

# GENERAL SHAREHOLDER INFORMATION

## 15th Annual General Meeting (AGM)

|                |  |
|----------------|--|
| Day and Date   | Thursday, 28 July 2022   |
| Time           | 12.15 p.m.(IST)  |
| Venue/Mode     | Virtual, Registered Office of the Company at Bajaj Auto Ltd. Complex, Mumbai -Pune Road, Pune – 411 035 (Deemed venue) |
| Financial Year | 1 April 2021 to 31 March 2022  |

## Tentative meeting schedule for considering financial related matters for FY2023

| Type of meeting           | Particulars  | Indicative month            |
|---------------------------|--|-----------------------------|
| Audit Committee and Board | To review and approve the unaudited financial results for the quarter ending 30 June 2022, subject to limited review                     | July 2022                   |
|                           | To review and approve the unaudited financial results for the quarter and half-year ending 30 September 2022, subject to limited review  | October 2022                |
|                           | To review and approve the unaudited financial results for the quarter and nine months ending 31 December 2022, subject to limited review | January/early February 2023 |
|                           | To review and approve audited annual results for the year ending 31 March 2023, subject to audit   | April/early May 2023        |

In addition to the above, Board meetings are convened in March and September 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')

Pursuant to conversion of status from private limited company to public limited company, the name of RTA of the Company ('Bajaj Finserv', 'Bajaj Finserv Ltd.', 'BFS') viz., KFin Technologies Private Ltd. has been changed to KFin Technologies Ltd. ('KFin') w.e.f. 24 February 2022.

In terms of regulation 7 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), continues to be the Registrar and Share Transfer Agent and handle all relevant corporate registry services.

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

The Company 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 to understand the concerns of shareholders, deviations, if any, in the timelines for processing service request, best practices and other measures to strengthen shareholders related services. In addition, the activities at KFin are also reviewed by the internal audit team.

During FY2022, a meeting of Stakeholders and Relationship Committee ('SRC') members with a few senior officials of KFin was organised to get an overview of the activities at their end.

## Dividend and date of payment

The Board of Directors ('Board') of the Company has recommended a dividend of ₹ 4 per equity share (80% of face value of ₹ 5 for FY2022, subject to approval by members at the ensuing AGM.

Dividend on equity shares, if declared, at the AGM, will be credited/dispatched between Monday, 1 August 2022 and /or Tuesday, 2 August 2022, to all eligible Members holding shares as of the end of the day on Friday, 1 July 2022 ('record date').

## 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 dividend, if declared 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.

For enabling payment of dividend through electronic mode, members holding shares in physical form 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.bajajfinserv.in/finserv-shareholders-information-listing-on-stock-exchange> and KFin at <https://ris.kfintech.com/clientservices/isc>. 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

The dividend, if declared will be taxable in the hands of the members. The TDS rate would vary depending on the residential status of the members and the documents submitted by them and accepted by the Company. For more details, members are requested to refer to the [Notice of AGM](#).

## Unclaimed dividends

As per section 124(5) of Companies Act, 2013 (the 'Act'), 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 the Central Government. Accordingly, unpaid/unclaimed dividends for FY2008 to FY2014 have already been transferred by the Company to the said Fund from FY2015 onwards.

Unpaid/unclaimed dividend FY2015 shall be due for transfer to the Fund in September 2022. Members are requested to verify their records and send their claim, if any, for the said year, before such amount become due for transfer. Communication are being sent to members, who have not yet claimed dividend for FY2015, 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 the coming years including current year:

| Year      | Dividend type                | Date of declaration /credit | Last date for claiming dividend | Due date for transfer to Fund (on or before) |
|-----------|------------------------------|-----------------------------|---------------------------------|--|
| 2014-2015 | Final                        | 22 July 2015                | 21 August 2022                  | 20 September 2022                            |
| 2015-2016 | Interim (Confirmed as Final) | 20 March 2016               | 19 April 2023                   | 19 May 2023                                  |
| 2016-2017 | Final                        | 19 July 2017                | 18 August 2024                  | 17 September 2024                            |
| 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) | 9 March 2020                | 8 April 2027                    | 8 May 2027                                   |
| 2020-2021 | Final                        | 21 July 2021                | 20 August 2028                  | 19 September 2028                            |

The Company has also hosted the details of unclaimed dividend, on its website at <https://www.bajajfinserv.in/finserv-shareholders-information-listing-on-stock-exchange> and also on website specified by the Ministry of Corporate Affairs <http://www.iepf.gov.in/IEPF/services.html>.

