

GENERAL SHAREHOLDER INFORMATION

38th Annual General Meeting ('AGM')

Day and date	Thursday, 24 July 2025
Time	3:30 p.m.
Mode of AGM	In-person (Physical AGM)
Venue of the Meeting	Hotel Hyatt Regency, Opposite Weikfield IT Citi Info Park, Nagar Road, Viman Nagar, Pune – 411 014
Link to join one-way live webcast	https://emeetings.kfintech.com/
Remote e-voting start	Sunday, 20 July 2025 9:00 a.m.
Remote e-voting ends	Wednesday, 23 July 2025 5:00 p.m.
Financial Year ('FY')	1 April 2024 to 31 March 2025

Tentative meeting schedule for Financial Reporting

The tentative months for meetings of Audit Committee and Board of Directors for consideration of standalone and consolidated financial results during the Financial Year 2025-26 are as follows:

Sr. No.	Particulars	Indicative Month
1.	To review and approve the unaudited financial results for the quarter ending 30 June 2025, subject to limited review	July 2025
2.	To review and approve the unaudited financial results for the quarter and half-year ending 30 September 2025, subject to limited review	October/November 2025
3.	To review and approve the unaudited financial results for the quarter and nine months ending 31 December 2025, subject to limited review	January/February 2026
4.	To review and approve audited annual financial results for the year ending 31 March 2026, subject to audit	April 2026

In addition to the above, Board meetings are convened in September and March to discuss strategy, operating plans and other matters. Additional committee meetings are also convened as and when deemed necessary.

Registrar and Share Transfer Agent ('RTA')

In terms of Regulation 7 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') KFin Technologies Limited ('KFin') continues to be the Registrar and Share Transfer Agent to manage all relevant corporate registry services for the equity shares, debentures and commercial papers.

Review of service standards adhered by KFin with respect to share related activities

The Company ('Bajaj Finance', 'Bajaj Finance Limited', 'BFL') has agreed service timelines and standards for various shareholder related service with KFin. On an on-going basis, the secretarial team engages with officials of KFin at various levels for review of these standards and other share related activities. Periodic meetings and discussions are held for follow up on pending matters and review adherence to agreed timelines for processing service request and deviations, if any, in said timeliness. In addition, the activities at KFin are also reviewed by the Stakeholders' Relationship Committee and internal audit team.

KFin has also established a dedicated Investor Cell to assist the Senior Citizens in redressing their grievances, complaints and queries. Senior Citizens wishing to avail this service have been provided with a designated email id i.e., senior.citizen@kfintech.com.

Dividend and date of payment

Final Dividend

The Board of Directors ('Board') have recommended a dividend of ₹ 44 per equity share (2200%) of face value of ₹ 2 for FY2025, subject to approval of the members at the ensuing AGM.

Dividend on equity shares, if declared, at the AGM, will be credited/dispatched on or about Monday, 28 July 2025 to all eligible shareholders holding shares as of the end of the day on Friday, 30 May 2025 (record date). The total dividend pay-out on account of final dividend is ₹ 2,734.29 crore.

Special (Interim) Dividend

The Board of Directors, at its meeting held on 29 April 2025, declared a special (interim) dividend of ₹ 12 per equity share (600%) of face value of ₹ 2 for the year ended 31 March 2025. The record date fixed for the purpose of declaration of dividend was 9 May 2025. The total dividend pay-out on account of interim dividend is ₹ 745.71 crore.

The distribution of Special (Interim) Dividend is on account of exceptional gain resulting from the sale of investment in Bajaj Housing Finance Limited ('BHFL') as part of IPO listing in September 2024.

Payment of dividend

The SEBI Listing Regulations read with SEBI circular dated 20 April 2018, require companies to use any electronic mode of payment approved by the Reserve Bank of India ('RBI') for making payment to members. Accordingly, the said dividend will be paid through electronic mode, where the bank account details of the members are available. Where dividend payments are made through electronic mode, intimation regarding such remittance will be sent separately to the members.

