

L-1/ 2029 /MGP

March 29, 2019

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 – Series: EQ
Symbol: BAJA21A – Series A: DC: INE193E08038
Symbol: BAJA21 – Series B: DC: INE193E08020
Symbol: BAJA22 – Series C: DC: INE193E08012

Dear Sirs,

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")

As per the provisions of the Companies Act, 2013 and Regulation 44 of the SEBI Listing Regulations, 2015 the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the Postal Ballot. The E-voting was open from February 25, 2019 (9.00 a.m.) to March 26, 2019 (5.00 p.m.).

The Board of Directors had appointed Shri Anant B. Khamankar, Practicing Company Secretary, as the Scrutinizer for the Postal Ballot process and remote E-voting. The Scrutinizer has submitted his report to the Chairman of the Company and the result of the postal ballot has been announced by the Chairman today, i.e. on 29 March 2019. The Scrutinizer's report is placed on the Company's website.

The exchanges are hereby informed that as per the Scrutinizer's Report all the Resolutions as mentioned in the Notice of Postal Ballot dated February 7, 2019 have been passed with the requisite majority.

We enclose a copy of the Scrutinizer's report and a statement containing details of voting results of equity shareholders in the prescribed format.

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

Thanking you.

Yours faithfully,

For Bajaj Electricals Limited

Mangesh Patil
Company Secretary and Compliance Officer

Encl.: as above

SCRUTINIZER'S REPORT

[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules 2015 to the extent applicable]

To

The Board of Directors

BAJAJ ELECTRICALS LIMITED

CIN: L31500MH1938PLC009887

45/47, Veer Nariman Road,

Mumbai - 400001

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot and e- voting conducted in pursuance to the provisions of Section 108 and Section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules 2015 to the extent applicable.

We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, Scrutinizer appointed by Bajaj Electricals Limited (the "Company") 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, as amended by Companies (Management and Administration) Amendment Rules, 2015, to the extent applicable, for the purpose of Scrutinizing the e- voting and Postal Ballot in a fair and transparent manner and ascertaining the requisite majority as per the provision of the Companies Act, 2013.

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 Postal Ballot on the resolutions contained in the notice dated 7th February, 2019. Our responsibility as the Scrutinizers for the postal ballot and e- voting process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolutions, based on the postal ballots received by the Company and reports generated from the remote e-voting process system provided by Link Intime India Private Limited (Link Intime), the authorized agency engaged by the Company to provide remote e-voting facilities.



Further to the above, we submit our report as under:-

- i. The remote e-voting period remained open from Monday, 25th February, 2019 at 9.00 a.m. (IST) and ended on Tuesday, 26th March, 2019 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, 15th February, 2019 were entitled to vote on the Resolutions as set out in the Notice of Postal Ballot dated 7th February, 2019.
- iii. The remote e-voting was disabled on Tuesday, 26th March, 2019 at 5:00 p.m. (IST).
- iv. The box containing the Physical postal ballots was opened on 26th March, 2019 at 5:30 p.m. in the presence of two witnesses, Miss Gauri Mali and Miss. Kinnari Ghag who are not in the employment of the Company.
- v. All postal ballot forms received/receivable up to the close of working hours (17:00 hours) on Tuesday, 26th March 2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny. Envelopes containing postal ballot forms received after 26th March 2019, were not considered for my scrutiny.
- vi. Thereafter considering remote e-voting and postal ballot voting, the combined result of the voting by equity shareholders is annexed as Annexure I. 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 Link Intime i.e. instavote.linkintime.co.in and is based on such reports generated.
- vii. Based on the aforesaid results, I report that the Resolution No. from 1 to 4, have been passed with requisite majority.

Yours truly,
For Anant B. Khamankar & Co.



