

L/79AGM/1760/MGP

August 10, 2018

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Code No. 500031

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai 400 051
Symbol: BAJAJELEC

Dear Sirs,

Sub: Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Re.: 79th Annual General Meeting (“AGM”) of Bajaj Electricals Limited (“Company”) held on August 9, 2018

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the details of the AGM voting results in the prescribed format together with the Scrutinizers' Report. A copy of the same is being placed on the Company's website.

We would like to inform you that all the resolutions mentioned in the Notice of AGM dated June 15, 2018 have been passed with the requisite majority.

We request you to kindly take the same on your records.

Thanking you,

Yours faithfully,
For Bajaj Electricals Limited

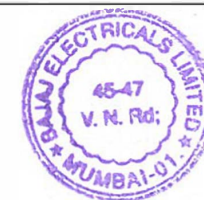


for Mangesh Patil
EVP – Legal & Taxation and Company Secretary

Encl.: as above

Voting results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the AGM	August 9, 2018
Total Number of Shareholders on the record date (cut-off date for reckoning the voting rights of the shareholders) i.e. on August 2, 2018	37161
No. of shareholders present in the meeting either in person or through proxy:	145
- Promoters and Promoter Group	123
- Public	22
No. of Shareholders attended the meeting through Video Conferencing: (No video conferencing facility was made available)	Nil
- Promoters and Promoter Group	Nil
- Public	Nil



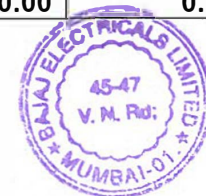
Details of Agenda:

Resolution No.1: Approval and adoption of audited financial statements (including audited consolidated financial statements) of the Company as at March 31, 2018 and the reports of the Board of Directors' and Auditors' thereon.

Resolution Required: Ordinary Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10259014	64.23	10259014	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10259014	64.23	10259014	0	100.00	0.00
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907864	0	100.00	0.00
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930301	0	100.00	0.00
Total		102141656	75020155	73.45	75020155	0	100.00	0.00

* Excluding invalid & abstain votes.



Resolution No.2: Declaration of final dividend of ₹ 3.50 per equity share for the financial year ended March 31, 2018.

Resolution Required: Ordinary Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10457894	65.48	10457894	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10457894	65.48	10457894	0	100.00	0.00
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907864	0	100.00	0.00
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930301	0	100.00	0.00
Total		102141656	75219035	73.64	75219035	0	100.00	0.00

* Excluding invalid & abstain votes.

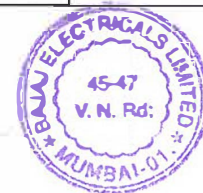


Resolution No.3: Re-appointment of Shri Anant Bajaj (DIN 00089460) at the aforesaid AGM, who retired by rotation and was eligible for re-appointment.

Resolution Required: Ordinary Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10457894	65.48	10457894	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10457894	65.48	10457894	0	100.00	0.00
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907864	0	100.00	0.00
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930301	0	100.00	0.00
Total		102141656	75219035	73.64	75219035	0	100.00	0.00

* Excluding invalid & abstain votes.

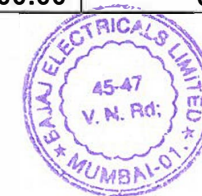


Resolution No.4: Ratification of the appointment of M/s. S R B C & Co. LLP, Chartered Accountants (Firm Registration No.324982E / E300003), as the Statutory Auditors of the Company

Resolution Required: Ordinary Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10457894	65.48	10457894	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10457894	65.48	10457894	0	100.00	0.00
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907864	0	100.00	0.00
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930301	0	100.00	0.00
Total		102141656	75219035	73.64	75219035	0	100.00	0.00

* Excluding invalid & abstain votes.



Resolution No.5: Ratification of Remuneration of ₹ 1,43,000/- payable to M/s. R. Nanabhoy & Co., Cost Accountants, having Firm Registration No.00010, to conduct the audit of the cost records of the Company for FY 2018-19.

Resolution Required: Ordinary Resolution

Promoter / Public	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
Promoter and Promoter Group	E-voting	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10457894	65.48	10457894	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10457894	65.48	10457894	0	100.00	0.00
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907845	19	99.99	0.01
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930282	19	99.99	0.01
Total		102141656	75219035	73.64	75219016	19	99.99	0.01

* Excluding invalid & abstain votes.

