

December 9, 2022

BSE Limited First Floor, New Trade Wing Rotunda Building, Phiroze Jeejeebhoy Towers Dalal Street, Fort. Mumbai 400 023 Stock Code: 533229	National Stock Exchange of India Ltd. Exchange Plaza, 5th Floor Plot No. C/1. 'G' Block Bandra- Kurla Complex Bandra East, Mumbai 400 05 1 Stock Code: BAJAJCON
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Dear Sir / Madam,

**Sub: Outcome of board meeting held on December 9, 2022**

In furtherance of our intimation letter dated December 5, 2022 and in terms of Regulation 30 of the Listing Regulations read with the SEBI circular bearing reference number CIR/CFD/CMD/4/2015 dated September 9, 2015, the Board of Directors of Bajaj Consumer Care Limited (the "Company") at its meeting held today, i.e., December 9, 2022, which commenced at 11:00 A.M. and concluded at 11:35 A.M., has considered and approved the proposal for buyback of fully paid up equity shares of the Company having a face value of INR 1/- (Indian Rupee One Only) ("Equity Shares" and such buyback "Buyback") from all shareholders/ beneficial owners of the Equity Shares of the Company, through the "open market" route, using mechanism for acquisition of shares through stock exchange, in accordance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("SEBI Buyback Regulations") and such other circulars or notifications issued by the SEBI and the applicable provisions of the Companies Act, 2013 ("Companies Act") and rules made thereunder, as amended from time to time, at a price not exceeding INR 240/- (Indian Rupees Two Hundred and Forty only) per Equity Share ("Maximum Buyback Price"), payable in cash, for an aggregate amount not exceeding INR 8,089.00 lakh (Indian Rupees eighty crore eighty ninety lakh only), excluding expenses to be incurred for the Buyback viz. brokerage costs, fees, turnover charges, taxes such as tax on buyback, securities transaction tax and goods and services tax (if any), stamp duty, printing and dispatch expenses, if any, filing fees, stock exchange charges, advisor/legal fees, public announcement publication expenses and other incidental and related expenses and charges (collectively referred to as "Transaction Costs") ("Buyback Offer Size").

The indicative maximum number of Equity Shares proposed to be bought back at the Maximum Buyback Size and Maximum Buyback Price under the Buyback would be 33,70,416 (Thirty three lakh seventy thousand four hundred sixteen Only) Equity Shares ("Maximum Buyback Shares") (representing approx. 2.28% which is less than 25% of the total number of Equity Shares in the paid-up equity capital of the Company as of March 31, 2022). If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of the Maximum Buyback Size) but will always be subject to the Maximum Buyback Size and will also be not more than 25% of the total number of Equity Shares in the paid-up equity capital of the Company as of March 31, 2022.

The Company shall utilize at least 50% of the Maximum Buyback Size i.e., ₹ 4044.50 lakh (Indian Rupees Forty crore forty four lakh and fifty thousand Only) ("Minimum Buyback

**Bajaj Consumer Care Limited**1231, 3<sup>rd</sup> Floor, Solitaire Corporate Park, 167, Guru Hargovind Marg, Chakala, Andheri (East),

Mumbai 400 093 I Tel.: +91 22 66919477/78 I CIN: L01110RJ2006PLC047173 I

Web: [www.bajajconsumercare.com](http://www.bajajconsumercare.com)

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Size”) for the Buyback, and based on the Minimum Buyback Size and the Maximum Buyback Price, the Company will purchase an indicative minimum of 16,85,208 (Sixteen lakh eighty five thousand two hundred and eight only) Equity Shares. The Buyback Offer Size represents 9.66% and 10% of the aggregate of the Company’s fully paid-up equity capital and free reserves as per the latest standalone and consolidated audited financial statements of the Company, respectively, for the financial year ended March 31, 2022, which is not more than 10% of the aggregate of the total paid-up capital and free reserves of the Company in accordance with Regulation 4(i) of the Buyback Regulations read with proviso to Regulation 5(i)(b) of the Buyback Regulations.

The promoters of the Company cannot participate in the Buyback through open market as per the Buyback Regulations.

The pre-Buyback shareholding pattern of the Company as on December 2, 2022 is attached hereto as Annexure A.

The Board has constituted a buyback committee (“the Buyback Committee”) and delegated its powers to do such acts, deeds, matters, and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in relation to the proposed Buyback.

The Board has appointed Mr. Vivek Mishra, Head-Legal & Company Secretary as the Compliance Officer for the purposes of the Buyback.

The Board has also appointed ICICI Securities Limited, a SEBI Registered Merchant Banker, as the Manager to the Buyback.

The public announcement setting out details of Buyback including the process, timelines and other statutory details of the Buyback will be released in accordance with the Buyback Regulations.

This information is also available on the website of the Company at [www.bajajconsumercare.com](http://www.bajajconsumercare.com) and on the websites of the stock exchanges where the shares of the Company are listed at [www.bseindia.com](http://www.bseindia.com) & [www.nseindia.com](http://www.nseindia.com).

The same may please be taken on record and suitably disseminated to all concerned.

Yours faithfully,  
**For Bajaj Consumer Care Limited**

**Vivek Mishra**  
**Head-Legal & Company Secretary**

Encl: as above

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### Annexure A

#### Pre-Buyback Shareholding Pattern of the Company

The shareholding pattern of the Company as on December 2, 2022 is as follows:

Category of Shareholder	Number of Shareholders	Number of Equity Shares	% to the total existing equity share capital
Promoters & Promoter Group:	3	5,61,25,000	38.04
Individuals	1,70,614	3,84,04,639	26.03
Companies/Other Entities	0	0	0.00
<b>Sub Total</b>	<b>1,70,617</b>	<b>9,45,29,639</b>	<b>64.07</b>
Indian Financial Institutions	0	0	0.00
Banks	0	0	0.00
Mutual Funds	4	2,35,10,769	15.94
<b>Sub Total</b>	<b>4</b>	<b>2,35,10,769</b>	<b>15.94</b>
Foreign Holding:			
Foreign Institutional Investors/Foreign Portfolio Investors Foreign Investors (including Non Resident Indians FIIs and Foreign Mutual Funds)	101	1,69,83,803	11.51
NRIs	3,176	37,10,482	2.51
Foreign Nationals and Overseas Corporate Bodies	0	0	0.00
<b>Sub Total</b>	<b>3,277</b>	<b>2,06,94,285</b>	<b>14.02</b>
Others (Indian Public, Public Bodies Corporate etc.)	3078	88,05,466	5.97
<b>Total</b>	<b>1,76,976</b>	<b>14,75,40,159</b>	<b>100.00%</b>

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