



Bajaj Financial Securities Limited

CIN: U67120PN2010PLC136026

Regd. Office:

Bajaj Auto Limited Complex,

Mumbai-Pune Road,

Akurdi, Pune 411 035

Email ID: ravikumar.dugar@bajajfinserv.in

Website: <https://www.bajajfinservsecurities.in/>

Phone: (020) -4857 4488

NOTICE

Notice is hereby given that an Extra-ordinary General Meeting of the members of Bajaj Financial Securities Limited ('BFSL' or 'the Company') will be held at shorter notice on Friday, 12 January 2024 at 1.30 p.m. IST at the 6th floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road, Viman Nagar, Pune 411 014 to transact the following special businesses:

1. Increase in the Borrowing limits of the Company:

To consider, and if thought fit, to pass, the following resolution, with or without modifications, as a special resolution:

"RESOLVED THAT in supersession of the special resolution passed by the members at its Extra-Ordinary General Meeting held on 17 October 2023 and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, statutory modification(s) and/or re-enactment thereof for the time being in force) and the Articles of Association of the Company, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board') to borrow from time to time such sum or sums of money as it may deem requisite for the purpose of the business of the Company, inter alia, by way of loan/financial assistance from various bank(s), financial institution(s) and/or other lender(s), issue of debentures/bonds/commercial papers or other debt instruments, with or without security, whether in India or abroad and through acceptance of inter corporate loans (whether in Rupees or in foreign currency), on such terms and conditions as the Board at its sole discretion may deem fit, notwithstanding that the moneys so borrowed together with moneys already borrowed by the Company (including the temporary loans obtained/to be obtained from the Company's bankers in the ordinary course of business) will exceed the aggregate of the paid-up share capital of the Company, its free reserves and securities premium, provided that the total amount up to which moneys may be borrowed by the Board shall not exceed the sum of Rs. 8,500 crore (Rupees Eight Thousand Five Hundred crore only) at any point of time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and



BAJAJ BROKING

Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
1st floor, Unit No. 9, B-Wing, Mantri IT Park,
Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
Mumbai - Pune Road, Akurdi, Pune - 411 035,
Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
SEBI Reg. No. (Trading): INZ000218931
BSE Cash/F&O (Member ID: 6706)
NSE Cash/F&O (Member ID: 90177)
POP: 325022021
SEBI Reg. No. (DP): IN-DP-418-2019
CDSL: 12088600 | NSDL: IN304300
AMFI: 163403 | SEBI (RA): INH000010043

with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution, without being required to seek any further consent or approval of the Members of the Company."

2. Creation of charge/security on the Company's asset with respect to borrowing:

To consider, and if thought fit, to pass, the following resolution, with or without modifications, as a special resolution:

"RESOLVED THAT in supersession of the special resolution passed by the members at its Extra-Ordinary General Meeting held on 17 October 2023 and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (including any amendments, statutory modification(s) and/or re-enactment thereof for the time being in force) and the Articles of Association of the Company, consent of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board') to borrow from time to time such sum or sums of money as it may deem requisite for the purpose of the business of the Company, inter alia, by way of loan/financial assistance from various bank(s), financial institution(s) and/or other lender(s), issue of debentures/bonds/commercial papers or other debt instruments, with or without security, whether in India or abroad and through acceptance of inter corporate loans (whether in Rupees or in foreign currency), on such terms and conditions as the Board at its sole discretion may deem fit, notwithstanding that the money(ies) so borrowed together with moneys(ies) already borrowed by the Company (including the temporary loans obtained/to be obtained from the Company's bankers in the ordinary course of business) will exceed the aggregate of the paid-up share capital of the Company, its free reserves and securities premium, provided that the total amount up to which moneys may be borrowed by the Board shall not exceed the sum of Rs. 8,500 crore (Rupees Eight Thousand Five Hundred crore only) at any point of time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to implementation of the aforesaid resolution, without being required to seek any further consent or approval of the Members of the Company."

