and Directors and Auditors Reports thereon.	Electronic	782	233610805	781	232920997					1	6750	
		Physical											
		Instapoll	60	44742	59	44702						1	40
	TOTAL		842	233655547	840	232965699	99.7				2	6790	
2	Declaration of dividend of Rs.55 per equity share, for the year ended 31 March 2017	Electronic	782	233610805	782	232967900							
		Physical											
		Instapoll	60	44742	59	44702						1	40
	TOTAL		842	233655547	841	233012602	99.72				1	40	
3	Re-appointment of Madhur Bajaj, who retires by rotation	Electronic	782	233610805	757	229007177		24	3960714		1	9	
		Physical											
		Instapoll	60	44742	59	44702						1	40
	TOTAL		842	233655547	816	229051879	98.03	24	3960714	1.7	2	49	
4	Re-appointment of Shekhar Bajaj, who retires by rotation	Electronic	782	233610805	441	198975598		337	30623232		8	3202259	
		Physical											
		Instapoll	60	44742	59	44702						1	40
	TOTAL		842	233655547	500	199020300	85.18	337	30623232	13.11	9	3202299	1.37
5	Appointment of S R B C & Co LLP, Chartered Accountants, as Auditors and fixing their remuneration for the year 2017-18	Electronic	782	233610805	778	232104889		3	863002		1	9	
		Physical											
		Instapoll	60	44742	59	44702						1	40
	TOTAL		842	233655547	837	232149591	99.36	3	863002	0.37	2	49	
6	Appointment of Dr. Naushad Forbes as an Independent Director	Electronic	782	233610805	780	232967890		1	1		1	9	
		Physical											
		Instapoll	60	44742	59	44702						1	40
	TOTAL		842	233655547	839	233012592	99.72	1	1		2	49	
7	Appointment of Dr. Omkar Goswami as an Independent Director	Electronic	782	233610805	552	206390037		229	23268293		7	3142759	
		Physical											
		Instapoll	60	44742	59	44702						1	40
	TOTAL		842	233655547	611	206434739	88.35	229	23268293	9.96	8	3142799	1.35



Shyamprasad D. Limaye
 Shyamprasad D Limaye
 FCS 1587 CP 572