

# BAJAJ FINANCIAL SECURITIES LIMITED

**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) -7112 4060

SEBI-INZ000218931 (BSE-6706/NSE-90177);

SEBI-IN-DP-418-2019

NSDL-IN304300; CDSL-12088600

AMFI-163403

POP- 325022021

SEBI (RA)- INH000010043

## 13<sup>th</sup> AGM NOTICE

Notice is hereby given that the thirteenth annual general meeting of the members of Bajaj Financial Securities Limited will be held on Tuesday, 25 July 2023 at Bajaj Auto Limited complex Mumbai-Pune Road Akurdi Pune-411035 Maharashtra at 5.30 p.m. to transact the following:

### ORDINARY BUSINESS:

1. To consider and adopt the financial statement of the Company for the financial year ended 31 March 2023 together with the Directors' and Auditors' report thereon.
2. To appoint a director in place of Ms. Ajita Kakade (DIN: 08742461) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.

### SPECIAL BUSINESS:

3. Re-appointment of Manish Kumar Jain (DIN: 06413162) as Manager of the Company for a period of five years with effect from 30 August 2023.

To consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, (hereinafter referred to as the 'Act') read with schedule V to the Act (including any amendment(s), statutory modification(s), variation(s) and/or re-enactment(s) for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the members be and is hereby accorded for re-appointment of Manish Kumar Jain (DIN: 06413162) as Manager of the Company for a five year term commencing from 30 August 2023 to 29 August 2028 on NIL remuneration.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to take such steps as may be necessary to give effect to this resolution."

By order of the Board  
For Bajaj Financial Securities Limited



Ravikumar Dugar  
Company Secretary  
Membership No.: 39275  
Place: Pune  
Date: 24 April 2023

### Bajaj Financial Securities Limited

**Corporate Office:** 1<sup>st</sup> Floor, Unit 9 & 10, Tower B, Mantri IT Park, Nagar Road, Viman Nagar, Pune - 411014, Maharashtra

**Regd Office:** Bajaj Auto Ltd Complex, Mumbai-Pune Road, Akurdi, Pune - 411035, Maharashtra, India

**Tel:** 020 - 4857 4488

**Email:** [connect@bajajfinserv.in](mailto:connect@bajajfinserv.in)

**Website:** [www.bajajfinservsecurities.in](http://www.bajajfinservsecurities.in)


**Corporate ID:** U67120PN2010PLC136026  
**SEBI Reg. No (Trading):** INZ000218931 (NSE: 90177 / BSE: 6706)  
**POP:** 325022021  
**SEBI Reg No. (DP):** IN-DP-418-2019  
**CDSL:** 12088600  
**NSDL:** IN304300

# BAJAJ FINANCIAL SECURITIES LIMITED

## 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. THE INSTRUMENT APPOINTING PROXY MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME OF HOLDING THE MEETING.
- 2) During the period beginning 24 hours before the time fixed for the 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 not less than 3 days' written notice is given to the Company.
- 3) The Notice of AGM is available on the Company's website <https://www.bajajfinservsecurities.in/download>
- 4) The following statutory registers are open for inspection by members and others at the registered office and corporate office of the Company as prescribed in the respective sections of the Act as specified below from Monday to Friday during 10.00 a.m. to 12.30 p.m. except holidays:
  - (a) Register of contracts with related party and contracts and bodies etc. in which directors are interested under Section 189 of the Companies Act, 2013.
  - (b) Register of directors and key managerial personnel and their shareholding under Section 170 of the Companies Act, 2013.The aforesaid registers shall also be kept open for inspection at the annual general meeting by any person entitled to attend the meeting.
- 5) Corporate members are requested to send in advance duly certified copy of board resolution/power of attorney authorising their representative to attend the annual general meeting.
- 6) 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.
- 7) At the AGM, a resolution put to the vote at the meeting shall, unless a poll is demanded under section 109 of the Act, shall be decided on a 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 Financial Securities Limited

**Corporate Office:** 1<sup>st</sup> Floor, Unit 9 & 10, Tower B,  
Mantri IT Park, Nagar Road, Viman Nagar, Pune -  
411014, Maharashtra

**Regd Office:** Bajaj Auto Ltd Complex, Mumbai-  
Pune Road, Akurdi, Pune - 411035, Maharashtra,  
India

**Tel:** 020 - 4857 4488

**Email:** [connect@bajajfinserv.in](mailto:connect@bajajfinserv.in)

**Website:** [www.bajajfinservsecurities.in](http://www.bajajfinservsecurities.in)

**Corporate ID:** U67120PN2010PLC136026  
**SEBI Reg. No (Trading):** IN2000219931 (NSE:  
90177/ BSE: 6706)  
**POP:** 325022021  
**SEBI Reg No. (DP):** IN-DP-418-2019  
**CDSL:** 120886610  
**HSDL:** IN304300

# BAJAJ FINANCIAL SECURITIES LIMITED

## ANNEXURE TO THE NOTICE

### Brief resume of director seeking re-appointment at the Annual General Meeting

**Item no. 2. To appoint a director in place of Ms. Ajita Kakade (DIN: 08742461) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.**

#### Brief Profile:

Ajita Kakade is Director in the Company and also Chief – Credit and Operations at Bajaj Housing Finance Limited. She is a senior executive with 27 years of experience in Business Operations, Customer Experience, Credit Underwriting, Collateral, Programme & Partner Management, HR and Admin. She has done development certifications from Wharton Executive Education, IMD Ghaziabad and IIM-K and in addition to Masters in Mass Communications from Symbiosis Institute, Pune.