By order of the Board
For **Bajaj Financial Securities Limited**



Ravikumar Dugar
Company Secretary
Membership No.: 39275
Place: Pune
Date: 11 January 2024



BAJAJ BROKING

Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
1st floor, Unit No. 9, B-Wing, Mantri IT Park,
Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
Mumbai - Pune Road, Akurdi, Pune - 411 035,
Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
SEBI Reg. No. (Trading): INZ000218931
BSE Cash/F&O (Member ID: 6706)
NSE Cash/F&O (Member ID: 90177)
POP: 325022021
SEBI Reg. No. (DP): IN-DP-418-2019
CDSL: 12088600 | NSDL: IN304300
AMFI: 163403 | SEBI (RA): INH000010043

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND, AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE AT THE MEETING, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. PROVIDED THAT A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER.
- 2) During the period before the time fixed for commencement of the meeting and ending with the conclusion of the meeting, members would be entitled to inspect the proxies lodged, at any time during the business hours of the Company, provided a written notice is given to the Company.
- 3) The Statement pursuant to section 102(1) of the Companies Act, 2013 ('the Act') forms part of this notice.
- 4) Corporate members are requested to furnish a duly certified copy of board resolution/power of attorney authorising their representative to attend the Extra-ordinary general meeting.
- 5) Members/ proxies are requested to bring the attendance slip/proxy form duly filled and signed in for attending the Meeting. Proxies are requested to bring their ID proof at the meeting for the purpose of identification.
- 6) The Notice of this Meeting is available on the company's website <https://www.bajajfinservsecurities.in/download>
- 7) At the EGM, a resolution put to the vote at the meeting shall, unless a poll is demanded under section 109 of the Act, shall be decided by show of hands.
- 8) Since the Company is a wholly-owned subsidiary of Bajaj Finance Limited, it is exempt from providing route map as per secretarial standard on General meeting.

By order of the Board
For **Bajaj Financial Securities Limited**



Ravikumar Dugar
Company Secretary
ACS: 39275



BAJAJ BROKING

Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
1st floor, Unit No. 9, B-Wing, Mantri IT Park,
Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
Mumbai - Pune Road, Akurdi, Pune - 411 035,
Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
SEBI Reg. No. (Trading): INZ000218931
BSE Cash/F&O (Member ID: 6706)
NSE Cash/F&O (Member ID: 90177)
POP: 325022021
SEBI Reg. No. (DP): IN-DP-418-2019
CDSL: 12088600 | NSDL: IN304300
AMFI: 163403 | SEBI (RA): INH000010043

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE ACT:**Item nos. 1 & 2: Increase in borrowing limits of the Company and Creation of charge/security on the Company's asset with respect to borrowing**

Vide special resolution dated 17 October 2023 passed by the shareholders at its Extra-ordinary General Meeting, the shareholders of the Company had accorded their consent to the Board of Directors to borrow money(ies) not exceeding Rs. 7,000 crore (including the temporary loans obtained/to be obtained from the Company's bankers in the ordinary course of business) in terms of Section 180(1)(c) of the Companies Act, 2013 ('the Act') and creation of mortgages, charges, liens, hypothecation and/ or other securities of the Company's assets and properties, both present and future, whether movable or immovable, including whole or substantially the whole of the Company's undertaking or undertakings, for securing the borrowings up to a limit of Rs. 7,000 crore in terms of Section 180(1)(a) of the Act.

Considering the current business volumes of the Company, the Board of Directors may need to resort to further borrowings from time to time, inter alia, by way of loan / financial assistance from various bank(s)/financial institution(s), holding company and other lender(s), issue of debentures / bonds or other debt instruments and through acceptance of inter corporate loans. These borrowings may also have to be secured by creation of mortgages, charges, liens, hypothecation and/or other securities of the Company's assets and properties, both present and future, whether movable or immovable, including the whole or substantially the whole of the Company's undertaking or undertakings, in favour of bank(s)/financial institution(s)/other lender(s)/debenture trustee/security trustee.

Pursuant to provisions of Section 180(1) (c) of the Act, the Board of Directors may exercise power to borrow money in excess of paid-up share capital, free reserves, and securities premium with the approval of Members by way of a special resolution. Accordingly, it is proposed to seek approval of the Members to enhance the borrowing limit from Rs. 7,000 crore to Rs. 8,500 crore which is in excess of the limits prescribed under the Act.