Anant B. Khamankar
FCS: 3198 | CP No: 1860



Place: Mumbai
Date: 28th March, 2019

FOR BAJAJ ELECTRICALS LIMITED



CHAIRMAN

Annexure I																		
BAJAJ ELECTRICALS LIMITED																		
Ballot Control Report (e-voting & Postal ballot) for the Notice dated 07/ 02/2019																		
Resolution No.	Resolution Description	Mode of Voting	Total Votes received		Invalid Votes		Abstain Votes		Less Voted		Valid Votes		Voted in FAVOUR			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	%	*Ballots	No. of Votes / Shares	%
	SPECIAL RESOLUTIONS																	
1	Re- appointment of Shri Harsh Vardhan Goenka as an independent Director	Remote e-voting	137	71547266	0	0	0	0	0	0	137	71547266	120	69823919	97.5913	18	1723347	2.4087
		Postal Ballot	201	78381	14	2181	2	32	4	125	185	76043	180	68863	90.5580	5	7180	9.4470
		TOTAL	338	71625647	14	2181	2	32	4	125	322	71623309	300	69892782	97.58385	23	1730527	2.4162
2	Re- appointment of Dr. (Smt.) Indu Sahani as an independent Director	Remote e-voting	136	71547264	0	0	0	0	0	0	136	71547264	121	69852098	97.6307	16	1695166	2.3693
		Postal Ballot	201	78381	14	2181	5	442	4	135	182	75623	177	68251	90.2516	5	7372	9.7484
		TOTAL	337	71625645	14	2181	5	442	4	135	318	71622887	298	69920349	97.62291	21	1702538	2.3771
3	Re- appointment of Dr. Rajendra Prasad Singh as an independent Director	Remote e-voting	137	71547266	0	0	0	0	0	0	137	71547266	123	70048079	97.9046	15	1499187	2.0954
		Postal Ballot	201	78381	14	2181	4	440	4	130	183	75630	176	68243	90.2327	7	7387	9.7673
		TOTAL	338	71625647	14	2181	4	440	4	130	320	71622896	299	70116322	97.89652	22	1506574	2.1035
4	Approval for giving loan or guarantee or providing security in connection with loan availed by any of Company's Subsidiary or	Remote e-voting	137	71547266	0	0	0	0	0	0	137	71547266	96	65598423	93.0831	42	4948843	6.9169
		Postal Ballot	201	78381	14	2181	9	31597	4	125	178	44478	167	32773	73.6836	11	11705	26.3164
		TOTAL	338	71625647	14	2181	9	31597	4	125	315	71591744	263	66631196	93.07106	53	4960548	6.9289

* In Remote e-Voting, one shareholder bifurcated his/her valid votes under both options i.e. "Favour" & "Against".



Bajaj Electricals Limited

Resolution Required : (Special)		1 - Re-appointment of Shri Harsh Vardhan Goenka as an Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	64218485	59236662	92.2424	59236662	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59236662	92.2424	59236662	0	100.0000	0.0000
Public Institutions	E-Voting	14095521	10537965	74.7611	8814693	1723272	83.6470	16.3530
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10537965	74.7611	8814693	1723272	83.6470	16.3530
Public Non Institutions	E-Voting	24084345	1772639	7.3601	1772564	75	99.9958	0.0042
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		76043	0.3157	68863	7180	90.5580	9.4420
	Total		1848682	7.6759	1841427	7255	99.6076	0.3924
Total		102398351	71623309	69.9458	69892782	1730527	97.5838	2.4162



Bajaj Electricals Limited

Resolution Required : (Special)		2 - Re-appointment of Dr. (Smt.) Indu Shahani as an Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	64218485	59236662	92.2424	59236662	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59236662	92.2424	59236662	0	100.0000	0.0000
Public Institutions	E-Voting	14095521	10537965	74.7611	8842849	1695116	83.9142	16.0858
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10537965	74.7611	8842849	1695116	83.9142	16.0858
Public Non Institutions	E-Voting	24084345	1772637	7.3601	1772587	50	99.9972	0.0028
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		75623	0.3140	68251	7372	90.2516	9.7484
	Total		1848260	7.6741	1840838	7422	99.5984	0.4016
Total		102398351	71622887	69.9454	69920349	1702538	97.6229	2.3771



Bajaj Electricals Limited

Resolution Required : (Special)		3 - Re-appointment of Dr. Rajendra Prasad Singh as an Independent Director.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
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	64218485	59236662	92.2424	5.9E+07	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59236662	92.2424	5.9E+07	0	100.0000	0.0000
Public Institutions	E-Voting	14095521	10537965	74.7611	9038863	1499102	85.7743	14.2257
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10537965	74.7611	9038863	1499102	85.7743	14.2257
Public Non Institutions	E-Voting	24084345	1772639	7.3601	1772554	85	99.9952	0.0048
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		75630	0.3140	68243	7387	90.2327	9.7673
	Total		1848269	7.6742	1840797	7472	99.5957	0.4043
Total		102398351	71622896	69.9454	7E+07	1506574	97.8965	2.1035



Bajaj Electricals Limited

Resolution Required : (Special)			4 - Approval for giving loan or guarantee or providing security in connection with loan availed by any of Company's subsidiary or other person specified under section 185 of the Companies Act, 2013.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
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	64218485	59236662	92.2424	59236662	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		59236662	92.2424	59236662	0	100.0000	0.0000
Public Institutions	E-Voting	14095521	10537965	74.7611	5589310	4948655	53.0397	46.9603
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		10537965	74.7611	5589310	4948655	53.0397	46.9603
Public Non Institutions	E-Voting	24084345	1772639	7.3601	1772451	188	99.9894	0.0106
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		44478	0.1847	32773	11705	73.6836	26.3164
	Total		1817117	7.5448	1805224	11893	99.3455	0.6545
Total		102398351	71591744	69.9149	66631196	4960548	93.0711	6.9289

