

7 November 2023

To Corporate Relations Department. BSE Limited 1 st 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, 5 th Floor Plot No.C-1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051 NSE Code: BAJAJFINSV
---	---

Dear Sir/Madam,

Sub.: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Notice of Postal Ballot

In terms of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Postal Ballot Notice dated Friday, 27 October 2023 ('Notice') for seeking approval of Shareholders by way of special resolution for re-appointment of Shri Anami N Roy (DIN: 01361110) as a Non- executive Independent Director for a second term of five consecutive years with effect from 1 January 2024 up to 31 December 2028.

In accordance with circulars issued by Ministry of Corporate Affairs (MCA) from time to time, the Notice has been sent only through electronic mode to those shareholders whose email address are registered with the Company's Registrar and Share Transfer Agent viz., KFin Technologies Limited (KFin)/Depository(ies)/Depository Participants and whose names appear in the Register of Members/list of Beneficial Owners as on the cut-off date, i.e., Friday, 27 October 2023. The Notice contains the procedure to get the email address registered for those shareholders who have not yet registered their email address.

As per the provisions of the MCA circulars, shareholders can vote only through e-voting process. The Notice containing e-voting instructions and other necessary details is available on the website at <https://www.aboutbajajfinserv.com/investor-relations-forms> under the dropdown 'General Meetings & Postal Ballots'.

The e-voting period will commence from Wednesday, 8 November 2023 at 9.00 A.M. (IST) and will end on Thursday, 7 December 2023 at 5.00 P.M. (IST).

We request you to kindly take this on record.

Thanking you,

Yours faithfully
FOR BAJAJ FINSERV LIMITED

UMA SHENDE
COMPANY SECRETARY
Email id: investors@bajajfinserv.in
Encl.: As above

BAJAJ FINSERV LIMITED
www.bajajfinserv.in/corporate-bajaj-finserv

Corporate Office: 6th Floor, Bajaj Finserv Corporate Office, Off Pune - Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India | Tel: +91 20 7150 5700 | Fax: +91 20 7150 5792

Registered Office: C/o Bajaj Auto Limited Complex, Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

Corporate ID No.: L65923PN2007PLC130075 | **Email ID:** investors@bajajfinserv.in





BAJAJ FINSERV LIMITED

CIN: L65923PN2007PLC130075

Registered Office: Bajaj Auto Limited Complex, Mumbai-Pune Road, Pune 411 035

Website: <https://www.aboutbajajfinserv.com/about-us>

Email ID: investors@bajajfinserv.in

Tel: (020) 7157 6064 Fax no.: (020) 7150 5792

POSTAL BALLOT NOTICE

[PURSUANT TO SECTIONS 110 AND 108 OF THE COMPANIES ACT, 2013 READ WITH RULES 22 AND 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014]

Dear Members,

NOTICE is hereby given that pursuant to the provisions of Sections 110 and 108 of the Companies Act, 2013 (the 'Act') read with Rules 22 and 20 of the Companies (Management and Administration) Rules, 2014 (the 'Management Rules'), Secretarial Standard-2 on General Meetings (the 'SS-2'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the 'MCA'), vide General Circular No. 09/2023 issued on 25 September 2023 read along with other connected circulars issued from time to time in this regard (the 'MCA Circulars') and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force and as amended from time to time), the item of special business as set out in this Notice is proposed for consideration by the Members of the Bajaj Finserv Limited (the 'Company') for passing by means of Postal Ballot by voting through electronic means ('remote e-voting') only.

Item No. 1:

Re-appointment of Shri Anami N Roy (DIN: 01361110) as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 January 2024

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') and the Rules made thereunder and the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') (including any statutory modification(s) or re-enactment thereof for the time being in force) and based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors of the Company and considering his ratings based on performance evaluation, approval of the Members, be and is hereby accorded for re-appointment of Shri Anami N Roy (DIN: 01361110), as a Non-executive Independent Director of the Company, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and is eligible for re-appointment under the provisions of the Act, the Rules made thereunder and the SEBI Listing Regulations, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of a director, as a Non-executive Independent Director, not liable to retire by rotation, to hold office for a second term of five consecutive years, i.e., from 1 January 2024 upto 31 December 2028.