## Initiatives for reduction of unclaimed dividend

The Company with a view to reduce the quantum of unclaimed dividend has undertaken several steps. This primarily included sending periodic communications and advising the shareholders who approach the Company/KFin for other service request to claim their dividend, if any. The amount is remitted based on the verification of the documents and bonafides of the claim.

The Company will endeavor to undertake additional 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 the Demat account of the IEPF Authority, within 30 days of expiry of said seven years.

Various steps are being taken on an ongoing basis to reach out to members, through emails, and other means, requesting them to claim shares which are due for transfer to IEPF. In addition, the Company also publishes a notice in newspapers intimating the members regarding the said transfer. These details of members who's dividend are due for transfer to IEPF will also be made available on the Company's website at <https://www.bajajfinserv.in/finserv-shareholders-information-listing-on-stock-exchange>.

During FY2022, the Company transferred 3,109 equity shares (previous year – 3,253 equity shares) of the face value of ₹ 5 in respect of 19 members (previous year - 25 shareholders) to Demat Account of the IEPF Authority held with NSDL. Members can claim such shares and unclaimed dividends transferred to the Fund/IEPF by following the procedure prescribed in the IEPF Rules. The procedure for making such claim is also made available on the Company's website at <https://www.bajajfinserv.in/finserv-shareholders-information-listing-on-stock-exchange> so as to facilitate the easy refund procedure for its investors/claimants.

Members are requested to get in touch with the nodal officer for further details on the subject at [investors@bajajfinserv.in](mailto:investors@bajajfinserv.in) / [uma.shende@bajajfinserv.in](mailto:uma.shende@bajajfinserv.in).

## Share transfer system

SEBI has mandated transfer of securities only in dematerialised form with effect from 1 April 2019. Thereafter, SEBI had fixed 31 March 2021 as the cut-off date for re-lodgement of deficient transfer deeds. Accordingly, with effect 1 April 2021, share transfers in physical form are prohibited under any circumstances and the same shall be processed only in dematerialised form.

All transmission, transposition, issue 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 CDSL.

## Dematerialisation/rematerialisation of shares and liquidity

During FY2022, 104,210 shares were dematerialised (previous year – 28,377 shares). 50 shares were rematerialised during FY2022 (previous year – 5 shares). Shares held in physical and electronic mode as on 31 March 2022 are given in Table 1.

The equity shares of the Company are listed on BSE Ltd. ('BSE') and National Stock Exchange of India Ltd. ('NSE') and are frequently traded. The equity shares of the Company were not suspended from trading during the year on account of corporate actions or otherwise.

**Table 1: Shares held in physical and electronic mode**

| Particulars | Position as on 31 March 2022 |                     |                         | Position as on 31 March 2021 |                     |                         |
|-------------|------------------------------|---------------------|-------------------------|------------------------------|---------------------|-------------------------|
|             | No. of shares                | No. of shareholders | % of total shareholding | No. of shares                | No. of shareholders | % of total shareholding |
| Physical    | 9,191,311                    | 818                 | 5.78                    | 9,298,521                    | 921                 | 5.84                    |
| Demat:      |                              |                     |                         |                              |                     |                         |
| NSDL        | 145,515,678                  | 122,637             | 91.44                   | 145,677,121                  | 107,386             | 91.54                   |
| CDSL        | 4,430,455                    | 132,695             | 2.78                    | 4,161,802                    | 94,491              | 2.62                    |
| Sub Total   | 149,946,133                  | 255,332             | 94.22                   | 149,838,923                  | 201,877             | 94.16                   |
| Total       | 159,137,444                  | 256,150             | 100.00                  | 159,137,444                  | 202,798             | 100.00                  |

