



ANNEXURE – 2

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

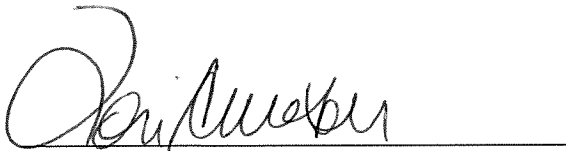
Name of the Target Company (TC)		Bajaj Holdings & Investment Limited	
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer		Franklin Templeton Investment Funds PAC - Nil	
Whether the acquirer belongs to Promoter/Promoter group		n/a	
Name(s) of the Stock Exchange(s) where the shares of TC are Listed		National Stock Exchange (NSE) Bombay Stock Exchange (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 under consideration, holding of acquirer along with PACs of:</b>			
a) Shares carrying voting rights	3,369,985	3.03%	3.03%
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)			
c) Voting rights (VR) otherwise than by equity 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)	3,369,985	3.03%	3.03%
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	-41,389	-0.04%	-0.04%
b) VRs acquired /sold otherwise than by shares			
c) 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			
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)	-41,389	-0.04%	-0.04%
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	3,328,596	2.99%	2.99%
b) Shares encumbered with the acquirer			
c) VRs otherwise than by equity 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) after acquisition			
e) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/ others)			
f) Total (a+b+c+d)	3,328,596	2.99%	2.99%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open market		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 December 2018		
Equity share capital / total voting capital of the TC before the said acquisition / sale	111,293,510		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	111,293,510		
Total diluted share/voting capital of the TC after the said acquisition	111,293,510		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under 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.

Authorised Signatory



Lori A. Weber, Assistant Secretary, Franklin Resources, Inc.

Place: Fort Lauderdale, Florida, U.S.A.

Date: January 4, 2019

If you have any questions regarding this disclosure, please contact me at [subsshholder@franklintempleton.com](mailto:subsshholder@franklintempleton.com).