In cases where the dividend cannot be paid through electronic mode, it will be paid by account payee/non-negotiable instruments/warrants with bank account details printed thereon. In case of non-availability of bank account details, address of the members will be printed on such payment instruments.

As per SEBI Circular dated 16 March 2023, as updated, read with SEBI circular dated 10 June 2024, it has been mandated that the security holders holding securities in physical form, whose folio(s) do not have PAN (Aadhar seeded) or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode with effect from 1 April 2024 and shall be eligible to lodge grievance or avail any service request from the RTA only after furnishing PAN and KYC details.

In case of any of the aforesaid KYC has not been updated in respect of physical folios, dividend shall be paid only through electronic mode with effect from 1 April 2024, upon furnishing all the aforesaid details in entirety. After successful updation of the details, the security holder would receive all the dividends/interest etc. declared during that period (from 1 April 2024, till date of updation) automatically in respect of the folio/securities. While, submission of 'Choice of Nomination' by the shareholders, holding shares in physical mode, has been made optional, shareholders are encouraged to submit their 'Choice of Nomination' to KFin to ensure seamless transmission of securities, in the event of death of claimant and to avoid hardships arising out of the procedural formalities involved in the transmission of securities.

For enabling payment of dividend through electronic mode, members holding shares in physical mode are requested to send Form ISR-1 along with requisite documents to KFin. The form can be downloaded from the website of the Company at <https://www.aboutbajajfinserv.com/finance-investor-relations-investor-request-forms> and KFin at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.

In case of members holding shares in demat mode, they are requested to update details with their respective depository participant.

Tax Deducted at Source ('TDS') on dividend

As per the provisions of the Income Tax Act, 1961 ('Act'), the final dividend, if declared and paid by the Company, will be taxable in the hands of the members. Accordingly, the Company would be required to deduct applicable TDS on dividend payment to members in accordance with provisions of the Act. For more details, members are requested to refer to the Notice of AGM.

Tax Deducted at Source ('TDS') on interest of Non-Convertible Debentures

As per the provisions of the Income Tax Act, 1961 ('Act'), the Company would be required to deduct applicable TDS on interest payment to the Non-Convertible Debentures ('NCD') holders who are entitled to receive the interest on NCD held by them on the record date.

Unclaimed dividend

As per Section 124(5) of the Companies Act, 2013 (the 'Act') and Section 205A of the erstwhile Companies Act, 1956, any money transferred by the Company to the unpaid dividend account and remaining unclaimed for a period of seven years from the date of such transfer shall be transferred to the Investor Education and Protection Fund ('Fund') set up by Central Government. Accordingly, unpaid/unclaimed dividends for FY1996 to FY2017 have already been transferred by the Company to the said Fund from FY2003 onwards.

The unpaid/unclaimed final dividend for FY2018, is due for transfer to the Fund in August 2025. Members are requested to verify their records and send their claim, if any, for the said year. Communication is being sent to those members, who have not yet claimed dividend requesting them to claim the same as well as unpaid dividend, if any, for subsequent years.

The following are the details of unclaimed dividends which are due to be transferred to the Fund in coming years including current year:

Year	Dividend Type	Date of declaration	Last date for claiming dividend	Date of transfer to Fund (on or before)
2017-2018	Final	19 July 2018	18 August 2025	17 September 2025
2018-2019	Final	25 July 2019	24 August 2026	23 September 2026
2019-2020	Interim (Confirmed as Final)	21 February 2020	22 March 2027	21 April 2027
2020-2021	Final	20 July 2021	19 August 2028	18 September 2028
2021-2022	Final	27 July 2022	26 August 2029	25 September 2029
2022-2023	Final	26 July 2023	25 August 2030	24 September 2030
2023-2024	Final	23 July 2024	22 August 2031	21 September 2031

The Company has also hosted the details of unclaimed dividend, unclaimed deposits and unclaimed interest on deposits on its website at <https://www.aboutbajajfinserv.com/finance-investor-relations-unclaimed-dividend> and also on website specified by the Ministry of Corporate Affairs ('MCA') at <https://iepf.gov.in/login>.