## Stock code

|  |                    |
|--|--------------------|
| 1. BSE Ltd. (BSE)                              | 532978             |
| 2. National Stock Exchange of India Ltd. (NSE) | BAJAJFINSV         |
| 3. ISIN for depositories (NSDL and CDSL)       | INE918101018       |
| 4. Bloomberg                                   | BJFIN IN           |
| 5. Reuters                                     | BJFS.BO<br>BJFS.NS |

## Listing on stock exchanges

Shares of the Company are currently listed on the following stock exchanges:

| Name  | Address   |
|---|---|
| BSE Ltd.                                    | 25th Floor, P J Towers, Dalal Street Mumbai- 400 001                            |
| National Stock Exchange of India Ltd. (NSE) | Exchange Plaza, C-1,Block G, Bandra Kurla Complex Bandra, East, Mumbai- 400 051 |

Annual listing fees, as prescribed, have been paid to the said stock exchanges up to 31 March 2023.

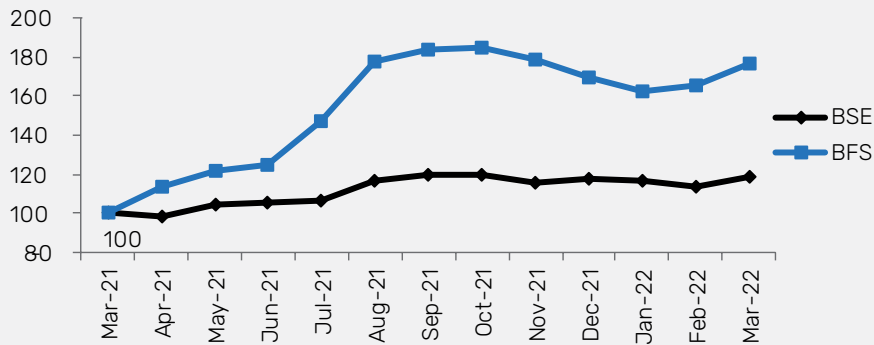
## Market price data

**Table 2: Monthly highs and lows of equity shares of Bajaj Finserv Ltd. during FY2022 (₹ vis-à-vis BSE Sensex)**

| Month    | BSE       |           | NSE       |           | Closing BSE Sensex |
|----------|-----------|-----------|-----------|-----------|--------------------|
|          | High      | Low       | High      | Low       |                    |
| Apr-2021 | 11,299.65 | 9,047.10  | 11,300.00 | 9,035.85  | 48,782.36          |
| May-2021 | 12,021.00 | 10,710.40 | 12,024.95 | 10,814.15 | 51,937.44          |
| Jun-2021 | 12,529.15 | 11,432.90 | 12,520.00 | 11,430.50 | 52,482.71          |
| Jul-2021 | 14,925.10 | 11,654.80 | 14,925.00 | 11,651.00 | 52,586.84          |
| Aug-2021 | 17,195.00 | 13,866.20 | 17,200.00 | 13,852.75 | 57,552.39          |
| Sep-2021 | 18,813.80 | 16,488.05 | 18,813.00 | 16,484.05 | 59,126.36          |
| Oct-2021 | 19,319.95 | 17,051.00 | 19,325.00 | 17,050.00 | 59,306.93          |
| Nov-2021 | 18,511.00 | 16,275.85 | 18,511.00 | 16,273.65 | 57,064.87          |
| Dec-2021 | 17,888.80 | 15,460.00 | 17,890.00 | 15,450.00 | 58,253.82          |
| Jan-2022 | 18,616.10 | 15,019.00 | 18,621.00 | 15,012.00 | 58,014.17          |
| Feb-2022 | 16,748.00 | 15,200.55 | 16,750.00 | 15,200.00 | 56,247.28          |
| Mar-2022 | 17,300.00 | 13,957.00 | 17,300.00 | 13,799.90 | 58,568.51          |

### Chart: Performance in comparison to BSE Sensex

**Bajaj Finserv Ltd. stock performance Vs BSE Sensex, indexed to 100 as on 31 March 2021**



## Distribution of shareholding

Table 3 gives details about the pattern of shareholding across various categories as on 31 March 2022, while Table 4 gives the data according to size classes.

