

**BAJAJ***Distinctly Ahead*

Bajaj Auto Limited  
Akurdi Pune 411 035 India

Tel +91 20 27472851  
Fax +91 20 27473398  
www.bajajauto.com

26 February 2019

Corporate Relations Department.

**BSE Limited**

1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, P J Tower  
Dalal Street, Mumbai 400 001  
Email: corp.relations@bseindia.com

**BSE Code: 532977**

Corporate Listing Department.

**National Stock Exchange of India Ltd**

Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.C-1, G Block  
Bandra-Kurla Complex  
Bandra (East), MUMBAI 400 051  
Email: cmlist@nse.co.in

**NSE Code: BAJAJ-AUTO**

Dear Sir/s:

**Sub: Disclosure under Reg 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011**

We are enclosing under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, a Disclosure statement in the prescribed format, in respect of Equity Shares of Bajaj Holdings & Investment Ltd. (Target Company) acquired by the Company and others during the period from 19.11.2018 to 20.02.2019, as per details given therein.

Kindly take the same on record.

Thanking you,

Yours Faithfully,

For Bajaj Auto Limited,

*for* Dr. J Sridhar  
Company Secretary



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Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Name of the Target Company (TC)	Bajaj Holdings & Investment Limited		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	As per Annexure A		
Whether the Acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd. (NSE) BSE Ltd. (BSE)		
Details of the acquisition / disposal as follows :	Number	% w.r.t total share/voting capital wherever applicable (*)	% w.r.t total diluted share/voting capital of the TC (**)
<b>Before the acquisition/transfer under consideration, holding of :</b>			
a) Shares carrying voting rights	10,537,900	9.47 (Refer Annexure A)	9.47
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	10,537,900	9.47	9.47
<b>Details of acquisition/transfer</b>			
f) Shares carrying voting rights purchased	1,986,554	1.78 (Refer Annexure A)	1.78
g) VRs acquired / sold otherwise than by shares	-	-	-
h) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
i) Shares encumbered/invoked by the acquirer	-	-	-
j) Total (f+g+h+/-i)	1,986,554	1.78	1.78
<b>After the acquisition/transfer, holding of :</b>			
k) Shares carrying voting rights	12,524,454	11.25	11.25
l) Shares encumbered with the acquirer	-	-	-
m) VRs otherwise by shares	-	-	-
n) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
o) Total (k+l+m+n)	12,524,454	11.25	11.25





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Mode of acquisition/ <del>public issue/ rights issue/ preferential allotment/ inter-se transfer etc</del>	Open Market Transactions (As per Annexure A)
Date of acquisition/ <del>VR or date of receipt of intimation of allotment of shares, whichever is applicable</del>	As per Annexure A
Equity Share Capital / total voting capital of the TC before the said acquisition/ transfer	11,12,93,510 Equity Shares
Equity Share Capital / total voting capital of the TC after the said acquisition/ transfer	11,12,93,510 Equity Shares
Total diluted share/ voting capital of the TC after the said acquisition/ transfer	11,12,93,510 Equity Shares

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31(1) of the SEBI LODR 2015 (earlier Clause 35 of the Listing Agreement)

(\*\*) Diluted share/ voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of the TC.

For Bajaj Auto Limited



For Dr J Sridhar  
Company Secretary

Pune: 26 February 2019

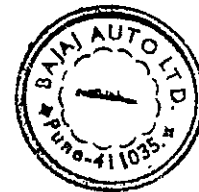
Annexure A									
Annexure to Disclosure Statement under Reg 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011									
Details of Equity shares of Bajaj Holdings & Investment Ltd (Target Company) Acquired by the Promoter/Promoter Group									
Sr.No.	Name of the Shareholders	No. and % of Shares before acquisition/transfer		No. and % of Shares acquired/transferred		No. and % of Shares after acquisition/transfer		Date of acquisition/transfer	Mode of acquisition/transfer
		A	B	C	D	E	F		
1	Niraj Bajaj	142,835	0.13	(138,000)	(0.12)	1,435	-	22-Nov-18	Gift given
				(3,500)	-			29-Nov-18	Gift given
2	Nirav Trust	5,238,757	4.71	138,000	0.12	5,378,257	4.83	22-Nov-18	Gift received
				3,500	-			29-Nov-18	Gift received
3	Shekhar Bajaj	181,500	0.16	(177,000)	(0.15)	4,500	-	22-Nov-18	Gift given
4	Anant Bajaj Trust	4,976,708	4.47	177,000	0.15	5,153,708	4.63	22-Nov-18	Gift received
5	Bajaj Auto Limited	0.00	0.00	445,000	0.40	1,988,554	1.78	4-Feb-19	Market Purchase
				240,000	0.22			4-Feb-19	Market Purchase
				48,200	0.04			6-Feb-19	Market Purchase
				77,200	0.07			6-Feb-19	Market Purchase
				500,852	0.45			7-Feb-19	Market Purchase
				65,000	0.06			11-Feb-19	Market Purchase
				99,000	0.09			11-Feb-19	Market Purchase
				20,201	0.02			12-Feb-19	Market Purchase
				91,951	0.08			12-Feb-19	Market Purchase
				107,500	0.10			13-Feb-19	Market Purchase
				1,600	0.00			13-Feb-19	Market Purchase
				109,500	0.10			14-Feb-19	Market Purchase
				2,100	0.00			14-Feb-19	Market Purchase
				55,637	0.05			15-Feb-19	Market Purchase
55,472	0.05			15-Feb-19	Market Purchase				
67,231	0.06			20-Feb-19	Market Purchase*				
<b>TOTAL</b>		<b>10,537,900</b>	<b>9.47</b>	<b>1,986,554</b>	<b>1.78**</b>	<b>12,524,454</b>	<b>11.24</b>		

Note: \* The shares acquired on 20 February 2019 were credited to the demat a/c of the Company on 22 February 2019

\*\*Considering the inter-se transfer of shares amongst the promoter/ promoter group entities being 0.28%, the total acquisition of shares in Bajaj Holdings & Investment Ltd. is exceeding 2% and hence the aforesaid disclosure. However, in the total, net figure is considered i.e. inter-se transfers being balanced out.

For Bajaj Auto Limited

For  
Dr J Sridhar  
Company Secretary



Pune : 26 February 2019