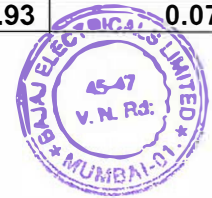


Resolution No.6: Approval for issue of Redeemable Non-Convertible Debentures / Commercial Paper on private placement basis upto an amount not exceeding ₹ 1,500 crore.

Resolution Required: Special Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10457894	65.48	10406105	51789	99.50	0.50
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10457894	65.48	10406105	51789	99.50	0.50
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907864	0	100.00	0.00
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930301	0	100.00	0.00
Total		102141656	75219035	73.64	75167246	51789	99.93	0.07

* Excluding invalid & abstain votes.

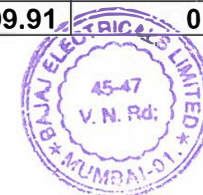


Resolution No.7: Approval for promotion and re-designation of Shri Anant Bajaj as the Managing Director of the Company.

Resolution Required: Special Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10457894	65.48	10388171	69723	99.33	0.67
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10457894	65.48	10388171	69723	99.33	0.67
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907864	0	100.00	0.00
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930301	0	100.00	0.00
Total		102141656	75219035	73.64	75149312	69723	99.91	0.09

* Excluding invalid & abstain votes.



Resolution No.8: Approval for maintenance of Statutory Registers at a place other than the registered office of the Company

Resolution Required: Special Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10457894	65.48	10457894	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10457894	65.48	10457894	0	100.00	0.00
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907262	602	99.97	0.03
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1929699	602	99.97	0.03
Total		102141656	75219035	73.64	75218433	602	99.99	0.01

* Excluding invalid & abstain votes.

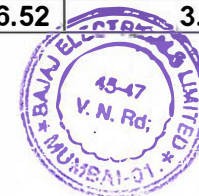


Resolution No.9: Adoption of new Articles of Association of the Company in conformity with the Companies Act, 2013

Resolution Required: Special Resolution

Promoter / Public	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	64218485	62830840	97.84	62830840	0	100.00	0.00
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		62830840	97.84	62830840	0	100.00	0.00
Public – Institutions	E-voting	15971365	10259014	64.23	7650495	2608519	74.57	25.43
	AGM Voting		0	0.00	NA	NA	NA	NA
	Total		10259014	64.23	7650495	2608519	74.57	25.43
Public – Non Institutions	E-voting	21951806	1907864	8.69	1907859	5	99.99	0.01
	AGM Voting		22437	0.10	22437	0	100.00	0.00
	Total		1930301	8.79	1930296	5	99.99	0.01
Total		102141656	75020155	73.45	72411631	2608524	96.52	3.48

* Excluding invalid & abstain votes.



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 Electricals Limited

CIN: L31500MH1938PLC009887

45/47, Veer Nariman Road, Mumbai - 400001

Maharashtra

Dear Sir,

1. We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, were appointed by the Board of Directors of Bajaj Electricals Limited ("the Company") as the Scrutinizer for the purpose of Scrutinizing the voting process along with the EVM at the AGM, 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 (hereinafter referred to as "the Resolutions") contained in the Notice convening the 79th Annual General Meeting (AGM) of the members of the Company, held on Thursday the 9th day of August, 2018 at 12.00 noon at Kamalnayan Bajaj Hall, Bajaj Bhavan, Jarnalal Bajaj Marg, Nariman Point, Mumbai -400021.
2. The Notice dated 15th June, 2018 convening the AGM of the Company along with the 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 and EVM on the Resolutions contained in the Notice convening the 79thAGM. Our responsibility as the Scrutinizers for the remote e-voting process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolutions and "invalid" and "abstained" votes, based on the reports generated from the remote e-voting process system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide remote e-voting facilities.
4. Further to the above, We submit our report as under:-
- i. The remote e-voting period remained open from Sunday, 5th August, 2018 at 9.00 a.m. (IST) and ended on Wednesday, 8th August, 2018 at 05.00 p.m. (IST).
 - ii. The members who were on record of the Company as on the "Cut-Off" date i.e. Friday, 2nd August, 2018 were entitled to vote on the Resolutions as set out in the Notice of the AGM.
 - iii. The EVM facility was provided at the AGM to those members who attended the meeting but had not voted through remote e-voting facility.
 - iv. After the conclusion of counting of the votes cast at AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses, viz. Ms. Disha Salot and Ms. Kinnari Ghag, who are not in the employment of the Company.
 - v. Thereafter considering remote e-voting and EVM at AGM, the combined result of the voting by equity shareholders was prepared as annexed hereto as **Annexure**. The details containing inter alia, list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote, and whose votes became invalid or who abstained from

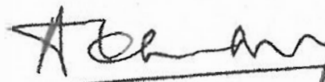


voting, were generated from the e-voting website of CDSL i.e. www.evotingindia.com and is based on such reports generated.