Initiatives for reduction of unclaimed dividend

The Company with a view to reduce the quantum of unclaimed dividend has undertaken several steps as was done in the last few years. These primarily included proactively reaching out to shareholders, sending periodic communications, advising the shareholders who approach the Company/KFin for any service request to claim their dividend and remitting unpaid dividend, if any, for KYC compliant folios. The amount is remitted based on the verification of the documents and bonafides of the claim. The Company will continue to undertake various initiatives in this regard.

Transfer of shares to IEPF

Pursuant to Section 124(6) of the Act and the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended (the 'IEPF Rules'), all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall be transferred to Demat Account of the Investor Education and Protection Fund ('IEPF') Authority by the Company within a period of thirty days of expiry of said seven years.

The Company has published a notice in newspapers intimating the members about the said transfer. These details will also be made available on the Company's website at <https://www.aboutbajajfinserv.com/finance-investor-relations-unclaimed-dividend>. In addition, Company has taken various steps on an ongoing basis to reach out to shareholders, through emails, and other means, whose shares are due to be transferred to IEPF on account of not claiming dividend for a consecutive period of seven years.

During FY2025, the Company transferred 7,215 equity shares of face value of ₹ 2 in respect of 14 shareholders to Demat Account of the IEPF Authority held with National Securities Depositories Limited ('NSDL').

Shareholder can claim such shares and unclaimed dividends transferred to the Fund by following the procedure prescribed under the IEPF Rules. As advised by MCA through their circular dated 19 July 2018, the Company has provided an access link to the refund webpage of IEPF Authority on its website at

<https://www.aboutbajajfinserv.com/finance-investor-relations-unclaimed-dividend> to facilitate refund procedure for its investors/claimants. Members are requested to get in touch with the nodal officer/deputy nodal officer for further details on the subject at investor.service@bajajfinserv.in.

Share transfer system

All transmission, transposition, issuance of Letter of Confirmation ('LoC') to shareholders in lieu of duplicate share certificate(s), etc., as well as requests for dematerialisation/ rematerialisation are processed at KFin. The work related to dematerialisation/ rematerialisation is handled by KFin through connectivity with NSDL and Central Depository Services (India) Limited ('CDSL').

As per SEBI Circular dated 16 March 2023, as updated, has mandated listed entities to issue shares in dematerialised form only while processing any service requests.

Therefore, Members holding shares in physical form are advised to dematerialise their shareholding.

Dematerialisation/Rematerialisation of shares and Liquidity:

During FY2025, 26,250 shares were dematerialised (previous year – 87,315 shares). No shares were rematerialized during last and current financial year i.e., FY2024 and FY2025, respectively. Shares held in physical and electronic mode as on 31 March 2025 are given in Table 1.

Table 1: Shares held in physical and electronic mode as on 31 March 2025

Particulars	Position as on 31 March 2025		
	No. of holders	No. of shares	% to total shareholding
Demat			
NSDL	269,136	603,152,454	97.06
CDSL	471,690	17,840,813	2.87
Physical	312	435,385	0.07
Total	7,41,138	621,428,652	100

Liquidity

The equity shares of the Company are listed on BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') and are frequently traded. The summary of average daily trading in equity shares of the Company on both the stock exchanges for FY2025 is shown as below:

Particulars	No. of shares traded	Value of shares (₹ in crore)
BSE	46,532	33.70
NSE	1,185,268	869.57
Total	1,231,800	903.27

The equity shares of the Company were not suspended from trading during the year on account of corporate actions or otherwise.

