

BAJAJ

Bajaj Holdings & Investment Limited
(formerly Bajaj Auto Limited)

CIN: L65993PN1945PLC004656

Regd. Office : Bajaj Auto Limited Complex,
Mumbai Pune Road, Akurdi, Pune 411035.
Tel.: 020-27472851, Fax: 020-27407380
Website: www.bhil.in

17 June 2019

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

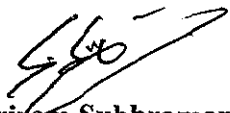
Sub: Intimation/Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

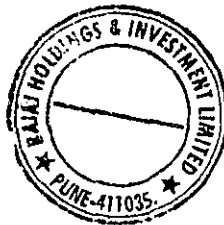
Please find attached the disclosure as required pursuant to Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the above on record.

Thanking you,

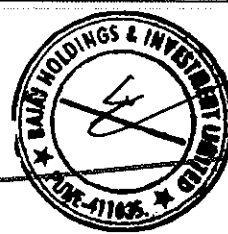
Yours faithfully,
for **Bajaj Holdings & Investment Limited**


Sriram Subbramaniam
Company Secretary



Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (SAST) Regulations, 2011

1.	Name of the Target Company (TC)	Maharashtra Scooters Limited	
2.	Name of the acquirer(s)	Bajaj Holdings & Investment Limited (BHIL)	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited	
4.	Details of transactions including rationale, if any, for the transfer/acquisition of shares	This acquisition is pursuant to Supreme Court Order dated 9 January 2019 directing WMDC to transfer 30,85,712 equity shares of Target company to the Company after payment of the stipulated sum of Rs. 232 per share along with interest @ 18% p.a. from the date of Arbitration Award i.e. 14 January 2006.	
5.	Relevant regulation under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so, - Whether disclosure was made and - Whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange	Yes. Yes. 17 June 2019 (also earlier filed on 17 January 2019 and 15 February 2019)	
7.	Details of acquisition	<i>Disclosures made/ required to be made under regulation 10(5)</i>	<i>Actual</i>
	(a) Name of the transferor/seller	Bajaj Holdings & Investment Limited (BHIL)	Bajaj Holdings & Investment Limited (BHIL)
	(b) Date of acquisition	17 June 2019 (also earlier filed on 17	17 June 2019



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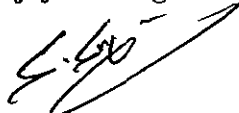
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		January 2019 and 15 February 2019 without the information about proposed date of acquisition as this was subject to action from Western Maharashtra Development Corporation Limited [WMDC])			
	(c) Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above	30,85,712		30,85,712	
	(d) Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC	27%		27%	
	(e) Price at which shares are proposed to be acquired/actually acquired	Rs. 232 per share along with interest @ 18% p.a. from the date of Arbitration Award i.e. 14 January 2006.		Rs. 232 per share along with interest @ 18% p.a. from the date of Arbitration Award i.e. 14 January 2006.	
8.	Shareholding details	<i>Pre-Transaction</i>		<i>Post-Transaction</i>	
		<i>No. of shares held</i>	<i>% w.r.t total share capital of TC</i>	<i>No. of shares held</i>	<i>% w.r.t total share capital of TC</i>
		- Each Acquirer(s)/Transferee (BHIL)	27,42,848	24%	58,28,560
	- Each Sellers/ Transferor (WMDC)	30,85,712	27%	0	0

Pune
17 June 2019

For Bajaj Holdings & Investment Limited


Sriram Subbramaniam
Company Secretary



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17 January 2019

Corporate Relations Department.
BSE Limited
1st Floor, , New Trading Ring
Rotunda Building, P J Tower
Dalal Street, Mumbai 400 001
Email: corp.relations@bseindia.com

Corporate Relations 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
Email: cmlist@nse.co.in

BSE Code: 500490

NSE Code: BAJAJHLDNG

**Sub: Intimation/ Disclosure under Regulation 10(5) read with Regulation 10(4)(e)
of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Dear Sir,

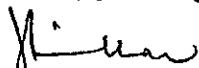
This is to inform you that pursuant to Order dated 9 January 2019 passed by the Hon'ble Supreme Court of India, 27% shareholding in Maharashtra Scooters held by Western Maharashtra Development Corporation Limited (WMDC) i.e. 30,85,712 shares is being acquired by Bajaj Holdings and Investment Limited.

Details of the proposed acquisition in the form as prescribed under Regulation 10(5) are given in the annexure.

This is for your information please.

