

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

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

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

L65993PN2007PLC130076

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	BAJAJ AUTO LIMITED.	BAJAJ AUTO LIMITED.
Registered office address	Bajaj Auto Limited Complex Mumbai - Pune Road, Akurdi,NA,Pune,Maharashtra,India,411035	Bajaj Auto Limited Complex Mumbai - Pune Road, Akurdi,NA,Pune,Maharashtra,India,411035
Latitude details	18.663529422984304	18.663529422984304
Longitude details	73.78637485040527	73.78637485040527

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

BAL Address Board.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****3M

(c) *e-mail ID of the company

*****dhi@bajajauto.co.in

(d) *Telephone number with STD code

99*****59

(e) Website	https://www.bajajauto.com/									
iv *Date of Incorporation (DD/MM/YYYY)	30/04/2007									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company									
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td>1</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> <tr> <td>2</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)	2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)
S. No.	Stock Exchange Name	Code								
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
viii Number of Registrar and Transfer Agent	1									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td>L72400TG2017PLC117649</td> <td>KFIN TECHNOLOGIES LIMITED</td> <td>Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serili ngampally NA Hyderabad Rangareddi Telangana 500032</td> <td>INR000000221</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serili ngampally NA Hyderabad Rangareddi Telangana 500032	INR000000221	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serili ngampally NA Hyderabad Rangareddi Telangana 500032	INR000000221							
ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No									
(b) If yes, date of AGM (DD/MM/YYYY)	06/08/2025									
(c) Due date of AGM (DD/MM/YYYY)	30/09/2025									
(d) Whether any extension for AGM granted	☐ Yes ☒ No									
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension										

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *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	29	Manufacture of motor vehicles, trailers and semi-trailers	97.28
2	K	Financial and insurance activities	66	Other financial activities	2.72

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

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

7

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1		640929	PT. Bajaj Auto Indonesia	Subsidiary	99.25
2		34285671	Bajaj Auto International Holdings BV, Netherlands	Subsidiary	100
3		0105562208562	Bajaj Auto (Thailand) Ltd.	Subsidiary	100
4		B 568600	Bajaj Auto Spain, S.L.U.	Subsidiary	100
5		45859932/0001-22	Bajaj Do Brasil Comercio De Motocicletas Ltda	Subsidiary	100

6	U34105PN2021PLC204858		BAJAJ AUTO TECHNOLOGY LIMITED	Subsidiary	100
7	U65929PN2021PLC206668		BAJAJ AUTO CREDIT LIMITED	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	300000000.00	279257608.00	279257608.00	279257608.00
Total amount of equity shares (in rupees)	3000000000.00	2792576080.00	2792576080.00	2792576080.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity				
Number of equity shares	300000000	279257608	279257608	279257608
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3000000000.00	2792576080.00	2792576080	2792576080

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	942347	278237409	279179756.00	2791797560	2791797560	
Increase during the year	0.00	219291.00	219291.00	919959.00	919959.00	0.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	77852	77852.00	778520	778520	0
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify Shares dematerialised	0	141439	141439.00	141439	141439	
Decrease during the year	141439.00	0.00	141439.00	141439.00	141439.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Shares dematerialised	141439	0	141439.00	141439	141439	
At the end of the year	800908.00	278456700.00	279257608.00	2792576080.00	2792576080.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00		0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE917I01010

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

0

Class of shares		
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

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible 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
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible 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
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible 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
Total				

(d) Summary of Indebtedness

Particulars	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	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

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

514312628177.39

ii * Net worth of the Company

321469437524.59

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	7244879	2.59	0	0.00
	(ii) Non-resident Indian (NRI)	1158195	0.41	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	141246524	50.58	0	0.00
10	Others	4058769	1.45	0	0.00
	Trust				
	Total	153708367.00	55.03	0.00	0

Total number of shareholders (promoters)

62

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	27795803	9.95	0	0.00
	(ii) Non-resident Indian (NRI)	2006660	0.72	0	0.00