Listing on stock exchanges and Stock code

Name	Stock code for Equity shares	Address
BSE	500034	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001
NSE	BAJFINANCE-EQ	Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

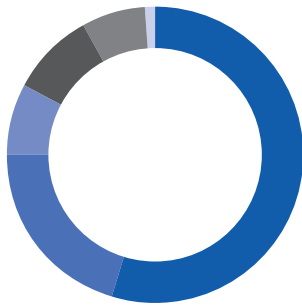
The International Securities Identification Number ('ISIN') for Depositories (NSDL and CDSL) in respect of equity shares is INE296A01024.

The NCDs and Commercial Papers are listed on the wholesale debt segment of BSE.

Annual listing fees, as prescribed, have been paid to the said stock exchanges up to 31 March 2026.

Distribution of shareholding

Table 2 gives details about the pattern of shareholding across various categories as on 31 March 2025, while Table 3 gives the data according to size class.

Table 2: Distribution of shareholding across categories as on 31 March 2025

Category	% to Capital
● Promoter and Promoter Group	54.73
● Foreign Institutional Investor/Foreign Portfolio Investor	21.46
● Residents and Non-residents individuals	7.63
● Mutual Fund	9.00
● Corporates	6.77
● Others	0.41
Total	100

Table 3: Distribution of shareholding according to size class as on 31 March 2025

Category (Shares)	No. of Members	% to total members	No. of shares held	% to total capital
1 - 1000	734,257	99.07	21,362,467	3.44
1001 - 5000	4,435	0.60	9,162,375	1.47
5001 - 10000	758	0.10	5,424,505	0.87
10001 - 100000	1,279	0.17	43,415,272	6.99
100001 - 500000	314	0.04	66,103,590	10.64
500001 - 1000000	53	0.01	37,209,872	5.99
1000001 and above	42	0.01	438,750,571	70.60
TOTAL	741,138	100	621,428,652	100

Credit rating

During FY2025, the Company retained its credit ratings owing to high capital adequacy, strong promoter support, tightened credit acceptance criteria and robust asset liability management. It reaffirms the high reputation and trust the Company has earned for its sound financial management and its ability to meet all its financial obligations. The credit rating as at 31 March 2025 is given below:

Rating Agency	Type of Instrument	Programme Size (₹ in crore)	Credit Rating
Domestic Ratings			
CRISIL Rating Limited	Long term Borrowing (NCD) Programme	101,722	CRISIL AAA/Stable
	Lower tier II bond/subordinate debt programme	2,033	CRISIL AAA/Stable
	Long Term Bank loan rating programme	26,000	CRISIL AAA/Stable
	Short Term Bank loan rating facilities		CRISIL A1+
	Short-term debt programme	30,000	CRISIL A1+
	Fixed deposit programme	-	CRISIL AAA/Stable
ICRA Limited	Long-term borrowing (NCD) programme	25,095	ICRA AAA/Stable
	Lower tier II bond/subordinate debt programme	290	ICRA AAA/Stable
	Short-term debt programme	30,000	ICRA A1+
	Fixed deposit programme	-	ICRA AAA Stable
India Ratings and Research Private Limited	Long-term borrowing (NCD) programme	68,097	IND AAA/Stable
	Subordinate debt programme	2,000	IND AAA/Stable
	Long term bank loan facilities	60,000	IND AAA/Stable
	Short term Bank loan facilities		IND A1+
CARE Ratings Limited	Long-term borrowing (NCD) programme	272	CARE AAA/Stable
	Short Term Facilities	1,700	CARE A1+
	Long Term Facilities	8,300	CARE AAA/Stable
	Subordinate debt programme	3,455	CARE AAA/Stable
International Ratings			
Moody's Ratings	Long-Term Rating	-	Baa3
	Short-Term Rating	-	P-3
S&P Global Ratings	Long-Term Rating	-	BBB-
	Short-Term Rating	-	A-3

During FY2025, S&P ratings have revised the long-term outlook for the Company from 'Stable' to 'Positive' and revised upward the Company's standalone credit profile (SACP) from BBB- to BBB. Additionally, Moody's rating for the first time has assigned Baa3 as long term and P-3 as short term foreign and local currency issuer ratings to the Company.

