

CTL/DEB/24-25/213/001

12.06.2024

To,
Mr. Vijay Ramchandra
Company Secretary,
Bajaj Finance Ltd.
3rd floor, Panchshil Tech Park,
Plot 43/1, 43/2 & 44/2,
Viman Nagar, Pune-411014

Dear Sir,

Re: Debenture Trusteeship for the proposed issue of Secured Listed Redeemable Non-Convertible Debentures of Rs. 800 Crores with a green shoe option to retain oversubscription upto Rs. 4000 Crores aggregating to Rs. 4800 Crores (Series 289 Tranche 01)

We refer to the communication dated 12.06.2024 via e-mail informing that your company proposes to issue Secured Listed Redeemable Non-Convertible Debentures of Rs. 800 Crores with a green shoe option to retain oversubscription up to Rs. 4000 Crores aggregating to Rs. 4800 Crores under Tranche 01 "Series 289" on private placement basis and requesting us to act as debenture trustee.

We hereby convey our acceptance to act as Debenture Trustees for the said issue Debentures, subject to execution of Debenture Trustee Agreement as per Regulation 13 of SEBI (Debenture Trustee) Regulations, 1993, thereby agreeing to create the security within the timeline as per relevant Laws / Regulations and in the Placement Memorandum/Offer Document / Information Memorandum / Disclosure Document/ Shelf Placement Memorandum/ Tranche Placement Memorandum/ Key Information Documents and company agreeing / undertaking/ to comply with the provisions of SEBI (Debenture Trustee) Regulations, 1993, SEBI (Issue and Listing of Debt Non-Convertible Securities) Regulations 2021, SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, Companies Act, 2013 and Rules thereunder and other applicable laws as amended from time to time.

Yours faithfully,

For Catalyst Trusteeship Limited

Authorized Signatory
Name: Suyash Sawant
Designation: Assistant Manager

CATALYST TRUSTEESHIP LIMITED

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An ISO: 9001 Company

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