

24 June 2022

To Corporate Relations Department BSE Limited DCS-CRD Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001. BSE Code: 500490	To Corporate Listing Department National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor Plot No.C-1, G Block Bandra-Kurla Complex Bandra (East), Mumbai 400 051 NSE Code: BAJAJHLDNG
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Dear Sir/Madam,

Sub: Result of Postal Ballot and 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 23 May 2022, the Members of the Company on 22 June 2022, have approved the following items of special business:

1. Re-appointment of Sanjivnayan Rahulkumar Bajaj (DIN: 00014615) as Managing Director of the Company for a period of five years with effect from 1 April 2022 and payment of remuneration thereto; and
2. Re-appointment of Dr. Naushad Darius Forbes (DIN 00630825) as an Independent Director of the Company for a second term of five consecutive years with effect from 15 September 2022.

Pursuant to Regulation 44 of the SEBI Listing Regulations, 2015, we hereby submit the results of the e-voting pursuant to the Postal Ballot, for the resolutions as specified in the Postal Ballot Notice dated 28 April 2022.


The e-voting for Postal Ballot commenced on 24 May 2022 at 9.00 a.m. (IST) and concluded on 22 June 2022 at 5.00 p.m. (IST).

The said special resolutions were passed with the requisite majority. The resolutions are deemed as passed on the last date of the e-voting, i.e., 22 June 2022.

The Report of the Scrutiniser viz., Shri Shyamprasad D Limaye, Practising Company Secretary, is enclosed herewith.

Thanking you,

Yours faithfully,
For **Bajaj Holdings & Investment Limited**


Sriram Subbramaniam
Company Secretary



Email ID: ssubbramaniam@bhil.in

Shyamprasad D. Limaye

B.Com. LL.B. F.C.S

Company Secretary

Flat No.303, Parag-Wahini C.H.S Ltd,

126 Dahanukar Colony, Lane No. 4

Kothrud, Pune: 411038.

Tel.: (O) 25389985 (R) 25230773

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Scrutiniser's Report

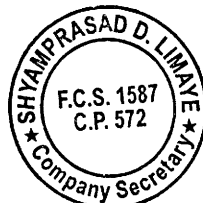
[Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the Companies, (Management and Administration) Rules, 2014, as amended]

To,
The Managing Director & CEO,
Bajaj Holdings & Investment Limited,
CIN: L65100PN1945PLC004656
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 Holdings & Investment 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 28th April, 2022 ("the resolutions").

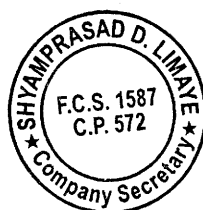
1. There were no postal ballot forms sent to the members in view of the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/ conducting postal ballot process through e-voting, vide General Circular Nos. 14/ 2020 dated April 8, 2020, 17/ 2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated 31 December 2020, 10/2021 dated 23 June 2021 and 20/2021 dated 8 December 2021 (the "MCA Circulars") in relation to "Clarification on passing of ordinary and special resolution by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India.
2. The notice dated 28th April, 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 the postal ballot via remote electronic voting ("e-voting") is restricted to make a Scrutinizer's report of the votes cast in "favour" or "against" the resolutions 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 Monday 23rd May, 2022, to its members whose names appeared in the register of members/list of beneficial holders as on Friday, 13th May, 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 Tuesday, 24th May, 2022 at 9.00 a.m. (IST) to Wednesday, 22nd June 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, 13th May, 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 Wednesday, 22nd June 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 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 Special Resolution for Re-appointment of Sanjivnayan Rahul Kumar Bajaj (DIN 00014615) as Managing Director of the Company for a period of five years with effect from 1 April 2022

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	561	85566373*	100.00%
2	Votes with Assent	416	7,32,45,718	85.60%
3	Votes with Dissent	141	89,32,122	10.44%
4	Abstain Votes	4	33,88,533	3.96%



Resolution No.2 Special Resolution for Re-appointment of Dr. Naushad Darius Forbes (DIN 00630825) as an Independent Director of the Company for a second term of five consecutive years with effect from 15 September 2022

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	561	8,55,66,373*	100.00%
2	Votes with Assent	531	8,21,00,213	95.95%
3	Votes with Dissent	29	77,663	0.09%
4	Abstain Votes	2	33,88,497	3.96%

* Total number of shares 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 or abstained,

Thanking You,

Yours faithfully,



Shyamprasad Limaye
Company Secretary
Membership No. FCS 1587 CP 572
Place: Pune
Date: 24th June, 2022
UDIN: F001587D000525101



Based on the Scrutinizer's Report dated 24th June, 2022, I hereby declare that the Resolutions 1 and 2 above, have been passed with the requisite majority.

For Bajaj Holdings & Investment Limited



Sanjivnayan Bajaj
Managing Director & CEO
Date: 24th June, 2022

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				re-appointment of Sanjivnayan Kanuikumar Bajaj (डीएन 00014615) as Managing Director of the Company for a period of five years with effect from 1 April 2022 and payment of remuneration thereon.				
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	56947752	56947268	99.9992	56947268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		56947752	56947268	99.9992	56947268	0	100.0000
Public- Institutions	E-Voting	17578348	16340634	92.9589	7423844	8916790	45.4318	54.5682
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		17578348	16340634	92.9589	7423844	8916790	45.4318
Public- Non Institutions	E-Voting	36767410	8889938	24.1789	8874606	15332	99.8275	0.1725
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		36767410	8889938	24.1789	8874606	15332	99.8275
Total		111293510	82177840	73.8388	73245718	8932122	89.1307	10.8693
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr. Naushad Forbes DIN 00630825) as an Independent Director of the Company for a second term of five years with effect from 15 September 2022				
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	56947752	56947268	99.9992	56947268	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	56947752	56947268	99.9992	56947268	0	100.0000	0.0000
Public-Institutions	E-Voting	17578348	16340634	92.9589	16263291	77343	99.5267	0.4733
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	17578348	16340634	92.9589	16263291	77343	99.5267	0.4733
Public- Non Institutions	E-Voting	36767410	8889974	24.1790	8889654	320	99.9964	0.0036
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	36767410	8889974	24.1790	8889654	320	99.9964	0.0036
Total		111293510	82177876	73.8389	82100213	77663	99.9055	0.0945
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution						Add Notes		