## <u>DISCLOSURES</u> UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

| Name of the Target Company (TC)  | Bajaj Corp Limited  |  |  |
|--|---|--|--|
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer  | Matthews International Funds d/b/a Matthews Asia Funds          |  |  |
| Whether the acquirer belongs to Promoter/ Promoter Group   | No  |  |  |
| Name(s) of the Stock Exchange(s) where the shares of the TC are Listed   | Bombay Stock Exchange Limited / National Stock Exchange Limited |  |  |
| Details of acquisition/disposal as follows   | Number  | % w.r.t total<br>share/voting capital<br>wherever applicable                               | % w.r.t. total diluted share/voting capital of the TC (*)            |
| Before the acquisition under consideration, holding of:  (a) Shares carrying voting rights (b) Voting Rights (VR) otherwise than by shares (c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) (d) Total (a+b+c)   | 7,368,220 equity<br>shares (a)                                  | 4.995% of fully<br>diluted equity share<br>capital of Bajaj Corp<br>Limited<br>("Company") | 4.995% of fully<br>diluted equity<br>share capital of the<br>Company |
| Details of acquisition /sale  (a) Shares carrying voting rights acquired/sold (b) VRs acquired / sold otherwise than by shares (c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold (d) Total (a+b+c) | 1.  | 0.012% of fully<br>diluted equity share<br>capital of the<br>Company                       | 0.012% of fully<br>diluted equity<br>share capital of the<br>Company |
| After the acquisition/sale, holding of:  (a) Shares carrying voting rights (b) VRs otherwise than by shares (c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition (d) Total (a+b+c)                | 5   | 5.007% of fully<br>diluted equity share<br>capital of the<br>Company                       | 5.007% of fully<br>diluted equity<br>share capital of the<br>Company |
| Mode of acquisition /sale (e.g. open market / off market public issue / rights issue / preferential allotment / inter-se transfer etc).  | Open Market e   |  |  |

| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity  | NIL, only equity shares have been acquired.                             |
|---|---|
| shares, etc.  | Date of acquisition: July 18, 2014                                      |
| Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC |   |
| Equity share capital / total voting capital of the TC before the said acquisition / sale  | Rs. 147.5 million constituting 147,500,000 equity shares of Rs. 1 each. |
| Equity share capital / total voting capital of the TC after the said acquisition / sale   | Rs. 147.5 million constituting 147,500,000 equity shares of Rs. 1 each. |
| Total diluted share / voting capital of the TC after the said acquisition /sale   | Rs. 147.5 million constituting 147,500,000 equity shares of Rs. 1 each. |

(\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Manoj K. Pombra, Chief Compliance Offiser

Matthews International Funds d/b/a Matthews Asia Funds

Place: San Françisco, California USA

Date: July 21, 2014

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