

20 May 2021

Corporate Relations Department BSE Limited 1 st Floor, New Trading Ring Rotunda Building, P J Tower Dalal Street, Mumbai 400 001	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: 500490	NSE Code: BAJAJHLDNG

Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report for the year ended 31 March 2021

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI circular no. CIR/CFD/CMD1/27/2019 dated 8 February 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the year ended 31 March 2021 issued by Shri Shyamprasad D. Limaye, Practicing Company Secretary.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For **Bajaj Holdings & Investment Limited**,

Sriram Subramaniam
Company Secretary

Encl.: As above

SECRETARIAL COMPLIANCE REPORT

for the year ended 31st March, 2021

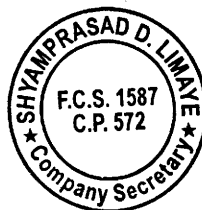
Bajaj Holdings & Investment Limited
(CIN: L65100PN1945PLC004656)

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 Holdings & Investment 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, 2021 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;
 - (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;



and based on the above examination, I hereby report that, during the Review Period:

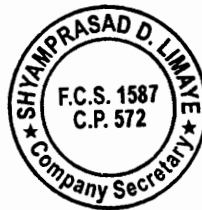
- (a) The listed entity has complied with the provisions of the above Acts, Regulations and circulars/ guidelines.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations, circulars and guidelines issued thereunder insofar as it appears from my examination of those records.
- (c) 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:

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: 29/04/2021

UDIN : F001587C000204878



A handwritten signature in black ink, appearing to read "Limaye".

Shyamprasad D. Limaye

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