

## Bajaj Holdings & Investment Limited

(formerly Bajaj Auto Limited)

**CIN: L65993PN1945PLC004656**

Regd. Office: Bajaj Auto Limited Complex,  
Mumbai Pune Road, Akurdi, Pune – 411035

Website: [www.bhil.in](http://www.bhil.in)

27 May 2020

Corporate Relations Department <b>BSE Limited</b> 1st Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street, Fort, Mumbai 400 001	Corporate Listing Department <b>National Stock Exchange of India Limited</b> Exchange Plaza, 5th Floor Plot No.C-1, G Block Bandra-Kurla Complex Bandra (East), MUMBAI 400 051
<b>BSE CODE: 500490</b>	<b>NSE CODE: BAJAJHLDNG</b>

**Sub: Submission of Annual Secretarial Compliance Report pursuant to Regulation 24A of SEBI Listing Regulations**

Dear Sir/Madam,

In due compliance of the provisions of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the annual Secretarial Compliance Report for the year ended 31 March 2020, received from the Secretarial Auditor Shyamprasad D. Limaye.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

**For Bajaj Holdings & Investment Limited**

Sd/-

**Sriram Subbramaniam**  
**Company Secretary**

Encl.: As above

**SECRETARIAL COMPLIANCE REPORT**

**for the year ended 31<sup>st</sup> March, 2020**

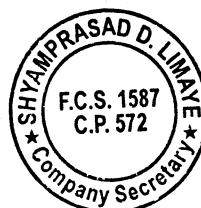
**Bajaj Holdings & Investment Limited**  
**(CIN: L65993PN1945PLC004656)**

I, Shyamprasad D. Limaye, Practising Company secretary have examined:

- (a) all the documents and records made available to me by **Bajaj Holdings & Investment Limited** (“the listed entity”), and explanation provided by the listed entity,
- (b) the filings / submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31<sup>st</sup> March, 2020 in respect of compliance with the provisions of :

- 1) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 2) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”); including
  - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;as amended
  - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (g) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013;
  - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; as amended
  - (i) and circulars / guidelines issued thereunder;



and based on the above examination, I hereby report that, during the Review Period:

- a. he listed entity has maintained proper records under the provisions of the above Regulations, circulars and guidelines issued thereunder insofar as it appears from my examination of those records.
- b. No actions are taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts, Regulations, circulars and guidelines issued thereunder:
- c. The listed entity has complied with the provisions of the above Acts, Regulations and circulars/ guidelines including SEBI circular CIR/CFD/CMD1/114/2019 dated 18/10/2019 in respect of appointment of Auditor, to the extent applicable.

There were no observations in the report for the previous year and therefore no actions were desired to be taken by the listed entity.

Place : Pune

Dated: 21<sup>st</sup> May, 2020

UDIN : F001587B000263893

Signature



Shyamprasad D. Limaye

F.C.S. 1587 C.P. 572