**Table 3: Distribution of shareholding across categories**

| Categories  | 31 March 2022      |                    | 31 March 2021      |                    |
|---|--------------------|--------------------|--------------------|--------------------|
|   | No. of shares      | % to total Capital | No. of shares      | % to total Capital |
| Promoter and Promoter Group                               | 96,701,934         | 60.77              | 96,757,348         | 60.80              |
| Resident Individuals                                      | 26,198,639         | 16.46              | 26,751,776         | 16.81              |
| Bodies Corporates/NBFCs                                   | 8,571,791          | 5.39               | 8,446,434          | 5.31               |
| Mutual Funds/Financial Institutions/Banks                 | 6,395,801          | 4.02               | 4,798,720          | 3.02               |
| Foreign Institutional Investor/Foreign Portfolio Investor | 13,528,512         | 8.50               | 14,439,164         | 9.07               |
| Non-Resident Individuals/Foreign National                 | 11,75,085          | 0.74               | 1,176,843          | 0.74               |
| Alternate Investment Funds                                | 539,198            | 0.34               | 568,470            | 0.36               |
| Insurance Companies                                       | 2,774,928          | 1.74               | 2,684,543          | 1.69               |
| Others  | 3,251,556          | 2.04               | 3,514,146          | 2.21               |
| <b>Total</b>  | <b>159,137,444</b> | <b>100.00</b>      | <b>159,137,444</b> | <b>100.00</b>      |

**Table 4: Distribution of shareholding according to size class as on 31 March 2022**

| Category (Shares) | Number of Members | % to total Members | Number of shares held | % to total capital |
|-------------------|-------------------|--------------------|-----------------------|--------------------|
| 1-500             | 251,200           | 98.07              | 4,953,164             | 3.11               |
| 501-1000          | 1,772             | 0.69               | 1,284,891             | 0.81               |
| 1001-2000         | 1205              | 0.47               | 1,730,481             | 1.09               |
| 2001-3000         | 509               | 0.20               | 1,262,405             | 0.79               |
| 3001-4000         | 273               | 0.11               | 953,400               | 0.60               |
| 4001-5000         | 170               | 0.07               | 772,091               | 0.49               |
| 5001-10000        | 361               | 0.14               | 2,501,638             | 1.57               |
| 10001 & Above     | 660               | 0.26               | 145,679,374           | 91.54              |
| <b>Total</b>      | <b>256,150</b>    | <b>100.00</b>      | <b>159,137,444</b>    | <b>100.00</b>      |

## Credit rating

The Company has neither issued any debt instruments nor undertaken any fixed deposit programme or any scheme or proposal involving mobilisation of funds in India or abroad. As such, the Company does not have list of credit ratings under regulation 34 read with schedule V to SEBI Listing Regulations.

## Shareholders' and investors' grievances

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

**Updation of PAN, KYC and Nomination:** SEBI vide its circular dated 3 November 2021 has, *inter alia*, mandated that any service request shall be entertained only upon registration of the PAN, KYC details, and nomination. The forms prescribed for these purposes are given below:

| Forms | Purpose  |
|-------|--|
| ISR-1 | Request for registering PAN, KYC details or Changes/Updation thereof |
| SH-13 | Nomination form  |
| ISR-3 | Declaration to Opt-out for Nomination                                |
| SH-14 | Change in Nomination   |

Members may access the above forms from website of the company at <https://www.bajajfinserv.in/finserv-shareholders-information-listing-on-stock-exchange>.

The folios wherein any one of the cited document/details are not updated on or after 1 April 2023 shall be frozen by the RTA. Such members will not be permitted to lodge grievance or avail service request from the RTA, unless the KYC details are updated. Further, such member will not be eligible to receive dividend in physical mode.

The frozen folios will then be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/or Prevention of Money Laundering Act, 2002 after 31 December 2025.

In view of the above, the Company had sent communication to members holding shares in physical form requesting them to update the said details.

**Investor Charter:** In order to facilitate investor awareness about various activities where an investor has to deal with RTAs for availing Investor Service Requests, SEBI vide its circular dated 26 November 2021 has developed an Investor Charter for RTAs, *inter alia*, detailing the services provided to Investors, Rights of Investors, various activities of RTAs with timelines, Dos and Don'ts for Investors. In accordance with the said circular, KFin has hosted the Investor Charter on its website and has also displayed the same at prominent places in offices, etc.