She is self- driven, highly motivated and performance oriented senior executive with a proven track record in strategic execution, cost optimization, project management, digitization and solutioning. Her experience spans across various Industries which includes Telecom, BPO and NBFC traversing across Operations, Customer Experience, HR Business Partner, HR operations, Credit Underwriting and Collateral. Her strategic contribution to the 3 key constituents – Shareholder, Customer and Employee has led her to head key functions, establish and execute strategies seamlessly benefitting the Organization's growth by 35% to 40% YOY. She has a consistent track record in delivering efficient and effective operations, setting up and leading new functions/departments, driving large scale change management with very high focus on execution, cost optimization, organizational and digital transformation and people development. She is an assertive, influential and authentic leader who has established a reputation for building high performing teams and leading people through change seamlessly. She is a Director of Bajaj Financial Securities Limited since May 2020.

#### Other information:

Particulars	Details
Age	47
Qualification	<ul style="list-style-type: none"><li>Masters in Mass Communications from Symbiosis Institute, Pune</li><li>development certifications from Wharton Executive Education, IMD Ghaziabad and IIM-K</li></ul>
Experience	As mentioned in brief profile
Terms and condition for appointment	Non-executive Director, liable to retire by rotation
Date of first appointment on the Board	15 May 2020
Disclosure of relationship between director inter se	Ajita Kakade is not related to any of the directors or key managerial personnel of the Company
Shareholding in the Company	NIL
Remuneration last drawn (FY 2023)	NIL
Remuneration proposed to be paid	NIL
Directorships in other Companies	NIL
Membership/Chairmanship of Committees of other Boards	NIL
Number of Board meetings attended	During FY2023, she attended all 4 meetings of the Company.

As per the approval of shareholders and terms and conditions of her appointment, the retirement and re-election at this AGM, does not result in break in service/tenure as Director. Further, she is not disqualified from being appointed as a director in terms of section 164 of the Act.

#### Bajaj Financial Securities Limited

**Corporate Office:** 1<sup>st</sup> Floor, Unit 9 & 10, Tower B, Mantri IT Park, Nagar Road, Viman Nagar, Pune - 411014, Maharashtra

**Regd Office:** Bajaj Auto Ltd Complex, Mumbai-Pune Road, Akurdi, Pune - 411035, Maharashtra, India

**Tel:** 020 - 4657 4488

**Email:** [connect@bajajfinserv.in](mailto:connect@bajajfinserv.in)

**Website:** [www.bajajfinservsecurities.in](http://www.bajajfinservsecurities.in)

Corporate ID: U67120PN2010PLC136026  
SEBI Reg. No (Trading): IN2000218931 (NSE: 90177/ BSE: 6706)  
POP: 325022024  
SEBI Reg No. (DP): IN-DP-418-2019  
CD&L: 12086600  
NSDL: IN304300

## STATEMENT PURSUANT TO SECTION 102 OF THE ACT

### Item no. 3. Re-appointment of Manish Kumar Jain (DIN: 06413162) as Manager of the Company for a period of five years with effect from 30 August 2023.

As per section 203 of the companies Act, 2013, every public company having a paid-up capital of Rs.10crore or more shall have whole-time key managerial personnel. Accordingly, the Board of Directors at the meeting held on 24 April 2023, had re-appointed Manish Kumar Jain as the Manager of the Company pursuant to the provisions of sections 196 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the said Act, for a period of five years w.e.f. 30 August 2023 up to 29 August 2028 on NIL remuneration subject to the approval of the members.

#### Information about the appointee:

##### Brief Profile:

Manish Kumar Jain, born on 20 January 1975, is a Chartered Accountant. He is the Director & Chief Executive Officer of the Company and is also responsible for providing strategic direction, managing and growing the Loan Against Securities (LAS) & Corporate Finance business in Bajaj Finance Limited.

He joined Bajaj Finance in January 2010 as National Head – Credit & Risk, Loans against Securities. He was instrumental in developing the complete credit underwriting & risk management philosophy for the Loan against Securities business at the time of launch and in creating a roadmap in line with the organizational strategic intent. In April 2013, he took over the responsibility of heading the Product function for Business Loans. In the year 2014, he was elevated to Business Head for Loan against Securities where he successfully managed to grow the AUM from ~ Rs. 500 Crore to Rs. 15,000 Crore today. In 2019, he was nominated and promoted as CEO for the Bajaj Financial Securities Limited which is into Broking business. He possesses a strong domain expertise and has always been an exceptional team player.