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of SEBI Listing Regulations, approval be and is hereby accorded for continuation of Shri Anami N Roy (DIN: 01361110), as a Non-executive Independent Director of the Company, beyond 15 May 2025, on account of his attaining the age of 75 years on the said date.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Act and the Rules made thereunder, Shri Anami N Roy (DIN: 01361110), be paid such fees and remuneration and profit-related commission as the Board may approve from time to time and subject to such limits prescribed from time to time.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required to give effect to this resolution.”

By order of the Board
For Bajaj Finserv Limited

Uma Shende
Company Secretary
Membership No.: A38364

Place: Pune
Date: 27 October 2023

- NOTES:**
1. Statement pertaining to the aforesaid resolution setting out the material facts, as required under Section 102(1) of the Companies Act, 2013 (the “Act”) and as per Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the SEBI Listing Regulations) is annexed to this Notice.
 2. In terms of the MCA Circulars, this Notice along with the instructions regarding e-voting is being sent only by email to all those members, whose email addresses are registered with the Company or the RTA or with the depository(ies)/depository participants and whose names appear in the register of members/ list of beneficial owners as on the cut-off date i.e., Friday, 27 October 2023. The Notice is also uploaded on the website of the Company at <https://www.aboutbajajfinserv.com/investor-relations-forms>, website of E-voting service provider i.e., KFin Technologies Limited (‘KFin’ or ‘KFintech’) at <https://evoting.kfintech.com> and on the websites of National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com). All the members of the Company, as on the Cut-off date, shall be entitled to vote in accordance with the process specified in this Notice. Any person who is not a member on the Cut-off date shall treat this Notice for information purpose only. In this Notice, the term member(s) or shareholder(s) are used interchangeably.
- As per the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope are not being sent to the members for this Postal Ballot.
- The Company hereby requests all its members to register their email address, if not yet registered, by following the instructions mentioned under Note no. 7, to enable the Company to provide all communications through email.
3. The terms and conditions for appointment of Independent Director are hosted on the Company’s website.
 4. In accordance with the MCA Circulars, the relevant documents referred to in this Postal Ballot Notice will be made accessible for inspection through electronic mode. The documents will remain available from the date of dispatch of this Notice upto the last day of voting on the website of the Company at <https://www.aboutbajajfinserv.com/investor-relations-forms>.
 5. The Board of Directors at its meeting held on 27 October 2023 have appointed Shri Shyamprasad D Limaye, Practicing Company Secretary (FCS No. 1587, CP No. 572) as the ‘Scrutiniser’ to scrutinise the Postal Ballot process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose.
 6. The e-voting shall commence on Wednesday, 8 November 2023 at 9.00 a.m. (IST) and end on Thursday, 7 December 2023 at 5.00 p.m. (IST). The e-voting module shall be disabled by KFin for voting thereafter and voting shall not be allowed beyond the said date and time. During this period, the members of the Company holding shares as on the Cut-off date, i.e., Friday, 27 October 2023, may cast their vote by electronic means in the manner given in Note no. 9. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

7. SEBI has mandated that any service request from members holding securities in physical mode shall be entertained only upon registration of the PAN, KYC details (ISR-1) and nomination (SH-13/ISR-3). Members are requested to submit the aforesaid forms duly filled and signed along with self-attested copy of the PAN card and such other documents as prescribed in the Forms, to register or update:
- KYC details and Nomination;
 - Particulars of bank account for receiving dividend directly in their account through electronic mode or change in their address, for receiving dividend through physical instrument; and
 - E-mail address to receive communication through electronic means, including Annual Report and Notice and other communications.

The said Forms are available on the website of the Company at <https://www.aboutbajajfinserv.com/investor-relations-forms> and on the website of KFin at https://ris.kfintech.com/clientservices/isc/default.aspx#isc_download_hrd. Members have an option to submit the Forms in person at any of the branches of KFin, details of which are available at <https://www.kfintech.com/contact-us/> or submit e-signed Forms online along with requisite documents by accessing the link <https://ris.kfintech.com/clientservices/isc/default.aspx#> or physical forms can be sent through post at following address:

KFin Technologies Ltd.
Unit: Bajaj Finserv Ltd.,
Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda,
Serilingampally, Hyderabad, Rangareddi, Telangana, India - 500 032.