	(iii) Foreign national (other than NRI)	5	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	10152236	3.64	0	0.00
4	Banks	143739	0.05	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	32411270	11.61	0	0.00
7	Mutual funds	18264671	6.54	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	13269140	4.75	0	0.00
10	Others	21505717	7.70	0	0.00
	AIF,PF,Trust, Others				
	Total	125549241.00	44.96	0.00	0

Total number of shareholders (other than promoters)

354155

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

354217.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	68972
2	Individual - Male	144416
3	Individual - Transgender	1
4	Other than individuals	140828
	Total	354217.00

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

2

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Government of Singapore	168 Robinson Road 37-01 Capital Tower	21/05/1997	Singapore	2523349	0.9
Others	As per annexure	21/05/1997	Singapore	29887921	10.71

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

Details	At the beginning of the year	At the end of the year
Promoters	64	62
Members (other than promoters)	297541	354155
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	2	1	2	0.27	0.53
B Non-Promoter	2	5	2	6	0.00	0.00
i Non-Independent	2	0	2	0	0	0
ii Independent	0	5	0	6	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and 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	7	3	8	0.27	0.53

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

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

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
NAUSHAD DARIUS FORBES	00630825	Director	3500	
PRADIP PANALAL SHAH	00066242	Director	3952	
NIRAJ RAMKRISHNA BAJAJ	00028261	Director	710279	
ANAMI NARAYAN PREMA ROY	01361110	Director	0	
ABHINAV BINDRA	00929250	Director	0	
SANJIVNAYAN BAJAJ	00014615	Director	759916	
KONDA SANGITA REDDY	00006285	Director	0	
VINITA BALI	00032940	Director	0	
DINESH THAPAR	ABPPT6011L	CFO	0	
RAJIV NATVARLAL GANDHI	AAJPG9845Q	Company Secretary	80	
RAJIVNAYAN RAHULKUMAR BAJAJ	00018262	Managing Director	747001	
PRADEEP SHRIVASTAVA	07464437	Whole-time director	75	
RAKESH SHARMA	08262670	Whole-time director	6328	

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

3

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
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VINITA BALI	00032940	Director	01/04/2024	Appointment
KONDA SANGITA REDDY	00006285	Additional Director	16/07/2024	Appointment
KONDA SANGITA REDDY	00006285	Director	30/08/2024	Change in designation

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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	16/07/2024	286699	125	51.37

B BOARD MEETINGS

*Number of meetings held

8

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	05/04/2024	10	8	80
2	18/04/2024	10	10	100
3	16/07/2024	11	11	100
4	16/10/2024	11	10	90.91
5	09/01/2025	11	11	100
6	28/01/2025	11	10	90.91
7	21/02/2025	11	9	81.82
8	18/03/2025	11	11	100