Further, the said circular also mandates registered RTAs to disclose on their respective websites, the data on complaints received against them or against issues dealt by them and redressal thereof, latest by 7th of succeeding month, as per the format prescribed thereunder with effect from 1 January 2022. KFin, being registered RTA has confirmed compliances with aforesaid circular, to the extent applicable.

**Investor grievances redressal mechanism:** SEBI vide its circular dated 13 August 2020 has laid down procedure for handling complaints by the stock exchanges as well as the standard operating procedure for actions to be taken against listed companies for failure to redress investor grievances. The Company is in compliance with said circular.

**Issue of shares only in dematerialised form:** As an on-going measure to enhance ease of dealing in securities markets by investors, SEBI vide its circular dated 25 January 2022, has mandated that listed companies shall henceforth issue the securities in dematerialised form only, while processing the service requests such as issue of duplicate share certificates, claim from unclaimed suspense account, endorsement, renewal/exchange of securities certificate, sub-division, splitting of shares certificate, transmission, transposition, consolidation of securities certificate, etc.

For enabling the shareholders to demat their securities, the RTA shall issue a 'Letter of Confirmation' in lieu of physical share certificates to physical shareholders for enabling them to dematerialise the securities.

## Demat suspense account for unclaimed shares

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

Status of Unclaimed Suspense Account as on 31 March 2022 is given below:

| Sr. No. | Particulars                         | No. of holders | No. of shares |
|---------|-------------------------------------|----------------|---------------|
| 1.      | At the beginning of FY2022          | 1              | 7             |
| 2.      | Transfer to IEPF during FY2022      | 0              | 0             |
| 3.      | Transfer to claimants during FY2022 | 0              | 0             |
| 4.      | At the end of FY2022 (4=1-2-3)      | 1              | 7             |

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 member on lodging of the claim and after proper verification. Till such time, the voting rights on these shares will remain frozen.

## 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 28 July 2022. Members who are entitled to participate in the AGM can view the proceedings of AGM by logging on the website of KFin <https://emeetings.kfintech.com/> using secure login credentials provided for e-voting.

Pursuant to MCA circulars, the company will also provide two-way video conferencing or WebEx facility to the members for participating in the 15th AGM.

The modalities for participation in the AGM are spelt out in [Notice of AGM](#).

## Outstanding convertible instruments/ADRs/GDRs/Warrants

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

## Commodity price/foreign exchange risk and hedging activities

The Company, being a financial service company, is not exposed to commodity price/foreign exchange risk and hedging activities under regulation 34 of Schedule V of the SEBI Listing Regulations.

## Plant Location

Bajaj Finserv Ltd. being an unregistered Core Investment company does not have any manufacturing plant.



## Address for correspondence

### Share Transfer Agent

KFin Technologies Ltd.

Unit: Bajaj Finserv Ltd.

Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana- 500 032

#### Contact details:

Toll free no.1800 309 4001 (24\*7)

Email ID: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

Website: [www.kfintech.com](http://www.kfintech.com)

### Company

Corporate Office Extn.

Secretarial Department

3rd Floor, Panchshil Tech Park,

Viman Nagar, Pune-411 014

#### Contact details:

Phone No. (020) 7157 6064

Email ID: [investors@bajajfinserv.in](mailto:investors@bajajfinserv.in)

Website: <https://www.bajajfinserv.in/corporate-bajaj-finserv>

#### Weblinks of few important circulars referred in this report are given below:

| Sr. No. | Date of the circular | Particulars   |
|---------|----------------------|---|
| 1.      | 18 October 2021      | <a href="#">SEBI   Transmission of Securities to Joint Holder(s)</a>  |
| 2.      | 3 November 2021      | <a href="#">SEBI   Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination</a>   |
| 3.      | 26 November 2021     | <a href="#">SEBI   Publishing Investor Charter and Disclosure of Complaints by Registrar and Share Transfer Agents (RTAs) on their Websites</a>   |
| 4.      | 14 December 2021     | <a href="#">SEBI   Clarifications with respect to circular dated November 03, 2021, on 'Common and simplified norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination'</a> |
| 5.      | 25 January 2022      | <a href="#">SEBI   Issuance of Securities in dematerialized form in case of Investor Service Requests</a>   |