

28 May 2020

To Corporate Relations Department BSE Limited 1st Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street, Fort, Mumbai 400 001. BSE CODE: 532978	To 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. NSE CODE: BAJAJFINSV
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Subject: Annual Secretarial Compliance Report for the financial year ended 31 March 2020

Dear Sir / Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI circular No. CIR/CFD/CMD1/27/2019 dated 8 February 2019, we are forwarding herewith the Annual Secretarial Compliance Report of the Company for the financial year ended 31 March 2020 issued by Shri Shyamprasad D. Limaye, Practicing Company Secretary.

You are requested to kindly take the above information on record.

Thanking you,

Yours faithfully,
For Bajaj Finserv Limited

Sonal R
Tiwari

Digitally signed by Sonal
R Tiwari
Date: 2020.05.28 17:08:13
+05'30'

Sonal R Tiwari
Company Secretary

Encl: as above.

SECRETARIAL COMPLIANCE REPORT

for the year ended 31st March, 2020

Bajaj Finserv Limited
(CIN:L65923PN2007PLC130075)

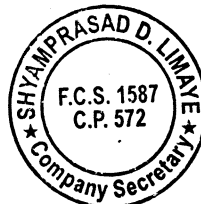
I, Shyamprasad D. Limaye, Practising Company secretary have examined:

- (a) all the documents and records made available to me by **Bajaj Finserv Limited** (“the listed entity”), and explanation provided by the listed entity,
- (b) the filings / submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2020 in respect of compliance with the provisions of :

- 1) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 2) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”); including
 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;as amended
 - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (g) Securities and Exchange Board of India(Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations,2013;
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; as amended

and based on the above examination, I hereby report that, during the Review Period:



- a. The listed entity has maintained proper records under the provisions of the above Regulations, circulars and guidelines issued thereunder insofar as it appears from my examination of those records.
- b. No actions are taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts, Regulations, circulars and guidelines issued thereunder:
- c. The listed entity has complied with the provisions of the above Acts, Regulations and circulars/ guidelines, including SEBI circular CIR/CFD/CMD1/114/2019 dated 18/10/2019 in respect of appointment of Auditor, to the extent applicable.

Further the listed entity has following material subsidiaries of the Company

- a. Bajaj Finance Limited
- b. Bajaj Housing Finance Limited (Subsidiary of Bajaj Finance Limited)
- c. Bajaj Allianz Life Insurance Company Limited.
- d. Bajaj Allianz General Insurance Company Limited.

Out these material subsidiaries

- (i) Bajaj Finance Limited being Listed company, it's Secretarial Compliance Report, pursuant to Rule 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given.
- (ii) Bajaj Housing Finance Limited being Debt Listed Company, is complying with SEBI guidelines to the extent applicable. Annual Secretarial Report being applicable, the same has be provided to the Company.
- (iii) The Bajaj Allianz Life Insurance Company Limited and Bajaj Allianz General Insurance Company Limited being Unlisted Companies, the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder are not applicable to them, however Annual Secretarial Audit Report being applicable, the same has be provided to the Company.

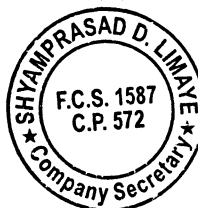
There were no observations in the report for the previous year and therefore no actions were desired to be taken by the listed entity.

Place : PUNE

Dated: 21st May, 2020

UDIN: F001587B000263849

Signature



A handwritten signature in black ink that reads "Limaye".

Shyamprasad D. Limaye

F.C.S. 1587 C.P. 572