C COMMITTEE MEETINGS

Number of meetings held

16

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Nomination and Remuneration Committee	18/04/2024	3	3	100
2	Audit Committee	18/04/2024	3	3	100
3	Corporate Social Responsibility Committee	18/04/2024	4	4	100
4	Nomination and Remuneration Committee	16/07/2024	3	3	100
5	Audit Committee	16/07/2024	4	4	100
6	Audit Committee	16/10/2024	4	3	75
7	Risk Management Committee	16/10/2024	3	3	100
8	Stakeholders Relationship Committee	28/01/2025	3	3	100
9	Nomination and Remuneration Committee	28/01/2025	3	3	100
10	Audit Committee	28/01/2025	4	4	100
11	Audit Committee	21/02/2025	4	3	75
12	Nomination and Remuneration Committee	18/03/2025	3	3	100
13	Audit Committee	18/03/2025	4	4	100
14	Corporate Social Responsibility Committee	18/03/2025	5	5	100
15	Risk Management Committee	18/03/2025	3	3	100
16	Duplicate Share Certificate Issuance Committee	28/01/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. N o	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attenda nce	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attend ance	06/08/2025 (Y/N/NA)
1	NAUSHAD DARIUS FORBES	8	7	87	12	11	91	Yes
2	PRADIP PANALAL SHAH	8	8	100	9	9	100	Yes
3	NIRAJ RAMKRISHNA BAJAJ	8	8	100	5	5	100	Yes
4	ANAMI NARAYAN PREMA ROY	8	8	100	8	8	100	Yes
5	ABHINAV BINDRA	8	8	100	7	7	100	Yes
6	SANJIVNAYAN BAJAJ	8	8	100	0	0	0	Yes
7	KONDA SANGITA REDDY	6	4	66	0	0	0	Yes
8	VINITA BALI	8	6	75	6	5	83	Yes
9	RAJIVNAYAN RAHULKUMAR BAJAJ	8	8	100	3	3	100	Yes
10	PRADEEP SHRIVASTAVA	8	7	87	3	3	100	Yes
11	RAKESH SHARMA	8	8	100	1	1	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *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 RAHULKUMARBAJAJ	Managing Director	227219627	352148400	0	6456698	585824725.00
2	PRADEEP SHRIVASTAVA	Whole-time director	281040186	0	26219492	2277656	309537334.00
3	RAKESH SHARMA	Whole-time director	166027856	0	26219492	2102898	194350246.00

	Total		674287669.0 0	352148400.0 0	52438984.00	10837252 .00	1089712305.00
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B *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	DINESH THAPAR	CFO	96787840	0	15168560	1978443	113934843.00
2	RAJIV NATVARLAL GANDHI	Company Secretary	23557571	0	1435508	1845963	26839042.00
	Total		120345411.0 0	0.00	16604068.00	3824406. 00	140773885.00

C *Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	NAUSHAD DARIUS FORBES	Director	0	5670000	0	1800000	7470000.00
2	PRADIP PANALAL SHAH	Director	0	5355000	0	1700000	7055000.00
3	NIRAJ RAMKRISHNA BAJAJ	Director	0	4095000	0	1300000	5395000.00
4	ANAMI NARAYAN PREMAROY	Director	0	5040000	0	1600000	6640000.00
5	ABHINAV BINDRA	Director	0	4725000	0	1500000	6225000.00
6	SANJIVNAYAN BAJAJ	Director	0	2520000	0	800000	3320000.00
7	KONDA SANGITA REDDY	Director	0	1260000	0	400000	1660000.00
8	VINITA BALI	Director	0	3465000	0	1100000	4565000.00
	Total		0.00	32130000.00	0.00	10200000 .00	42330000.00

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 (DD/MM/YYYY)	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

1

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)
Bajaj Auto Limited	Reserve Bank of India	19/11/2024	Section 15(1) of the Foreign Exchange Management Act, 1999 and the regulations / rules / notifications / orders made thereunder.	The RBI on 19 November 2024, passed an Order compounding the contravention of the FEMA provisions relating to setting up an ODI FDI structure by payment of a sum of Rs. 2,20,00,000/- and disposing off the matter.	22000000

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

354217

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or
Debenture holder PART 2.xlsm
Details of Shareholder or
Debenture holder PART 1.xlsm
Details of Shareholder or
Debenture holder PART 3.xlsm

(b) Optional Attachment(s), if any

Explanatory Notes.pdf
BAL MGT 8 2025.pdf
Annexure I -FPC_FII_FPI.pdf

XV 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.

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 applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of BAJAJ AUTO LIMITED. as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor

Education and Protection Fund in accordance with section 125 of the Act;

11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;

12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;

13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;

14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;

15 acceptance/ renewal/ repayment of deposits;

16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;

18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

*(b) Name of the Designated Person

Declaration

I am authorised by the Board of Directors of the Company vide resolution number*

(DD/MM/YYYY)

25/07/2023

to sign this form and declare that all the requirements of 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:

1 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.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

***Designation**

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

***DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator**

0*0*8*6*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

1*2*3

Certificate of practice number

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

For office use only:

eForm Service request number (SRN)

AB7130404

eForm filing date (DD/MM/YYYY)

30/09/2025

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