Thanking You,

Yours Faithfully,
For Bajaj Holdings & Investment Limited,


J Sridhar
Authorised Signatory



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Website: www.bhil.in

Date: 17 January 2019

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under regulation 10(4)(e) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Maharashtra Scooters Limited
2.	Name of the acquirer(s)	Bajaj Holdings and Investment Limited (BHIL)
3.	Confirmation that the acquirer(s) is/are promoter(s) of the TC as defined under regulation 2(s) and has been disclosed as promoter(s) of the TC in the latest filing with the stock exchanges	Yes (Latest filing is dated 16 January 2019)
4.	Details of proposed acquisition	
	a. Name of the entity/ entities from whom shares are proposed to be acquired	Western Maharashtra Development Corporation Limited (WMDC)- co-promoter
	b. Status of the entity/ entities - whether it is a state level financial institution or - whether it is a subsidiary or company promoted by a state level financial institution	Yes No
	c. If, it is a subsidiary or company promoted by a state level financial institution, disclose the name of the holding/promoter company/institution and the relationship with the transferor.	Not Applicable
	d. Date of agreement between transferor and promoter	Concluded Contract on 3rd May 2003; Attained finality vide Supreme Court decision dated 9th January 2019. (Copy Enclosed)
	e. Date of proposed acquisition	Concluded Contract on 3rd May 2003; Attained finality vide Supreme Court decision dated 9th January 2019; In line with this decision, BHIL tendered the payment to WMDC on 14th January 2019; Awaiting transfer of shares (expected by 30th January 2019).
	f. Number of shares proposed to be acquired from entity mentioned in 4(a) above	30,85,712



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	g.	Total shares proposed to be acquired as a % of diluted share capital of the TC	27%			
	h.	Price at which shares are proposed to be acquired	Rs.232 per share, along with interest @ 18% p.a. from the date of Award, 14 January 2006			
5.	Shareholding details		Before the proposed transaction		After the proposed transaction	
			No. of shares	% w.r.t total diluted share capital of TC	No. of shares	% w.r.t total diluted share capital of TC
	a	Each Acquirer / Transferee(*) (BHIL)	27,42,848	24%	58,28,560	51%
	b	Each Seller / Transferor (WMDC)	30,85,712	27%	0	0
6.	Declaration by the acquirer that all the conditions specified under regulation 10(4) (e) with respect to exemptions has been duly complied with.		All the conditions have been duly complied with.			

Pune
17 January 2019

For Bajaj Holdings & Investment Limited


J Sridhar
Authorised Signatory



Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the promoter mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorised to do so.

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15 February 2019

Corporate Relations Department.
BSE Limited
1st Floor, , New Trading Ring
Rotunda Building, P J Tower
Dalal Street, Mumbai 400 001
Email: corp.relations@bseindia.com

Corporate Relations 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
Email: cmlist@nse.co.in

BSE Code: 500490

NSE Code: BAJAJHLDNG

Sub: Intimation/ Disclosure under Regulation 10(5) read with Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011


Dear Sir,

Further to our communication dated 17 January 2019, please find enclosed the disclosure as per the format as required under Regulation 10(5) read with Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

This is for your information please.

Thanking You,

Yours Faithfully,
For Bajaj Holdings & Investment Limited,


Sriram Subbramianiam
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Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Maharashtra Scooters Limited
2.	Name of the acquirer(s)	Bajaj Holdings and Investment Limited (BHIL)
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes
4.	Details of proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Western Maharashtra Development Corporation Limited (WMDC)
	b. Proposed date of acquisition	Expected in February 2019 (depending on action awaited from WMDC Ltd.)
	c. Number of shares to be acquired from each person mentioned in 4(a) above	30,85,712
	d. Total shares to be acquired as % of share capital of the TC	27%
	e. Price at which shares are proposed to be acquired	₹ 232 per share along with interest @ 18% p.a. from the date of Arbitration Award i.e. 14 January 2003
	e. Date of proposed acquisition	Depending on when WMDC completes the transfer formalities
	f. Rationale, if any, for the proposed transfer	Pursuant to Supreme Court Order dated 9 January 2019 directing WMDC to transfer 30,85,712 equity shares of Target company to the Company after payment of the stipulated sum as mentioned in point (e) above.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) & under 10(4)(e)
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	₹ 3,097.66/-



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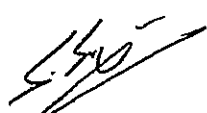
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7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable			
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	The acquisition price is not higher by more than 25% of the price computed in point 6 above.			
9	(i) Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011;	The transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011.			
	(ii) The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	Enclosed			
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with	All the conditions specified under regulation 10(1)(a) with respect to exemptions have been duly complied with.			
11	Shareholding details	Before the proposed transaction		After the proposed Transaction	
		No. of shares	% w.r.t total diluted share capital of TC	No. of shares	% w.r.t total diluted share capital of TC
A	Acquirer(s) and PACs (BHIL)	27,42,848	24%	58,28,560	51%
b	Sellers/ Transferor (WMDC)	30,85,712	27%	0	0

Pune
15 February 2019

For Bajaj Holdings & Investment Limited


Sriram Subbramaniam
Company Secretary