Particulars	Details
Age	48
Qualification	Chartered Accountant
Experience	As mentioned above
Terms and conditions of re-appointment	As per agreement to be entered between the manager and the Company. The same can be accessed at <a href="https://www.bajajfinservsecurities.in/download">https://www.bajajfinservsecurities.in/download</a>
Date of first appointment on the Board	30 August 2018
Disclosure of relationship with Directors or Key Managerial Personnel	He is not related to any of the directors or key managerial personnel of the Company
Shareholding in the Company	NIL
Remuneration last drawn (FY 2023)	NIL
Remuneration proposed to be paid	NIL
Directorships in other Companies	NIL
Membership/Chairmanship of Committees of other Boards	NIL
Number of Board meetings attended	During FY2023, he attended all 4 meetings of the Company.

None of the directors or key managerial personnel of the Company or their relatives, except Manish Kumar Jain are, directly or indirectly concerned or interested, financially or otherwise, except to the extent of their respective shareholding, if any, in the Company.

The Board recommends passing of the ordinary resolution set out in item no. 3 of this notice.

#### Bajaj Financial Securities Limited

**Corporate Office:** 1<sup>st</sup> Floor, Unit 9 & 10, Tower B, Mantri IT Park, Nagar Road, Viman Nagar, Pune - 411014, Maharashtra

**Regd Office:** Bajaj Auto Ltd Complex, Mumbai-Pune Road, Akurdi, Pune - 411035, Maharashtra, India

**Tel:** 020 - 4857 4488

**Email:** [connect@bajajfinserv.in](mailto:connect@bajajfinserv.in)

**Website:** [www.bajajfinservsecurities.in](http://www.bajajfinservsecurities.in)

**Corporate ID:** U67120PN2010PLC136026  
**SEBI Reg. No (Trading):** INZ000218931 (NSE: 90177 / BSE: 6706)  
**POP:** 325022021  
**SEBI Reg No. (DP):** IN=DP-418-2019  
**CDSL:** 1208AA00  
**NSDL:** IN304300

# BAJAJ FINANCIAL SECURITIES LIMITED

## 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 above named 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: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the thirteenth annual general meeting of the Company, to be held on, 25 July 2023 at 5.30 p.m. at Bajaj Auto Limited complex Mumbai-Pune Road Akurdi Pune- 411035 Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated below:

	Ordinary Business
1	To consider and adopt the financial statement of the Company for the financial year ended 31 March 2023 together with the Directors' and Auditors' report thereon.
2	To appoint a director in place of Ms. Ajita Kakade (DIN: 08742461) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.
	Special Business
3	Re-appointment of Manish Kumar Jain (DIN: 06413162) as Manager of the Company for a period of five years with effect from 30 August 2023.

Signed this \_\_\_ day of \_\_\_\_\_ 2023



Signature of member

Signature of Proxy holder(s)

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the 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 Financial Securities Limited

Corporate Office: 1<sup>st</sup> Floor, Unit 9 & 10, Tower B, Mantri IT Park, Nagar Road, Viman Nagar, Pune - 411014, Maharashtra

Regd Office: Bajaj Auto Ltd Complex, Mumbai-Pune Road, Akurdi, Pune - 411035, Maharashtra, India

Tel: 020 - 4857 4488

Email: [connect@bajajfinserv.in](mailto:connect@bajajfinserv.in)

Website: [www.bajajfinservsecurities.in](http://www.bajajfinservsecurities.in)

Corporate ID: U67120PN2010PLC136026  
SEBI Reg. No (Trading): IN2000218931 (NSE: 90177/ BSE: 6706)  
POP: 325022021  
SEBI Reg No. (DP): IN-DP-418-2019  
CDSL: 12088600  
NSDL: IN304300

# BAJAJ FINANCIAL SECURITIES LIMITED

## 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 thirteenth annual general meeting of the Company on Tuesday, 25 July 2023 at 5.30 p.m. at Bajaj Auto Limited complex Mumbai-Pune Road Akurdi Pune- 411035 Maharashtra.

\_\_\_\_\_  
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 Financial Securities Limited

**Corporate Office:** 1<sup>st</sup> Floor, Unit 9 & 10, Tower B,  
Mantri IT Park, Nagar Road, Viman Nagar, Pune -  
411014, Maharashtra

**Regd Office:** Bajaj Auto Ltd Complex, Mumbai-  
Pune Road, Akurdi, Pune - 411035, Maharashtra,  
India

**Tel:** 020 - 4857 4488

**Email:** [connect@bajajfinserv.in](mailto:connect@bajajfinserv.in)

**Website:** [www.bajajfinservsecurities.in](http://www.bajajfinservsecurities.in)

**Corporate ID:** U67120PN2010PLC136026  
**SEBI Reg. No (Trading):** INZ000218931 (NSE:  
90177 / BSE: 6706)  
**POP:** 325022021  
**SEBI Reg No. (DP):** IN-DP-418-2019  
**CDL:** 12088600  
**NSDL:** IN304300  
\*\*\*