Shareholders' and Investors' Grievances

The Board of Directors of the Company have constituted a Stakeholders' Relationship Committee ('SRC') to specifically look into and resolve grievances of security holders. The Composition of SRC and details on investor complaints received during the year are given in [Corporate Governance Report](#).

Given the overlapping functions between the Duplicate Share Certificate Issuance Committee ('DSCIC') and SRC, the responsibilities previously assigned to the DSCIC have been reallocated to SRC. Accordingly, SRC will authorise issuance of Letter of Confirmation ('LoC') to shareholders in lieu of duplicate share certificates as and when requested.

SEBI has also released a FAQ in respect of various service request including the payment of dividend. The copy of said FAQs is hosted on Company's website at <https://www.aboutbajajfinserv.com/finance-investor-relations-sebi-circulars>.

Framework for dealing with unclaimed amounts in respect of listed non-convertible securities and manner of claiming such amounts by investors:

In compliance with the SEBI circular dated 8 November 2023, the Company has formulated a policy for claiming unclaimed amounts with respect to non-convertible debentures from escrow account. As on 31 March 2025, there are no unclaimed amounts lying with the Company in respect of its listed non-convertible debentures. The said policy can be accessed at <https://www.aboutbajajfinserv.com/finance-investor-relations-policies-and-codes>.

Choice of nomination' in eligible demat accounts: SEBI has issued various circulars from time to time for investors holding securities in demat mode to update their nomination details i.e., either opt in or opt out of nomination.

Online Dispute Resolution (ODR) Mechanism: In order to streamline the dispute resolution mechanism in the securities market, SEBI vide its circular dated 31 July 2023, as amended from time to time, read with Master Circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated 28 December 2023, introduced a common Online Dispute Resolution ("ODR") mechanism which harnesses online conciliation and arbitration for resolution of all kinds of disputes relating to securities market.

Under ODR mechanism, an investor shall first take up his/her/their grievance by lodging a complaint directly with the concerned Market Participant viz., Company. If the grievance is not redressed satisfactorily at the first phase, the investor may escalate the same through the SCORES Portal in accordance with the process laid out therein. ODR Mechanism provides a third level of escalation, if the investor is not satisfied with the resolution provided by the Company, the investor may initiate the dispute through the ODR portal within the timeframe prescribed under the circular. The ODR portal can be accessed at <https://smartodr.in/login>.

Demat Suspense Account for unclaimed shares

In terms of the provisions of the SEBI Listing Regulations, the Company has a demat account titled 'Bajaj Finance Limited – Unclaimed Suspense Account' with HDFC Bank Limited, Pune, to which unclaimed shares were transferred.

Status of Unclaimed Suspense Account as on 31 March 2025 is given below:

Sr. No.	Particulars	No. of holders	No. of shares
1.	At the beginning of the year	38	40,580
2.	Transferred to IEPF	-	-
3.	Claims received during the year	-	-
4.	Claims approved during the year	-	-
5.	At the end of the year (5=1-2-4)	38	40,580

The Company, acting as a trustee in respect of the unclaimed shares, follows the modalities for the operation of the said account in the manner set out in regulation 39(4) of the SEBI Listing Regulations.

The shares lying in the aforesaid account will be transferred to the concerned members on lodging of the claim and after proper verification. Till such time, the voting rights on these shares will remain frozen.

Certificate(s) obtained from Practicing Company Secretary

The Company has obtained following certificate(s) by the Practicing Company Secretary for share related matters, as per details given below:

Regulation	Frequency	Certification requirement
Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Quarterly	Reconciliation of the total issued capital, listed capital and capital held by Depositories in dematerialised form, the details of changes in share capital during the quarter and the in-principle approval obtained by the issuer from all the stock exchanges where it is listed in respect of such further issued capital.