Kindly note that the folios wherein any one of the aforesaid document/details are not updated on or after 1 January 2024 shall be frozen by KFin.

Members holding shares in dematerialised mode, who have not registered/updated their aforesaid details are requested to register/update the same with their respective depository participants ('DPs').





8. The Scrutiniser shall, after conclusion of the voting period, prepare report of the votes cast in favour or against, if any, and submit the same to the Chairman and Managing Director of the Company. Results of the voting will be declared by placing the same along with the Scrutiniser's report on the Company's website viz., <https://www.aboutbajajfinserv.com/investor-relations-stock-exchange-filings> as well as on the website of KFin viz., <https://evoting.kfintech.com> and will also be communicated to the stock exchanges, within two working days from last date of voting, i.e. on or before Monday, 11 December 2023 by 5:00 p.m. Outcome will be made available at the registered office as well as at the corporate office of the Company. Subject to receipt of requisite number of votes, the resolution(s) mentioned in the Notice shall be deemed to be passed on Thursday, 7 December 2023 i.e., last day of the e-voting period.

9. The details of the process and manner for remote e-voting are explained herein below:

I. Login method for remote e-voting for individual shareholders holding securities in demat mode:

Pursuant to Section VI-C of the SEBI Master circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated 11 July 2023 pertaining to 'e-voting facility provided by Listed Companies', e-voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/registered Depository Participants ('DPs') in order to increase the efficiency of the voting process. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider ('ESP') thereby facilitating not only seamless authentication but also ease and convenience of participating in e-voting process.

Login method for individual shareholders holding securities in demat mode is given below:

Type of Shareholder	Login Method
Individual shareholders holding securities in demat mode with NSDL	<p>A. User already registered for NSDL IDeAS facility:</p> <ol style="list-style-type: none"> 1. Open web browser and type the following URL: https://eservices.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under “IDeAS” section. 2. A new screen will open. Enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on “Access to e-voting” under e-voting services and you will be able to see e-voting page. 3. Click on options available against Company name or e-voting service provider - KFintech and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period. <p>B. User not registered for IDeAS e-Services:</p> <p>Option to register is available at https://eservices.nsd.com Select “Register Online for IDeAS” Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp and proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.</p> <p>C. By visiting the e-Voting website of NSDL:</p> <ol style="list-style-type: none"> 1. Visit the e-voting website of NSDL. Open web browser and type the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the “Login” icon, available under the “Shareholder/Member” section. 2. A new screen will open. Enter your User ID (i.e., your 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. 3. Click on options available against Company name or e-voting service provider - KFintech and you will be re-directed to e-voting service provider website for casting your vote during the e-voting period. <p>D. NSDL Speede</p> <p>Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div>

<p>Individual shareholders holding securities in demat mode with CDSL</p>	<p>A. Existing user who have opted for Easi/Easiest:</p> <ol style="list-style-type: none"> 1. Open web browser and type: www.cdslindia.com and click on login icon and select New System Myeasi 2. Shareholders can login through their existing user ID and password. Option will be made available to reach e-voting page without any further authentication. 3. After successful login on Easi/Easiest, the user will also be able to see the e-voting Menu. The menu will have links of ESPs. Click on KFintech to cast your vote. <p>B. User not opted for Easi/Easiest:</p> <p>Option to register for Easi/Easiest is available at www.cdslindia.com, proceed with completing the required fields. After successful registration, please follow the steps given above to cast your vote.</p> <p>C. By visiting the e-Voting website of CDSL:</p> <ol style="list-style-type: none"> 1. The user can directly access e-voting page by providing Demat Account Number and PAN from a link in www.cdslindia.com. The system will authenticate the user by sending OTP on registered Mobile and e-mail ID as recorded in the demat Account. 2. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and will also be able to directly access the system of e-Voting Service Provider, i.e., KFintech.
<p>Individual Shareholders (holding securities in demat mode) logging through their depository participants</p>	<ol style="list-style-type: none"> 1. Shareholders can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/ CDSL for e-voting facility. Once logged-in, you will be able to see e-voting option. 2. Once you click on e-voting option, you will be redirected to NSDL/ CDSL website after successful authentication, wherein you can see e-voting feature. 3. Click on option available against Company name or e-voting service provider- KFintech and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period.

