

30 January 2025

Corporate Relations Department. BSE Limited DCS-CRD Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400 001.	Corporate Listing Department. National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No.C-1, G Block Bandra-Kurla Complex Bandra (East), MUMBAI 400 051.
BSE Code: 500490	NSE Code: BAJAJHLDNG

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations, 2015') - Re-appointment of Independent Director

Shri Pradip Shah (DIN:00066242) is an Independent Director of the Company, whose first five-year term as an Independent Director expires on 24 March 2025. Pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder ('the Act'), Schedule IV to the said Act, Regulation 16(1)(b), 17(1A), 25(2A) of the SEBI Listing Regulations, 2015 and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has re-appointed Shri Pradip Shah as Independent Director for a second term of five consecutive years with effect from 23 March 2025 up to 22 March 2030, subject to approval of the Members of the Company by way of special resolution.

Further, pursuant to the direction dated 14 June 2018 issued by SEBI to the stock exchanges and based on the declarations received, we hereby confirm that Shri Pradip Shah is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority and therefore, he is not disqualified to be re-appointed as Director.

The requisite disclosure, pursuant to Part A Para A of Schedule III of Regulation 30 of the SEBI Listing Regulations and in terms of SEBI Master circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, is enclosed as **Annexure A**.

We request you to kindly take the same on record.

Yours faithfully,

Thanking you,

For **Bajaj Holdings & Investment Limited**

Sriram Subramaniam
Company Secretary

BAJAJ HOLDINGS & INVESTMENT LIMITED

www.bhil.in

Corporate Office: 6th Floor, Bajaj Finserv Corporate Office, Off Pune - Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India | Tel: +91 20 7157 6066 | Fax: +91 20 7150 5792

Registered Office: C/o Bajaj Auto Limited Complex, Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India
Corporate ID No.: L65100PN1945PLC004656 | Email ID: investors@bhil.in

Annexure A

S. No.	Requirement	Disclosure
1	Reason for change viz. appointment, resignation, cessation, removal, death or otherwise	<p>The Board of Directors through circular resolution, had appointed Shri. Pradip Shah as an Independent Director of the Company for a term of five consecutive years, expiring on 24 March 2025.</p> <p>Considering his valuable contribution and experience, the Board at its meeting held on 30 January 2025 approved his re-appointment for a further term of five years, i.e., w.e.f. 23 March 2025 up to 22 March 2030, subject to approval of the Members of the Company by way of special resolution.</p>
2.	Date of re-appointment/cessation (as applicable) & terms of re-appointment	<p>23 March 2025 for a period of 5 years.</p> <p>He will not be liable to retire by rotation and will be governed by Schedule IV of the Companies Act, 2013.</p>
3.	Brief profile (in case of appointment)	<p>Pradip P Shah runs IndAsia, a corporate finance, private equity, and investment advisory business. He is also the co-founder of www. Grow-Trees.com a web-enabled social initiative, and Universal Trustees Private limited. Earlier, IndAsia had a joint venture with AMP of Australia for the private equity business. Prior to that, he helped establish the Indocean Fund in 1994, the first foreign India dedicated private equity fund, in association with affiliates of Chase Capital Partners and Soros Fund Management.</p> <p>Before starting Indocean, he was the founder Managing Director of CRISIL, India's first and largest credit rating agency. Pradip Shah provided technical assistance and training to Rating Agency Malaysia Berhad and MAALOT. He has been honoured with a garden of a hundred trees in his name in Israel.</p> <p>Prior to founding CRISIL, he has also assisted in founding Housing Development Finance Corporation (HDFC), India's first retail housing finance company, in 1977. He was seconded from ICICI, where he was Project Officer, to start HDFC from where he was seconded to start CRISIL. Pradip Shah has also served as a consultant to USAID, the World Bank and the Asian Development Bank.</p>

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		<p>Pradip Shah holds an MBA from Harvard, is a Management Accountant and ranked first in India in the Chartered Accountants' examinations. He has written articles and given talks in India and in Amsterdam, Abu Dhabi, Bahrain, Bangkok, Copenhagen, Hong Kong, Istanbul, Singapore, Kuala Lumpur, Jakarta, Shanghai, Bali, Colombo, Tel Aviv, London, Oslo, Washington, San Francisco, New York, Chicago, Boston, Perth, Melbourne and Sydney on credit rating, housing finance, capital markets, venture capital and other subjects.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	<p>Shri. Pradip Shah is not related to any of the directors of the Company.</p>

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