7 June 2025

| To,<br>THE MANAGER,<br>BSE LIMITED<br>DCS - CRD<br>PHIROZE JEEJEEBHOY TOWERS<br>DALAL STREET,<br>MUMBAI - 400 001 | To,<br>THE MANAGER, LISTING<br>DEPARTMENT<br>NATIONAL STOCK EXCHANGE OF INDIA LTD<br>EXCHANGE PLAZA, C-1. BLOCK G,<br>BANDRA - KURLA COMPLEX, BANDRA (EAST)<br>MUMBAI – 400 051 |
|---|---|
| **SCRIP CODE: 500034** | **SCRIP CODE: BAJFINANCE – EQ** |

Dear Sir/Madam,

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

In continuation to our letter dated 8 May 2025, the Members of the Company on 7 June 2025 have approved the below resolutions through Postal Ballot:

| Sr. No. | Particulars | Resolution Type |
|---|---|---|
| 1. | Appointment of Rajeev Jain (DIN: 01550158) as an Executive Director of the Company designated as Vice Chairman with effect from 1 April 2025 | Ordinary |
| 2. | Re-designation of Anup Kumar Saha (DIN: 07640220) as the Managing Director of the Company and revision in remuneration with effect from 1 April 2025 | Ordinary |
| 3. | Sub-division of Equity Shares of the Company | Ordinary |
| 4. | Alteration of Capital Clause of the Memorandum of Association of the Company | Ordinary |
| 5. | Issue of Bonus Shares | Ordinary |

Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, we, hereby, submit the results of the e-voting for the resolutions as specified in the Postal Ballot Notice dated 29 April 2025.

The e-voting for Postal Ballot commenced on Friday, 9 May 2025 at 9:00 a.m. (IST) and concluded on Saturday, 7 June 2025 at 5:00 p.m. (IST). The said resolutions were passed with the requisite majority. The resolutions are deemed to be passed on the last date of the e-voting, i.e., Saturday, 7 June 2025. The Report of the Scrutiniser viz., Shri Sachin Bhagwat, Practicing Company Secretary, is also enclosed herewith.

We request you to kindly take the same on record.

Thanking you,
For **Bajaj Finance Limited**

VIJAY RAMCHANDRA

Digitally signed by VIJAY RAMCHANDRA
Date: 2025.06.07 20:38:26 +05'30'

**R. Vijay**
**Company Secretary**
Email ID: investor.service@bajajfinserv.in
Encl.: As above
Copy to Catalyst Trustee Ltd. (Debenture Trustee, Pune)

SACHIN BHAGWAT
Practicing Company Secretary

## Scrutinizer's Report on Postal Ballot Resolutions

**To,**
**Chairman**
**Bajaj Finance Limited**
**Bajaj Auto Limited Complex,**
**Mumbai-Pune Road, Akurdi,**
**Pune 411035**

**Sub: Report of Scrutinizer on the Voting Results of Postal Ballot through Electronic Means ("Remote E-voting")**

Dear Sir,

1. I, Sachin Bhagwat, Practicing Company Secretary, was appointed as a Scrutinizer by the Board of Directors of Bajaj Finance Limited ("the Company"), pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 to scrutinize votes cast through electronic means ("Remote E-voting") on the items of business/resolutions set out in the Notice of Postal Ballot dated Tuesday, 29th April, 2025 issued by the Company.

2. Pursuant to the provisions of sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard-2 issued by the Institute of the Company Secretaries of India including any statutory modification(s) or re-enactment(s) thereof for the time being in force, Ministry of Corporate Affairs ("MCA") General Circular No. 09/2024 of 19th September 2024 read with other connected Circulars issued from time to time in this regard ("MCA Circulars") and subject to other applicable laws and regulations, the Company sent the Postal Ballot Notice in electronic mode on Thursday, 8th May, 2025 to those Members, who had registered their email addresses with the Company/KFin Technologies Private Limited, Registrar & Transfer Agent of the Company ("KFin" or "KFintech") or the Depository Participants.

