



Bajaj Auto Limited,
Akurdi, Pune 411 035, India.
Tel +91 20 27472851
Fax +91 20 27473398
bajajauto.com

**THE WORLD'S
FAVOURITE
INDIAN**

29 May 2020

To Corporate Relations Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street Mumbai 400 001	To 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: 532977	NSE Code: BAJAJ-AUTO

Subject: Annual Secretarial Compliance Report for the year ended 31 March 2020

Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are forwarding herewith the Annual Secretarial Compliance Report for the financial year 2019-20 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 Auto Limited,

Sd/-
Dr. J Sridhar
Company Secretary

Encl: as above.

SECRETARIAL COMPLIANCE REPORT

for the year ended 31st March, 2020

Bajaj Auto Limited
(CIN: L65993PN2007PLC130076)

I, Shyamprasad D. Limaye, Practising Company secretary have examined, subject to limitation of physical interaction and verification of records caused by Covid-19 Pandemic lock down;

- (a) all the documents and records made available to me by **Bajaj Auto 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
 - (i) and circulars / guidelines issued thereunder;

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.

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: 20th May, 2020

UDIN: F001587B000260813

Signature



Shyamprasad D. Limaye

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

