

23 November 2016

To BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street, Fort Mumbai 400 001.	To 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.	To Bajaj Finance Limited. Mumbai-Pune Road, Akurdi, Pune 411 035.
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Subject: Disclosure under Regulation 29(2) of SEBI (SAST) Regulations, 2011

Dear Sirs;

This is with reference to the Preferential Issue of 9,25,000 warrants at the issue price of Rs. 4,412 per warrant allotted to Bajaj Finserv Limited on 2 June 2015 convertible into an equivalent number of equity shares of Bajaj Finance Limited.

Post sub-division of equity shares and issue of bonus shares by Bajaj Finance Limited, the number and exercise price of the said warrants were adjusted proportionately so as to become 9,250,000 warrants convertible into an equivalent number of equity shares at exercise price of Rs. 441.20 per warrant. An amount equivalent to 25% of the then issue price i.e. 1,103/- per warrant amounting to Rs.102.03 Crore was paid on 1 June 2015 towards subscription to the warrants. We have now remitted the balance 75% amount of Rs. 306.08 Crore towards the conversion of the said warrants into equity shares of Rs. 2 each.

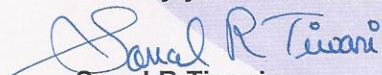
Accordingly, please find enclosed disclosure under Regulation 29(2) of SEBI (SAST) Regulations, 2011 from Bajaj Finserv Limited, Promoter Company of Bajaj Finance Limited, towards the said acquisition. This disclosure is being made by way of abundant caution.

This is for your information and record please.

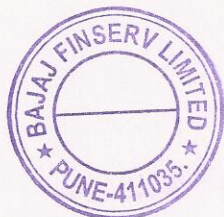
Thanking you,

Yours faithfully,

For Bajaj Finserv Limited.


Sonal R Tiwari
Company Secretary

Encl: as above.



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Bajaj Finserv Limited

FORMAT FOR DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011


1. Name of the Target Company (TC)	BAJAJ FINANCE LIMITED		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	BAJAJ FINSERV LIMITED		
3. Whether the acquirer belongs to Promoter/Promoter group	YES		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE & NSE		
5. 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 (**)
Before the acquisition/disposal under consideration, holding of:			
a) Shares carrying voting rights	308,566,130	57.28	56.31
		$\frac{30,856,6130}{538,721,900} \times 100$	$\frac{308,566,130}{(538,721,900 + 9,250,000) \times 100}$
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
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)	9,250,000 (Warrants) (See Note 1)	Nil	Nil
e) Total (a+b+c+d)	317,816,130	57.28	56.31
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	9,250,000 (Warrants converted) (See Note 1)	1.72	1.69
		$\frac{9,250,000}{538,721,900} \times 100$	$\frac{9,250,000}{(538,721,900 + 9,250,000) \times 100}$
b) VRs acquired/sold otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
d) Shares encumbered/invoked/released by the acquirer	Nil	Nil	Nil
e) Total (a+b+c+d)	9,250,000	1.72	1.69
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	317,816,130	58.00	58.00
		$\frac{317,816,130}{547,971,900} \times 100$	$\frac{317,816,130}{547,971,900} \times 100$
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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	Nil	Nil	Nil
e) Total (a+b+c+d)	317,816,130	58.00	58.00
6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Preferential warrants converted into equity shares (Off market)		
7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	23-Nov-16		
8. Equity share capital / total voting capital of Bajaj Finance Limited before the said acquisition/sale	1,077,443,800		
9. Equity share capital/ total voting capital of Bajaj Finance Limited after the said acquisition/sale	1,095,943,800		
	$\frac{538,721,900 + 9,250,000}{2}$		
10. Total diluted share/voting capital of Bajaj Finance Limited after the said acquisition/sale (Rs.)	1,095,943,800		
	$\frac{538,721,900 + 9,250,000}{2}$		

Notes:

On 2 June 2015, 925,000 warrants were allotted by Bajaj Finance Limited to Bajaj Finserv Limited on preferential issue basis. Post sub-division and bonus shares, the warrants became 9,250,000.

There is no acquisition of equity shares by Bajaj Finserv Limited beyond 2%. However, disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is made by way of abundant caution.

Total share capital has been taken as per the latest filing done by Bajaj Finance Ltd. for quarter ended 30 Sept 2016 under Reg 31 of the SEBI (LODR) Regulations, 2015.



Signature of the Acquirer / Authorised Signatory
For Bajaj Finserv Limited
Sonal R Tiwari
Company Secretary

Place: Pune
Date: 23 November 2016