Further, in terms of Section 180(1)(a) of the Act, any proposal to sell, lease or otherwise dispose of the whole, or substantially the whole of the undertaking, requires the approval of the Members by way of a special resolution. Accordingly, it is proposed to seek approval of Members by way of an enabling resolution for creating charge/security on the Company's asset with respect to aforesaid borrowings.

The Board of Directors recommends passing of the special resolutions as set out in item nos. 1 and 2 of this Notice.

**BAJAJ BROKING**

Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
1st floor, Unit No. 9, B-Wing, Mantri IT Park,
Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
Mumbai - Pune Road, Akurdi, Pune - 411 035,
Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
SEBI Reg. No. (Trading): INZ000218931
BSE Cash/F&O (Member ID: 6706)
NSE Cash/F&O (Member ID: 90177)
POP: 325022021
SEBI Reg. No. (DP): IN-DP-418-2019
CDSL: 12088600 | NSDL: IN304300
AMFI: 163403 | SEBI (RA): INH000010043



None of the Directors, key managerial personnel of the Company and their relatives are, concerned or interested, directly or indirectly, financially, or otherwise, in these resolutions, except to the extent of their respective shareholding, if any, in the Company.

By order of the Board of Directors
For **Bajaj Financial Securities Limited**

Place: Pune
Date: 11 January 2024



Ravikumar Dugar
Company Secretary

BAJAJ BROKING

Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
1st floor, Unit No. 9, B-Wing, Mantri IT Park,
Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
Mumbai - Pune Road, Akurdi, Pune - 411 035,
Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
SEBI Reg. No. (Trading): INZ000218931
BSE Cash/F&O (Member ID): 6706
NSE Cash/F&O (Member ID): 90177
POP: 325022021
SEBI Reg. No. (DP): IN-DP-418-2019
CDSL: 12088600 | **NSDL:** IN304300
AMFI: 163403 | **SEBI (RA):** INH000010043

PROXY FORM

Form No. MGT-11

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : U67120PN2010PLC136026
 Name of the Company : Bajaj Financial Securities Limited
 Registered office : Bajaj Auto Limited Complex, Mumbai-Pune Road, Akurdi, Pune - 411035

Name of the member(s) :

Registered address :

E-mail ID :

Folio No/Client ID/DP ID :

I/We, being the member(s) of _____ shares of the abovenamed Company, hereby appoint:

(1) Name: _____ Address: _____
 E-mail Id: _____ Signature: _____ or
 failing him

(2) Name: _____ Address: _____
 E-mail Id: _____ Signature: _____ or
 failing him

(3) Name: _____ Address: _____
 E-mail Id: _____ Signature: _____ or
 failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the extraordinary general meeting of the Company, to be held at a shorter notice on **Friday, 12 January 2024 at 1.30 p.m.** at 6th floor, Bajaj Finserv Corporate Office, off Pune - Ahmednagar Road, Viman Nagar, Pune - 411 014 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Special Business	For	Against
1	Increase in the Borrowing limits of the Company		
2	Creation of charge/security on the Company's asset		

BAJAJ BROKING

Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
 1st floor, Unit No. 9, B-Wing, Mantri IT Park,
 Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
 Mumbai - Pune Road, Akurdi, Pune - 411 035,
 Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
 SEBI Reg. No. (Trading): INZ000218931
 BSE Cash/F&O (Member ID: 6706)
 NSE Cash/F&O (Member ID: 90177)
 POP: 325022021
 SEBI Reg. No. (DP): IN-DP-418-2019
 CDSL: 12088600 | NSDL: IN304300
 AMFI: 163403 | SEBI (RA): INH000010043