Important Note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID or Forget Password option available at respective websites.

Helpdesk for Individual Shareholders holding securities in demat mode who need assistance for any technical issues related to login through Depository i.e., NSDL and CDSL:

Members facing any technical issue - NSDL	Members facing any technical issue - CDSL
<p>Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: (022) -48867000 and (022) - 2499 7000</p>	<p>Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact on 1800 22 55 33</p>

II. Login method for remote e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

- i. Initial password is provided in the body of the e-mail.
- ii. Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- iii. Enter the login credentials i.e., User ID and Password mentioned in your e-mail. Your Folio No./DP ID Client ID will be your User ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting your votes.
- iv. After entering the correct details, click on LOGIN.
- v. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. You need to login again with the new credentials.
- vii. Upon successful login, the system will prompt you to select the EVENT i.e. Bajaj Finserv Ltd.
- viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date Friday, 27 October 2023, will appear.

If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR'/'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN', in which case, the shares held will not be counted under either head.

- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- x. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at cssdlimaye@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'BFS_EVENT No.'
- xii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual available at <https://evoting.kfintech.com/public/Downloads.aspx> or call KFin on 1800 309 4001 (toll free).

In case of a member who hold shares and who had not registered their email id, as on the cut-off date i.e. Friday, 27 October 2023, may participate in the e-voting by registering their email id by following instructions mentioned at note no. 7. Post registration, such member may request for User ID and password for e-voting by sending an email to einward.ris@kfintech.com / evoting@kfintech.com through his/her registered email id to obtain the same.

Members may also reach out to Mr. Mohd. Mohsinuddin - Senior Manager, KFin at mohsin.mohd@kfintech.com / einward.ris@kfintech.com or Ms. Uma Shende - Company Secretary, at Investors@bajajfinserv.in or at 020-7157 6064.

STATEMENT PURSUANT TO SECTION 102(1) OF THE ACT AND REGULATION 36(3) OF THE SEBI LISTING REGULATIONS:

Item no. 1 relating to re-appointment of Shri Anami N Roy as an Independent Director of the Company for a second term of five consecutive years w.e.f. 1 January 2024:

The members at their 12th Annual General Meeting held on 25 July 2019, had appointed Shri Anami N Roy as an Independent Director of the Company for a term of five consecutive years from 1 January 2019 up to 31 December 2023, pursuant to the provisions of the Act and the SEBI Listing Regulations.

As per Section 149(10) of the Act, an Independent Director shall hold office for a term of upto five consecutive years on the Board of a Company but shall be eligible for re-appointment on passing a Special Resolution by the Company for another term of upto five consecutive years. Further, as per Schedule IV of the Act read with Regulation 19 and Schedule II of the SEBI Listing Regulations, re-appointment of an Independent Director shall be on the basis of report of performance evaluation.

Pursuant to regulation 17(1A) of SEBI Listing Regulations, 2015, approval of the shareholders by way of a Special Resolution is required for continuation of directorship of the non-executive directors of the Company who have attained the age of 75 years.

In his tenure as an independent director on the Board of the Company, Shri Roy was eligible for attending a total of 50 Board and Committee meetings out of which he attended 49 meetings. During his tenure, the Board assessed the performance of the Independent Directors, inter alia, on the basis of attendance, participation, openness to ideas, perspectives and opinions, ability to challenge old practices and throwing up new ideas for discussion, independent views and judgement, etc. Basis the same, Shri Roy has consistently received favourable recommendation for him to continue as an Independent Director on the Board of the Company, in terms of the provisions of the Act and SEBI Listing Regulations.

Shri Anami N Roy is not disqualified from being appointed as a director in terms of Section 164 of the Act. He has confirmed that he is not debarred from holding the office of director by virtue of any order from SEBI or any such authority and has given his consent to act as Director of the Company.