- vi. Based on the aforesaid results, I report that five Ordinary Resolutions as contained in Item No. 1 to Item No. 5 and four Special Resolutions as contained in Item No. 6 to Item No. 9 of the notice dated 15th June, 2018 have been passed with requisite majority.

Thanking You.

Yours truly,
For Anant B. Khamankar & Co.



Anant B. Khamankar



FCS: 3198
CP No: 1860

Place: Mumbai,
Date: 10th August, 2018

Based on the foregoing, the Resolutions Nos. 1 to 9 have been passed with requisite majority.

For Bajaj Electricals Limited

SHEKHAR BAJAJ
CHAIRMAN

Annexure

BAJAJ ELECTRICALS LIMITED

Ballot Control Report (E-Voting & AGM Voting) for the AGM held on 05/08/2018.

Resolution No.	Resolution Description	AGM Poll	Total Votes received		Invalid Votes		Abstain Votes		Valid Votes		Voted in FAVOR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%
1	Adoption of the Audited Standalone and Consolidated Financial Statements for the Financial Year ended 31 March 2018 and the Reports of the Board of Directors and Auditors thereon.	Remote e-voting	154	75196598	0	0	1	188880	153	74997718	153	74997718	100.00	0	0	0.00
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	1	188880	197	75020155	197	75020155	100.00	0	0	0.00
2	Declaration of Dividend for the year ended 31 March 2018.	Remote e-voting	154	75196598	0	0	0	0	154	75196598	154	75196598	100.00	0	0	0.00
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	0	0	198	75219035	198	75219035	100.00	0	0	0.00
3	Re-appointment of Shri Anant Bajaj, who retires by rotation.	Remote e-voting	154	75196598	0	0	0	0	154	75196598	154	75196598	100.00	0	0	0.00
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	0	0	198	75219035	198	75219035	100.00	0	0	0.00
4	Ratify the appointment of M/s. S R B C & Co. LLP, Chartered Accountants, as the Statutory Auditors and fixing their remuneration.	Remote e-voting	154	75196598	0	0	0	0	154	75196598	154	75196598	100.00	0	0	0.00
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	0	0	198	75219035	198	75219035	100.00	0	0	0.00
5	Rectification of Remuneration payable to Cost Auditors	Remote e-voting	154	75196598	0	0	0	0	154	75196598	152	75196579	100.00	2	19	0.00
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	0	0	198	75219035	196	75219016	100.00	2	19	0.00
6	Approval of Borrowings by way of Issue of Securities	Remote e-voting	154	75196598	0	0	0	0	154	75196598	151	75144809	99.93	3	51789	0.07
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	0	0	198	75219035	195	75167246	99.93	3	51789	0.07
7	To Promote and redesignate Shri Anant Bajaj as the Managing Director of the Company	Remote e-voting	154	75196598	0	0	0	0	154	75196598	152	75126875	99.91	2	69723	0.09
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	0	0	198	75219035	196	75149312	99.91	2	69723	0.09
8	Approval for Maintaining Statutory Registers at a place other than the Registered Office of the Company	Remote e-voting	154	75196598	0	0	0	0	154	75196598	152	75195936	100.00	2	602	0.00
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	0	0	198	75219035	196	75218433	100.00	2	602	0.00
9	Approval to adopt new set of Articles of Association of the Company in conformity with the Companies Act, 2013	Remote e-voting	154	75196598	0	0	1	198880	153	74997718	131	72389194	96.52	22	2608524	3.48
		AGM voting	44	22437	0	0	0	0	44	22437	44	22437	100.00	0	0	0.00
		TOTAL	198	75219035	0	0	1	198880	197	75020155	175	72411631	96.52	22	2608524	3.48