3. Pursuant to Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, the Company had duly published an advertisement, intimating about the voting on the items of business set out in the Notice of Postal Ballot through electronic means and dispatch of Notice, in English Newspaper viz. 'Financial Express' and in Marathi Newspaper viz. 'Kesari' both dated Friday, 9th May, 2025 and having circulation in Pune.



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3, Laxminarayan Apartments, 1098/19, Model Colony, Shivaji Nagar, Pune 411016
sbhagwatcs@yahoo.co.in | + 91 9970163862

4. In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, the Company had provided Remote E-voting facility to cast votes on the resolutions through the electronic voting platform of KFin.

5. The Remote E-voting period remained open from 9.00 A.M. (IST) of Friday, 9th May, 2025 to 5.00 P.M. (IST) on Saturday, 7 June, 2025. During the period, Members of the Company, holding shares either in physical or dematerialized form, as on the cut-off date i.e. Friday, 2nd May, 2025 were entitled to vote through remote e-voting on the resolutions set out in the Notice of Postal Ballot.

6. The e-voting module of K-Fintech was disabled on Saturday, 7 June, 2025 at 5.00 P.M. (IST) and the same was unblocked by me at 5:04 P.M. (IST) on the same day.

7. Members were required to communicate their assent or dissent only through the remote e-voting system, as hard copy of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to the Members for this Postal Ballot pursuant to MCA Circulars.

8. The summary of votes cast by electronic mode through remote e-voting on the items of business set out in the Notice of Postal Ballot is given below:

**Item No. 1 - Ordinary Resolution:**

**Appointment of Rajeev Jain (DIN: 01550158) as an Executive Director of the Company designated as Vice Chairman with effect from 1 April 2025.**

| | Remote E-voting | | |
|---|---|---|---|
| | Number of Shareholders | Number of e-votes | Percentage of total e-votes |
| Votes in **favour** of the resolution | 2,826 | 45,79,46,773 | 84.7683 |
| Votes **against** the resolution | 923 | 8,22,86,614 | 15.2317 |
| **Total** | **3,749** | **54,02,33,387** | **100** |

### Invalid Votes

| Number of shareholders | Number of votes |
|---|---|
| 0 | 0 |

## Abstained Votes

| Number of shareholders | Number of votes |
|---:|---:|
| 109 | 69,49,510 |

*13 shareholders voted "for" as well as "against".*

**<u>Item No. 2 - Ordinary Resolution:</u>**

**Re-designation of Anup Kumar Saha (DIN: 07640220) as the Managing Director of the Company and revision in remuneration with effect from 1 April 2025.**

| | Remote E-voting | | |
|---|---:|---:|---:|
| | Number of Shareholders | Number of e-votes | Percentage of total e-votes |
| Votes in **favour** of the resolution | 2,857 | 47,07,30,680 | 87.1453 |
| Votes **against** the resolution | 883 | 6,94,36,937 | 12.8547 |
| **Total** | **3,740** | **54,01,67,617** | **100** |

## Invalid Votes

| Number of shareholders | Number of votes |
|---:|---:|
| 0 | 0 |

## Abstained Votes

| Number of shareholders | Number of votes |
|---:|---:|
| 117 | 70,15,272 |

*12 shareholders voted "for" as well as "against".*

**<u>Item No. 3 - Ordinary Resolution:</u>**

**Sub-division of equity shares of the Company.**

| | Remote E-voting | | |
|---|---:|---:|---:|
| | Number of Shareholders | Number of e-votes | Percentage of total e-votes |
| Votes in **favour** of the resolution | 3,754 | 54,70,12,721 | 99.9907 |
| Votes **against** the resolution | 42 | 50,744 | 0.0093 |
| **Total** | **3,796** | **54,70,63,465** | **100** |