The Company has also received declaration from Shri Anami N Roy that he meets the criteria of independence as prescribed, under Section 149(6) of the Act and under the Regulation 16(1)(b) of SEBI Listing Regulations. In the opinion of the Board, Shri Anami N Roy fulfils the conditions for appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations and is independent of the Management.

While considering Shri Roy's re-appointment, the Board took into account his professional background and experience, exceptional attendance record displaying his consistent time commitment towards Board and Committee meetings, age, significant contribution to the discussions of Board and Committee meetings of which he is a member, favourable rating received for his performance during his tenure as an Independent Director, the valuable contribution made by him, and the recommendation and opinion of Nomination and Remuneration Committee. The Board is of the opinion that Shri Roy is a person of integrity and possesses relevant expertise and experience (including the proficiency) and will be able to provide the commitment of time and efforts required.

Based on the recommendation of Nomination and Remuneration Committee, the Board, at its meeting held on 27 October 2023, appointed Shri Anami N Roy as a Non - Executive Independent Director, not liable to retire by rotation, for a second term of five consecutive years w.e.f. 1 January 2024 to 31 December 2028, subject to approval of shareholders. The Board also recommended to the shareholders, continuation of directorship of Shri Roy, beyond 15 May 2025, on account of his attending the age of 75 years on the said date.

In connection with the aforesaid re-appointment, a notice in writing in the prescribed manner as required by Section 160 of the Act and Rules made thereunder, has been received by the Company, regarding candidature of Shri Anami N Roy for the office of the director.

The copy of draft letter of appointment setting out the terms and conditions of his appointment is available electronically for inspection by the members on the website of of the Company at <https://cms-assets.bajajfinserv.in/is/content/bajajfinance/bfs-terms-of-id-appointment-2018-v1pdf-1?scl=1&fmt=pdf> from the date of dispatch of this notice upto the last day of e-voting.

Brief profile and other requisite information of Shri Roy, pursuant to Regulation 36(3) of the SEBI Listing Regulations, the Act and SS -2, as on date of Notice, are given in **Annexure - A**.

None of the Directors or Key Managerial Personnel or their relatives, except Shri Anami N Roy is directly or indirectly concerned or interested, financially or otherwise, in the special resolution set out at Item No. 1 of the Notice.

The Board of Directors based on the recommendation of the Nomination and Remuneration Committee considers the re-appointment of Shri Anami N Roy as an Independent Director in the interest of the Company and recommends the special resolution set out at Item No. 1 of the Notice for approval by members.

By order of the Board
For Bajaj Finserv Limited

Uma Shende
Company Secretary
Membership No.: A38364

Place: Pune
Date: 27 October 2023

Annexure A - Details as per secretarial standard - 2 and Regulation 36(3) of the SEBI Listing Regulations:

Brief Profile:

Anami N Roy (born on 15 May,1950) is a distinguished former civil servant, having served in the Indian Police Service in Maharashtra and Govt of India for over 38 years. He held a wide variety of assignments both in Maharashtra and under the Central government including Commissioner of Police, Aurangabad, Pune and Mumbai. He retired as Director General of Police, Maharashtra.

While in service, he headed the operations of the elite Special Protection Group, looking after the proximate security of the Prime Minister, former PMs and their families. Known popularly as the 'People's Commissioner', he set up many citizen-friendly schemes and systems to resolve and fulfil people's problems and expectations like Citizen Facilitation Centres, Mumbai Police Infoline, Elderline, Slum Police Panchayat etc.

Mr. Roy was appointed by the President of India as Advisor to Governor of combined state of Andhra Pradesh and Telangana in 2014 when the state was under President's rule. During this period, he performed the role of Minister of 16 different departments of the state government including Home, Industry and Mining, Housing, Health, Medical Education, etc.

Post-retirement, Roy is engaged in the social/non-profit sector. He runs a not-for-profit company, Vandana Foundation, to support the livelihoods of the poorest of poor in urban and rural areas.