Signed this _____ day of _____ 2024

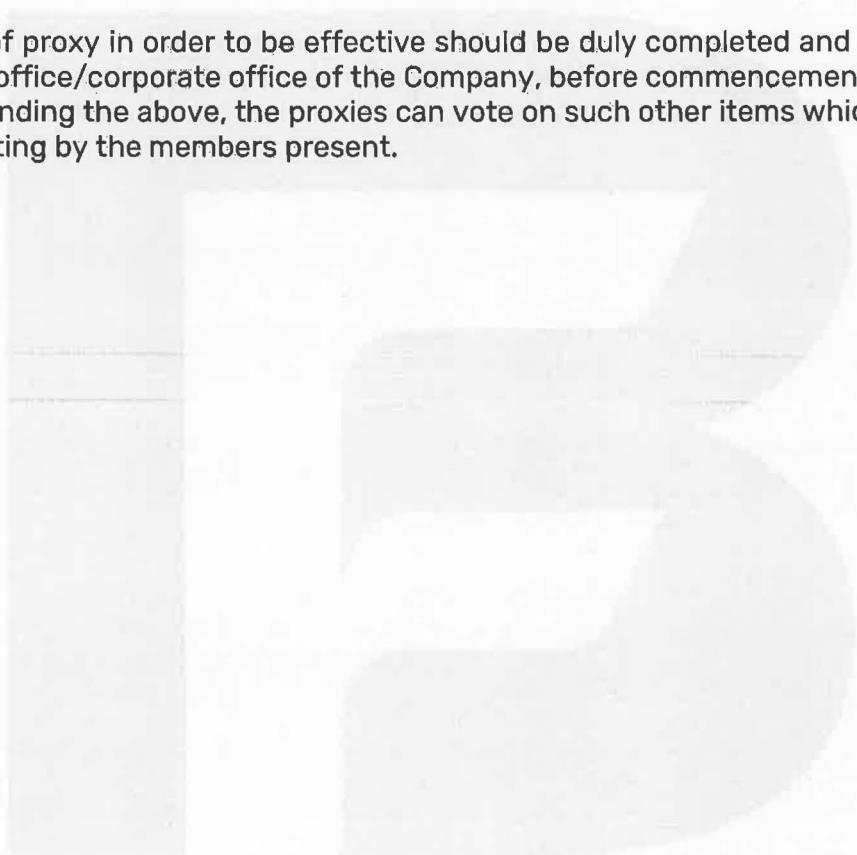
Affix revenue
Stamp of Rs.1

Signature of shareholder

Signature of Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office/corporate office of the Company, before commencement of the Meeting.
2. Notwithstanding the above, the proxies can vote on such other items which may be tabled at the meeting by the members present.



BAJAJ BROKING
Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
1st floor, Unit No. 9, B-Wing, Mantri IT Park,
Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
Mumbai - Pune Road, Akurdi, Pune - 411 035,
Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
SEBI Reg. No. (Trading): INZ000218931
BSE Cash/F&O (Member ID: 6706)
NSE Cash/F&O (Member ID: 90177)
POP: 325022021
SEBI Reg. No. (DP): IN-DP-418-2019
CDSL: 12088600 | NSDL: IN304300
AMFI: 163403 | SEBI (RA): INH000010043

ATTENDANCE SLIP

Folio No./DP ID Client ID:

Name and address:

Name(s) of joint holder(s), if any:

No. of shares held:

I/we certify that I/we am/are member(s)/proxy for the member(s) of the Company.

I/We hereby record my/our presence at the Extra-Ordinary general meeting of the Company held at shorter notice on Friday, 12 January 2024 at 1.30 p.m. at 6th floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road, Viman Nagar, Pune 411 014

Full name of proxy (in case of proxy)

Signature of first holder/proxy

Signature of joint holder(s)

Notes:

1. Please fill and sign this attendance slip and hand it over at the venue of the meeting.
2. Only members of the Company and/or their proxy will be allowed to attend the meeting.

BAJAJ BROKING

Bajaj Financial Securities Limited

Corporate Office: Bajaj Financial Securities Limited,
1st floor, Unit No. 9, B-Wing, Mantri IT Park,
Viman Nagar, Pune - 411 014, Maharashtra, India

Registered Office: C/o Bajaj Auto Limited complex,
Mumbai - Pune Road, Akurdi, Pune - 411 035,
Maharashtra, India

Tel: 020 - 4857 4444

Email: connect@bajajfinserv.in

Website: www.bajajbroking.in



Corporate ID: U67120PN2010PLC136026
SEBI Reg. No. (Trading): INZ000218931
BSE Cash/F&O (Member ID: 6706)
NSE Cash/F&O (Member ID: 90177)
POP: 325022021
SEBI Reg. No. (DP): IN-DP-418-2019
CDSL: 12088600 | NSDL: IN304300
AMFI: 163403 | SEBI (RA): INH000010043