

17 March 2020

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<b>BSE Code: 500490</b>	<b>NSE Code: BAJAJHLDNG</b>

**Subject: Adoption of new Memorandum and Articles of Association of the Company- Reg. 30**

Dear Sir/Madam,

This is further to our letter dated 13 February 2020 submitting a copy of our Postal Ballot Notice dated 30 January 2020 and notice published in the newspapers on 14 February 2020.

The Postal Ballot was conducted by the Company pursuant to Section 110 of the Companies Act, 2013, and approval of members has been obtained on the resolutions, as stated in the said Notice, including alteration of Objects Clause of Memorandum of Association (MOA) and adoption of new set of Articles of Association (AOA) for the Company.

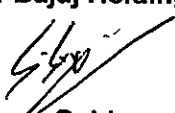
The existing Clause III of the MOA, pursuant to the provisions of section 4 and 13 of the Companies Act, 2013, has been altered by replacement and substitution of the same with the new clauses viz. Clause III (a) and Clause (III) (b) respectively to bring the clause in conformity with the current objects of the Company and the provisions of the Companies Act, 2013.

The new set of AOA, pursuant to the provisions of section 5 and 14 of the Companies Act, 2013, which has been adopted in total exclusion, substitution and supersession of the existing AOA, is primarily based on Table F of Schedule I to the Companies Act, 2013, which sets out the model AOA for a company limited by shares and includes certain additional provisions relating to Chairman Emeritus.

A copy of the new MOA and AOA has been placed on the Company's website <http://www.bhil.in/inv/miscellaneous.html>

Kindly acknowledge and take the same on record.

Thanking you,  
Yours faithfully,  
**For Bajaj Holdings & Investment Limited**

  
**Sriram Subbramaniam**  
Company Secretary

