

5 October 2023

THE MANAGER, BSE LIMITED DCS - CRD PHIROZE JEEJEEBHOY TOWERS DALAL STREET, MUMBAI - 400 001 SCRIP CODE: 500034	THE MANAGER, LISTING DEPARTMENT NATIONAL STOCK EXCHANGE OF INDIA LTD. EXCHANGE PLAZA, C-1. BLOCK G, BANDRA - KURLA COMPLEX, BANDRA (EAST) MUMBAI - 400 051 SCRIP CODE: BAJFINANCE - EQ
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Sir/Madam,

Sub: Outcome of Meeting of the Board of Directors held on 5 October 2023

Re: Our letter dated 22 September 2023 under Regulation 29(1)(d) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

Further to the prior intimation issued on 22 September 2023 and in terms of the provisions of Regulation 30 (read with Part A of Schedule III) of the SEBI Listing Regulations, this is to inform you that the Board of Directors, at its meeting held today, *inter alia*, has approved, the following proposals, subject to such regulatory/statutory approvals as may be required, including approval of the shareholders of the Company:

1. Raising of capital through a Qualified Institutions Placement ("QIP") for an aggregate amount not exceeding Rs. 8,800 Crore (Rupees Eight Thousand Eight Hundred Crore only) by the issue of equity shares of face value of Rs. 2 each ("Equity Shares") in accordance with the Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the Companies Act, 2013, and the rules made thereunder, including the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014, and any other applicable laws, each as amended, and related matters thereto.
2. Preferential issue ("PI") of up to 15,50,000 (Fifteen Lakh Fifty Thousand only) warrants convertible into equivalent number of equity shares to Bajaj Finserv Limited, the promoter, for an aggregate amount not exceeding Rs. 1,200 Crore (Rupees Twelve Hundred Crore only), in accordance with the Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

BAJAJ FINANCE LIMITED

www.bajajfinserv.in/corporate-bajaj-finance

Corporate Office: 4th Floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India

Corporate Office Extn.: 3rd Floor, Panchshil Tech Park, Viman Nagar, Pune - 411 014, Maharashtra, India

Tel: +91 20 7157 6403 | Fax: +91 20 7157 6364

Registered Office: C/o Bajaj Auto Limited complex, Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

Corporate ID No.: L65910MH1987PLC042961 | **Email ID:** investor.service@bajajfinserv.in



The Company will be seeking approval of the shareholders for the proposed QIP and PI by convening an Extra Ordinary General Meeting subject to applicable provisions/circulars issued by Ministry of Corporate Affairs from time to time.

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 circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023, is enclosed as Annexure 'A'.

The meeting commenced at 2:30 p.m. and concluded at 3:20 p.m.

Thanking you,
Yours faithfully,
For **Bajaj Finance Limited**

R Vijay
Company Secretary
Email ID: investor.service@bajajfinserv.in
CC: Catalyst Trusteeship Limited (Debenture Trustee, Pune)

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Disclosure pursuant to Part A Para A of Schedule III of Regulation 30 of the SEBI Listing Regulation, 2015 read with SEBI circular SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023

A. Qualified Institutions Placement:

Sr. No.	Disclosure Requirements	Details
1	Type of securities proposed to be issued	Equity Shares of face value of Rs. 2 each
2	Type of issuance	Qualified Institutions Placement to Qualified Institutional Buyers in terms of Chapter VI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018
3	The total amount for which the securities will be issued	Up to Rs. 8,800 Crore

B. Preferential Issue:

Sr. No.	Disclosure Requirement	Details				
1	Type of securities proposed to be issued	Warrants				
2	Type of issuance	Preferential allotment				
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Up to 15,50,000 warrants convertible into equivalent number of Equity Shares of face value of Rs. 2 each				
4	In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):					
	i. names of the investors	Bajaj Finserv Limited (" Proposed Allottee "), promoter and holding company				
	ii. post allotment of securities					
	a. outcome of the subscription	<p align="center">Details of shareholding of Bajaj Finserv Limited in the Company is as under</p> <table border="1"> <thead> <tr> <th>Pre-preferential allotment (as on 5 October 2023)</th> <th>Post preferential allotment and conversion of warrants into Equity Shares (assuming issue of maximum number of Warrants and their full conversion)</th> </tr> </thead> <tbody> <tr> <td></td> <td></td> </tr> </tbody> </table>	Pre-preferential allotment (as on 5 October 2023)	Post preferential allotment and conversion of warrants into Equity Shares (assuming issue of maximum number of Warrants and their full conversion)		
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Sr. No.	Disclosure Requirement	Details			
		No. of Equity Shares	%	No. of Equity Shares	%
		31,78,16,130	52.45	31,93,66,130	52.57
	b. issue price/allotted price (in case of convertibles)	Issue price will be determined at a later stage in accordance with applicable law.			
	c. number of investors	1 (one)			
	iii. in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	<p>a. Each of the warrants are convertible into equivalent number of Equity Shares within a period of eighteen months from the date of allotment.</p> <p>b. An amount equivalent to 25% of the consideration shall be payable at the time of subscription and allotment of warrants, and the remaining 75% of the consideration shall be payable on the exercise of options against each such warrant.</p> <p>c. In the event that the Proposed Allottee does not exercise the option for Equity Shares against any of the warrants within a period of eighteen months from the date of allotment of such Warrants, the unexercised Warrants shall lapse, and the consideration paid by the Proposed Allottee shall be forfeited by the Company.</p>			

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