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## Invalid Votes

| Number of shareholders | Number of votes |
|---:|---:|
| 0 | 0 |

## Abstained Votes

| Number of shareholders | Number of votes |
|---:|---:|
| 52 | 1,19,428 |

*3 shareholders voted "for" as well as "against".*

**Item No. 4 - Ordinary Resolution:**

## Alteration of Capital Clause of the Memorandum of Association of the Company.

| | Remote E-voting | | |
|---|---:|---:|---:|
| | Number of Shareholders | Number of e-votes | Percentage of total e-votes |
| Votes in **favour** of the resolution | 3,684 | 53,39,94,590 | 97.6119 |
| Votes **against** the resolution | 94 | 1,30,64,071 | 2.3881 |
| **Total** | **3,778** | **54,70,58,661** | **100** |

## Invalid Votes

| Number of shareholders | Number of votes |
|---:|---:|
| 0 | 0 |

## Abstained Votes

| Number of shareholders | Number of votes |
|---:|---:|
| 73 | 1,24,227 |

*6 shareholders voted "for" as well as "against".*

**Item No. 5 - Ordinary Resolution:**

Issue of Bonus Shares.

| | Remote E-voting | | |
|---|---|---|---|
| | Number of Shareholders | Number of e-votes | Percentage of total e-votes |
| Votes in **favour** of the resolution | 3,717 | 53,37,80,104 | 97.5719 |
| Votes **against** the resolution | 85 | 1,32,83,430 | 2.4281 |
| **Total** | **3,802** | **54,70,63,534** | **100** |

**Invalid Votes**

| Number of shareholders | Number of votes |
|---|---|
| 0 | 0 |

**Abstained Votes**

| Number of shareholders | Number of votes |
|---|---|
| 49 | 1,19,355 |

*6 shareholders voted "for" as well as "against".*

9. Register of Postal Ballot and all other relevant records of voting process given/provided/maintained in electronic mode will remain in my custody until the Chairman considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/Person Authorised by him.

Thanking You,
Yours faithfully,

**CS Sachin Bhagwat**
**Practicing Company Secretary**
**ACS 10189; CP No.: 6029**
**PR No.: 6175/2024**
**UDIN: A010189G000564182**

Place: Pune
Date: 7th June, 2025

Based on the Scrutinizer's Report dated 7 June, 2025, I hereby declare that the Resolutions set out in the Notice of the Postal Ballot dated Tuesday, 29 April 2025 have been passed with the requisite majority.

**For Bajaj Finance Limited**

**SD/-**
**Sanjivnayan Bajaj**
**Chairman**

**Place: Pune**

**Date: 7 June 2025**

**BAJAJ FINANCE LIMITED**
https://www.aboutbajajfinserv.com/finance-about-us

**Corporate Office:** 4th Floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India
**Corporate Office Extn.:** 3rd 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.:** L65910MH1987PLC042961 | **Email ID:** investor.service@bajajfinserv.in

## Resolution (1)

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **Resolution required: (Ordinary / Special)** | | | | Ordinary | | | | |
| **Whether promoter/promoter group are interested in the agenda/resolution?** | | | | No | | | | |
| **Description of resolution considered** | | | | Appointment of Rajeev Jain (DIN: 01550158) as an Executive Director of the Company designated as Vice Chairman with effect from 1 April 2025 | | | | |
| **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** | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| | **Poll** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Postal Ballot (if applicable)** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| **Public- Institutions** | **E-Voting** | 224789004 | 198899284 | 88.4827 | 116613961 | 82285323 | 58.6297 | 41.3703 |
| | **Poll** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Postal Ballot (if applicable)** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | 224789004 | 198899284 | 88.4827 | 116613961 | 82285323 | 58.6297 | 41.3703 |
| **Public- Non Institutions** | **E-Voting** | 56517103 | 1213558 | 2.1472 | 1212267 | 1291 | 99.8936 | 0.1064 |
| | **Poll** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Postal Ballot (if applicable)** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | 56517103 | 1213558 | 2.1472 | 1212267 | 1291 | 99.8936 | 0.1064 |
| **Total** | | 621428652 | 540233387 | 86.9341 | 457946773 | 82286614 | 84.7683 | 15.2317 |
| **Whether resolution is Pass or Not.** | | | | | | | Yes | |

