

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65993PN2007PLC130076

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AADCB2923M

(ii) (a) Name of the company

BAJAJ AUTO LIMITED.

(b) Registered office address

Bajaj Auto Limited Complex
Mumbai - Pune Road, Akurdi
Pune
Maharashtra
411035



(c) *e-mail ID of the company

jsridhar@bajajauto.co.in

(d) *Telephone number with STD code

02066106603

(e) Website

www.bajajauto.com

(iii) Date of Incorporation

30/04/2007

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes

No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes

No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Ltd. (BSE)	1
2	National Stock Exchange of India Ltd. (NSE)	1,024

(b) CIN of the Registrar and Transfer Agent

U72400TG2017PTC117649

Pre-fill

Name of the Registrar and Transfer Agent

KFIN TECHNOLOGIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No- 31 & 32,
Financial District, Nanakramguda, Serilingampally

(vii) *Financial year From date 01/04/2020 (DD/MM/YYYY) To date 31/03/2021 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2021

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

2

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C11	Motor vehicles, trailers, semi trailers and other Transport Vehicles	96
2	K	Financial and insurance Service	K8	Other financial activities	4

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

3

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	PT. Bajaj Auto Indonesia		Subsidiary	99.25

2	BAJAJ AUTO INTERNATIONAL I		Subsidiary	100
3	BAJAJ AUTO (THAILAND) LTD.		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	300,000,000	289,367,020	289,367,020	289,367,020
Total amount of equity shares (in Rupees)	3,000,000,000	2,893,670,200	2,893,670,200	2,893,670,200

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	300,000,000	289,367,020	289,367,020	289,367,020
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,000,000,000	2,893,670,200	2,893,670,200	2,893,670,200

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	289,367,020	2,893,670,200	2,893,670,200	
Increase during the year	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	289,367,020	2,893,670,200	2,893,670,200	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0

iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		22/07/2020	
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
--	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
--	----------------------	--	----------------------

Ledger Folio of Transferor		<input type="text"/>	
----------------------------	--	----------------------	--

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee		<input type="text"/>	
----------------------------	--	----------------------	--

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0		0
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			1,214,627,179
Deposit			0
Total			1,214,627,179

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

290,175,473,482

(ii) Net worth of the Company

252,022,689,349

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
--------	----------	--------	------------

		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	8,977,086	3.1	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	146,412,818	50.6	0	
10.	Others	0	0	0	
	Total	155,389,904	53.7	0	0

Total number of shareholders (promoters)

61

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	44,942,921	15.53	0	
	(ii) Non-resident Indian (NRI)	1,304,440	0.45	0	
	(iii) Foreign national (other than NRI)	200	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	25,298,689	8.74	0	
4.	Banks	2,725	0	0	
5.	Financial institutions	406,987	0.14	0	
6.	Foreign institutional investors	34,701,018	11.99	0	
7.	Mutual funds	9,852,302	3.4	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,473,435	4.31	0	
10.	Others Trust, Clearing members, IE +	4,994,399	1.73	0	
	Total	133,977,116	46.29	0	0

Total number of shareholders (other than promoters)

156,894

**Total number of shareholders (Promoters+Public/
Other than promoters)**

156,955

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

1

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
As per attachment	As per attachment			34,701,018	22.84

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	52	61
Members (other than promoters)	125,211	156,894
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL







(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	5	1	5	0.26	1.38
B. Non-Promoter	2	8	2	8	0	0
(i) Non-Independent	2	0	2	0	0	0
(ii) Independent	0	8	0	8	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	13	3	13	0.26	1.38

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

16

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAHULKUMAR KAMAL 	00014529	Director	1,048,796	30/04/2021
MADHURKUMAR RAM 	00014593	Director	1,356,030	
RAJIVNAYAN RAHULK 	00018262	Managing Director	756,200	
SANJIVNAYAN RAHUL 	00014615	Director	769,224	
SHEKHAR BAJAJ	00089358	Director	7,220	
BALAJI RAO JAGANNA 	00025254	Director	0	
NIRAJKUMAR RAMKRI 	00028261	Director	813,022	
DR. GITA PIRAMAL	01080602	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PRADEEP SHRIVASTA ⁺	07464437	Whole-time director	75	
DR. NAUSHAD FORBE ⁺	00630825	Director	3,500	
DR. OMKAR GOSWAM ⁺	00004258	Director	0	
ANAMI ROY	01361110	Director	0	
RAKESH SHARMA	08262670	Whole-time director	0	
MS. LILA POONAWALL ⁺	00074392	Director	0	
PRADIP SHAH	00066242	Director	4,000	
ABHINAV BINDRA	00929250	Director	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAJIVNAYAN RAHULK ⁺	00018262	Managing Director	01/04/2020	Re-appointment as Managing Director ⁺
GITA PIRAMAL	01080602	Director	01/04/2020	Re-appointment as Independent Director ⁺
ABHINAV BINDRA	00929250	Director	20/05/2020	Appointment as Additional and Independent Director ⁺
ABHINAV BINDRA	00929250	Director	22/07/2020	Appointment as Independent Director ⁺
RAHULKUMAR KAMAL ⁺	00014529	Director	01/04/2020	Appointment as Non-executive Director ⁺