Live webcast of AGM

Pursuant to regulation 44(6) of the SEBI Listing Regulations, top 100 listed entities shall, with effect from 1 April 2019, provide one-way live webcast of the proceedings of their AGM. Accordingly, the Company has entered into an arrangement with KFin to facilitate live webcast of the proceedings of the ensuing AGM scheduled on 24 July 2025.

Members who are entitled to participate at the AGM can view the proceedings by logging on the website of KFin at <https://emeetings.kfintech.com/> using secure login credentials provided for e-voting.

Outstanding convertible instruments/ADRs/GDRs/Warrants

The Company does not have any outstanding ADRs/GDRs as on date.

The Company had allotted 1,550,000 convertible warrants by way of preferential offer in FY2024 to Bajaj Finserv Limited, promoter and the holding company, amounting to approximately ₹ 1,200 crore.

In accordance with the terms of issue, 25% of issue price amounting to ₹ 297.21 crore was received on application during FY2024.

During the year under review, Bajaj Finserv Limited, opted for the conversion of warrants and remitted the remaining 75% of the issue amount i.e., ₹ 891.64 crore. Pursuant to the same, the Company has allotted 15,50,000 equity shares on account of conversion of said warrants into equity shares of the Company.

Commodity price/foreign exchange risk and hedging activities

The Company borrows in Foreign Currency for its External Commercial Borrowing ('ECB') Programme. These borrowings are governed by RBI guidelines which requires entities raising ECB for an average maturity of less than 5 years to hedge minimum 70% of its ECB exposure (principal and coupon).

The Company hedges its entire ECB loan exposure for the full tenure of the ECB as per Board approved Interest Rate Risk and Currency Risk Hedging Policy.

For its ECB loans, the Company evaluates the foreign currency exchange rates, tenure of ECB and its fully hedged costs; and manages its currency and interest rate risks by onboarding derivative contracts such as Cross Currency Swaps & Forward Rate Agreements as hedge positions in line with the Board approved policy.

Being a financial services company, the Company is not directly exposed to commodity price risk.

Plant location

Bajaj Finance Limited does not have any manufacturing plant.

Address for correspondence

Sr. No.	Particulars	Name and Address	Purpose	Contact details
1.	Company	Bajaj Finance Limited, Corporate Office Extn. Secretarial Department 3rd Floor, Panchshil Tech Park, Viman Nagar, Pune – 411 014	General Correspondence	Tel No.: (020) 7157 6072/6403 Fax No. (020) 7157 6364 Email ID: investor.service@bajajfinserv.in Website: https://www.aboutbajajfinserv.com/finance-about-us
2.	Registrar and Share Transfer Agent	KFin Technologies Limited Unit: Bajaj Finance Limited Selenium Building, Tower-B, Plot No. 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana – 500 032	Equity/NCDs/CPs related matters TDS related queries or documents	Toll free no.: 1800 309 4001 Email ID: einward.ris@kfintech.com KFin Corporate Website: https://www.kfintech.com KFin RTA Website: https://ris.kfintech.com
3.	Debenture Trustee	Catalyst Trusteeship Limited GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune – 411 038	Debenture related matters	Tel No.: (022) 4922 0555 Email ID: ComplianceCTL-Mumbai@ctitrustee.com Website: https://catalysttrustee.com/

Investor Support Centre

In view of SEBI Master Circular no. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7 May 2024, KFin has launched an online platform for shareholders. The same can be accessed at <https://ris.kfintech.com/default.aspx#>, select Investor Services then go to Investor Support for raising any service requests with KFin.

Members are requested to register/sign up, using the Name, PAN, Mobile Number and email ID. Post registration, user can login via OTP and lodge service request, ask questions/queries, raise complaints, check for the status of the folios, KYC details, dividend, meeting and e-voting details.

Quick link to access the signup page is <https://kprism.kfintech.com/signup>.