## Resolution (2)

| | |
|---|---|
| **Resolution required: (Ordinary / Special)** | Ordinary |
| **Whether promoter/promoter group are interested in the agenda/resolution?** | No |
| **Description of resolution considered** | Re-designation of Anup Kumar Saha (DIN: 07640220) as the Managing Director of the Company and revision in remuneration with effect from 1 April 2025: |

| 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 | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 224789004 | 198837449 | 88.4551 | 129402006 | 69435443 | 65.0793 | 34.9207 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 224789004 | 198837449 | 88.4551 | 129402006 | 69435443 | 65.0793 | 34.9207 |
| Public- Non Institutions | E-Voting | 56517103 | 1209623 | 2.1403 | 1208129 | 1494 | 99.8765 | 0.1235 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 56517103 | 1209623 | 2.1403 | 1208129 | 1494 | 99.8765 | 0.1235 |
| Total | | 621428652 | 540167617 | 86.9235 | 470730680 | 69436937 | 87.1453 | 12.8547 |
| **Whether resolution is Pass or Not.** | | | | | | | Yes | |

## Resolution (3)

| | |
|---|---|
| **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 | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 224789004 | 205729149 | 91.5210 | 205679048 | 50101 | 99.9756 | 0.0244 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 224789004 | 205729149 | 91.5210 | 205679048 | 50101 | 99.9756 | 0.0244 |
| Public- Non Institutions | E-Voting | 56517103 | 1213771 | 2.1476 | 1213128 | 643 | 99.9470 | 0.0530 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 56517103 | 1213771 | 2.1476 | 1213128 | 643 | 99.9470 | 0.0530 |
| Total | | 621428652 | 547063465 | 88.0332 | 547012721 | 50744 | 99.9907 | 0.0093 |
| **Whether resolution is Pass or Not.** | | | | | | | Yes | |

| Resolution (4) | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| **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** | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| | **Poll** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Postal Ballot (if applicable)** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| **Public- Institutions** | **E-Voting** | 224789004 | 205724500 | 91.5189 | 192661543 | 13062957 | 93.6503 | 6.3497 |
| | **Poll** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Postal Ballot (if applicable)** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | 224789004 | 205724500 | 91.5189 | 192661543 | 13062957 | 93.6503 | 6.3497 |
| **Public- Non Institutions** | **E-Voting** | 56517103 | 1213616 | 2.1473 | 1212502 | 1114 | 99.9082 | 0.0918 |
| | **Poll** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Postal Ballot (if applicable)** | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | **Total** | 56517103 | 1213616 | 2.1473 | 1212502 | 1114 | 99.9082 | 0.0918 |
| **Total** | | 621428652 | 547058661 | 88.0324 | 533994590 | 13064071 | 97.6119 | 2.3881 |
| **Whether resolution is Pass or Not.** | | | | | | | Yes | |

## Resolution (5)

| | |
|---|---|
| **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 | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 340122545 | 340120545 | 99.9994 | 340120545 | 0 | 100.0000 | 0.0000 |
| Public- Institutions | E-Voting | 224789004 | 205729149 | 91.5210 | 192446192 | 13282957 | 93.5435 | 6.4565 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 224789004 | 205729149 | 91.5210 | 192446192 | 13282957 | 93.5435 | 6.4565 |
| Public- Non Institutions | E-Voting | 56517103 | 1213840 | 2.1477 | 1213367 | 473 | 99.9610 | 0.0390 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | 56517103 | 1213840 | 2.1477 | 1213367 | 473 | 99.9610 | 0.0390 |
| Total | | 621428652 | 547063534 | 88.0332 | 533780104 | 13283430 | 97.5719 | 2.4281 |
| | | | | | | | **Whether resolution is Pass or Not.** | Yes |