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING ⁺	22/07/2020	133,562	157	51.28

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/05/2020	15	15	100
2	22/07/2020	16	16	100
3	22/10/2020	16	16	100
4	21/01/2021	16	16	100
5	17/03/2021	16	16	100

C. COMMITTEE MEETINGS

Number of meetings held

15

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMITTEE	20/05/2020	4	4	100
2	AUDIT COMITTEE	22/07/2020	4	4	100
3	AUDIT COMITTEE	22/10/2020	4	4	100
4	AUDIT COMITTEE	21/01/2021	4	3	75
5	NOMINATION	20/05/2020	4	4	100
6	NOMINATION	22/10/2020	4	4	100
7	NOMINATION	17/03/2021	4	3	75
8	RISK MANAGEMENT	20/05/2020	3	3	100
9	RISK MANAGEMENT	22/10/2020	3	3	100
10	RISK MANAGEMENT	17/03/2021	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	RAHULKUMA	5	5	100	7	6	85.71	

2	MADHURKUM	5	5	100	0	0	0	
3	RAJIVNAYAN	5	5	100	4	1	25	
4	SANJIVNAYA	5	5	100	1	1	100	
5	SHEKHAR BA	5	5	100	0	0	0	
6	BALAJI RAO	5	5	100	11	11	100	
7	NIRAJKUMAR	5	5	100	0	0	0	
8	DR. GITA PIR	5	5	100	8	8	100	
9	PRADEEP SH	5	5	100	3	2	66.67	
10	DR. NAUSHAL	5	5	100	10	8	80	
11	DR. OMKAR C	5	5	100	1	1	100	
12	ANAMI ROY	5	5	100	7	7	100	
13	RAKESH SHA	5	5	100	0	0	0	
14	MS. LILA POC	5	5	100	0	0	0	
15	PRADIP SHAI	5	5	100	0	0	0	
16	ABHINAV BIN	4	4	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJIVNAYAN RAH	MANAGING DIF	155,540,796	250,210,800	0	0	405,751,596
2	PRADEEP SHRIVA	WHOLE-TIME C	77,048,703	0	0	6,085,421	83,134,124
3	RAKESH SHARMA	WHOLE-TIME C	76,567,492	0	0	4,850,402	81,417,894
	Total		309,156,991	250,210,800	0	10,935,823	570,303,614

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SOUMEN RAY	CFO	52,058,302	0	0	2,043,754	54,102,056

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	SRIDHAR JAYARA	COMPANY SEC	17,606,372	0	0	1,546,391	19,152,763
	Total		69,664,674	0	0	3,590,145	73,254,819

Number of other directors whose remuneration details to be entered

13

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	BALAJI RAO JAGA	INDEPENDENT	1,600,000	4,000,000	0	0	5,600,000
2	DR. GITA PIRAMAL	INDEPENDENT	1,300,000	3,250,000	0	0	4,550,000
3	DR. NAUSHAD FOI	INDEPENDENT	1,100,000	2,750,000	0	0	3,850,000
4	DR. OMKAR GOSV	INDEPENDENT	600,000	1,500,000	0	0	2,100,000
5	ANAMI ROY	INDEPENDENT	1,200,000	3,000,000	0	0	4,200,000
6	MS. LILA POONAM	INDEPENDENT	500,000	1,250,000	0	0	1,750,000
7	PRADIP SHAH	INDEPENDENT	500,000	1,250,000	0	0	1,750,000
8	ABHINAV BINDRA	INDEPENDENT	400,000	1,000,000	0	0	1,400,000
9	SANJIVNAYAN RAI	NON-EXECUTIV	500,000	1,250,000	0	0	1,750,000
10	SHEKHAR BAJAJ	NON-EXECUTIV	500,000	1,250,000	0	0	1,750,000
11	NIRAJKUMAR BAJ	NON-EXECUTIV	500,000	1,250,000	0	0	1,750,000
12	MADHURKUMAR F	NON-EXECUTIV	500,000	1,250,000	0	0	1,750,000
13	RAHULKUMAR KAI	NON-EXECUTIV	700,000	46,750,000	0	10,693,727	58,143,727
	Total		9,900,000	69,750,000	0	10,693,727	90,343,727

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

SHYAMPRASAD D LIMAYE

Whether associate or fellow

Associate Fellow

Certificate of practice number

572

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... 02 dated 02/05/2007

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

List of attachments

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company