Other information about the appointee as on the date of this Notice is as follows:

Sr. No.	Particulars	Details
1	Name of Director	Shri Anami N Roy
2	DIN	01361110
3	Date of Birth	15 May 1950
4	Age	73 Years
5	Date of first appointment on the Board	1 January 2019
6	Qualifications	M.A. (Ancient History, University of Allahabad)
7	Skills and capabilities required for the role and the manner in which the Directors meet the requirements	Nomination and Remuneration Committee (NRC), <i>inter-alia</i> , have identified Independent judgement on matters related to financial management, Risk and Assurance, providing direction to Governance structure, Strategic planning process and assist the Board with a diverse perspective as the skills and capabilities required for the role. Considering the profile and experience of Shri Roy, the NRC and the Board is of the view that he meets the above skills and capabilities.
8	Expertise in specific functional areas	Management & Governance, Financial Services, Understanding of accounting and financial statements, Risk, Assurance and Internal Controls, Regulatory, Public policy and economics; and Human Resource.
9	Terms and conditions of appointment/re-appointment	https://cms-assets.bajajfinserv.in/is/content/bajajfinance/bfs-terms-of-id-appointment-2018-v1pdf-1?scl=1&fmt=pdf
10	Details of remuneration last drawn (FY2023)	Rs. 18,00,000/- as commission and Rs. 9,00,000/- as sitting fees.
11	Details of remuneration sought to be paid	He will be eligible for payment of sitting fees and commission, as payable to other non-executive directors of the Company as per the Remuneration Policy of the Company.

Sr. No.	Particulars	Details
12	Directorships in listed Companies and other directorships	<p>Listed:</p> <ul style="list-style-type: none"> • Bajaj Auto Ltd. • Bajaj Finance Ltd. • Bajaj Holdings & Investment Ltd. • Bajaj Housing Finance Ltd. (High value debt listed) • Finolex Industries Ltd. • Glaxosmithkline Pharmaceuticals Ltd. • Siemens Ltd. <p>Other:</p> <ul style="list-style-type: none"> • Bajaj Allianz General Insurance Company Ltd. • Bajaj Allianz Life Insurance Company Ltd. • Good Host Spaces Private Ltd. • Vandana Foundation

13	Membership/Chairmanship of Committees of other Boards		
	Name of the Committee	Chairmanship	Membership
Audit		Bajaj Auto Ltd.	Finolex Industries Ltd.
		Bajaj Finance Ltd.	Siemens Ltd.
		Bajaj Housing Finance Ltd.	Bajaj Allianz General Insurance Company Ltd. Bajaj Allianz Life Insurance Company Ltd.
Corporate Social Responsibility		Bajaj Housing Finance Ltd.	Bajaj Holdings & Investment Ltd
			Finolex Industries Ltd.
			Glaxosmithkline Pharmaceuticals Ltd.
			Bajaj Allianz General Insurance Company Ltd. Bajaj Allianz Life Insurance Company Ltd.
Nomination and Remuneration		Glaxosmithkline Pharmaceuticals Ltd.	Bajaj Finance Ltd.
			Bajaj Housing Finance Ltd.
			Finolex Industries Ltd.
			Siemens Ltd.
			Bajaj Allianz General Insurance Company Ltd.
			Bajaj Allianz Life Insurance Company Ltd.
Risk Management		Bajaj Auto Ltd.	Bajaj Finance Ltd.
			Bajaj Housing Finance Ltd.
			Finolex Industries Ltd.
Stakeholder Relationship		Bajaj Housing Finance Ltd.	-
		Finolex Industries Ltd.	
Share Transfer		-	Finolex Industries Ltd.
Strategic Investment		-	Bajaj Finance Ltd.
Review of wilful Defaulter's Identification		-	Bajaj Finance Ltd.
			Bajaj Housing Finance Ltd.
Committee of Directors		-	Siemens Ltd.
Committee of Directors for Real Estate matters		-	
Board sub - committee		-	Bajaj Housing Finance Limited

Sr. No.	Particulars	Details
14	Listed entities from which the Director has resigned from Directorship in last 3 (three) years	None
15	Number of Board meetings attended	During FY2024, he attended all the five Board meetings held till the date of this Notice.
16	Inter-se relationship with other Directors and Key Managerial Personnel of the Company	He is not related to any of the Directors or Key Managerial Personnel of the Company.
17	Shareholding in the Company as on the date of the Notice	Nil