

21st June, 2019

To, Department of Corporate Services, National Stock Exchange of India Ltd Exchange Plaza, Plot no. C/1, G Block, Bandra- Kurla Complex, Bandra (East), Mumbai - 400-051.	To, Department of Corporate Services, BSE Ltd, 1 st floor, New Trading Ring, Rotunda Building, P.J. Towers, Dalal Street, Fort, Mumbai - 400-001.
Ref : Security Symbol - BAJAJ-AUTO	Ref : Security Code No. 532977

Dear Sir,

Re : Bajaj Auto Ltd.

Sub: Disclosure under Reg 29(2) of SEBI (Substantial
Acquisition of Shares & Takeovers) Regulations, 2011

We are enclosing under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, a Disclosure statement in the prescribed format, in respect of Equity shares of Bajaj Auto Ltd. (Target Company) which are deemed to have been acquired by Maharashtra Scooters Ltd. (MSL) (a member of the Promoter Group of Bajaj Auto Ltd. with effect from 17th June, 2019 by virtue of MSL becoming a subsidiary of Bajaj Holdings & Investment Ltd. with effect from 17th June, 2019) as per details given therein.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For and on behalf of the Promoters &
Promoter Group of Bajaj Auto Ltd.



(Niraj Bajaj)

Encl : as above

8

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011			
Name of the Target Company (TC)	Bajaj Auto Ltd.		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	Maharashtra Scooters Ltd.		
Whether the Acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd. (NSE) BSE Ltd. (BSE)		
Details of the acquisition/disposal as follows :	Number	% w.r.t total share/voting capital wherever applicable (*)	% w.r.t total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights	148,105,032	51.18	51.18
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	148,105,032	51.18	51.18
Details of acquisition/sale :			
a) Shares carrying voting rights acquired/sold	6,774,072	2.34	2.34
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered/invoked by the acquirer	-	-	-
e) Total (a+b+c+/-d)	6,774,072	2.34	2.34
After the acquisition/sale, holding of :			
a) Shares carrying voting rights	154,879,104	53.52	53.52
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	154,879,104	53.52	53.52

Wg

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Mode of acquisition/sale (e.g open market/off market/ public issue/ rights issue/preferential allotment/ inter-se transfer etc)	Refer Note below
Date of acquisition/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	17th June, 2019
Equity Share Capital / total voting capital of the TC before the said acquisition/sale	289,342,420 Equity Shares
Equity Share Capital / total voting capital of the TC after the said acquisition/sale	289,342,420 Equity Shares
Total diluted share/voting capital of the TC after the said acquisition	289,342,420 Equity Shares

(*) Total share capital/voting capital to be taken as per the latest filing done by the Company to the Stock Exchange under Regulation 31(1) of the SEBI LODR 2015 (earlier Clause 35 of the Listing Agreement)

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Note :

Bajaj Holdings & Investment Ltd. (BHIL) which is one of the Promoters of Bajaj Auto Ltd. (BAL) has on 17th June, 2019, acquired 3,085,712 Equity Shares of Rs.10/- each fully paid up of Maharashtra Scooters Ltd. (MSL) representing 27 % of the paid up equity share capital of MSL from Western Maharashtra Development Corporation Ltd. (WMDCL) in an off market transaction pursuant to the Supreme Court Order dated 9th January, 2019.

Consequent upon the acquisition of the aforesaid 27% stake of MSL from WMDCL, BHIL now holds 51 % of the paid up equity share capital of MSL and hence MSL has become a subsidiary of BHIL with effect from 17th June, 2019.

MSL was holding 6,774,072 equity shares of Rs. 10/- each fully paid up of BAL representing 2.34 % of its paid up equity share capital as on 17th June, 2019 and as a result of MSL becoming a subsidiary of BHIL, MSL has also now become a member of the Promoter Group of BAL with effect from 17th June, 2019 in accordance with the provisions of SEBI (SAST) Regulations, 2011 read with the provisions of SEBI (ICDR) Regulations, 2018.

Therefore the aforesaid equity shares of BAL held by MSL are now considered as deemed acquisition of and included in the Promoter/Promoter Group Shareholdings of BAL with effect from 17th June, 2019 and accordingly this disclosure in terms of Regulation 29(2) of the aforesaid Regulations is being filed by the Promoters/Promoter Group of BAL with MSL being considered as the deemed acquirer and 17th June, 2019 being taken as the deemed date of acquisition.

Before and upto the date of the aforesaid deemed acquisition (i.e 17th June, 2019), the Promoters/Promoter Group of BAL were holding 51.18 % of the paid up equity share capital of BAL and after the date of the aforesaid deemed acquisition, the Promoters/Promoter Group of BAL now hold 53.52 % of the paid up equity share capital of BAL.

For & on behalf of the Promoters &
Promoter Group of Bajaj Auto Ltd.



(Niraj Bajaj)

8

Mumbai : 21st June, 2019

Annexure to Disclosure Statement under Reg 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011											Annexure A
Details of Equity shares of Bajaj Auto Ltd. (Target Company) Deemed to have been Acquired by the Promoter Group											
Sr.No.	Name of the Shareholders	No. and % of Shares before acquisition/transfer		No. and % of Shares acquired/transferred			No. and % of Shares after acquisition/transfer		Date of acquisition/t transfer	Mode of acquisition/transfer	
		A	B	C	D	E	F				
1	Shri Rahulkumar Bajaj		2,780,570	0.96	-	-	2,780,570	0.96	G	H	
2	Shri Shekhar Bajaj A/c Personal A/c Geetika Trust	6,020 1,200	7,220	0.00	-	-	7,220	0.00	-	-	
3	Shri Madhur Bajaj A/c Personal A/c Nimisha Trust	1,671,102 3,430	1,674,532	0.58	-	-	1,674,532	0.58	-	-	
4	Shri Niraj Bajaj A/c Personal A/c Deepa Trust A/c Kriti Trust A/c Niravnayan Trust	42,622 2,000 94,000 524,400		-	-	-	663,022	0.23	-	-	
5	Bajaj Holdings & Investment Ltd.		96,727,050	33.43	-	-	96,727,050	33.43	-	-	
6	Shri Rajivnayan Bajaj A/c Personal A/c Rishab Trust	765,500 2,000	767,500	0.27	-	-	767,500	0.27	-	-	
7	Shri Sanjivnayan Bajaj A/c Personal A/c Siddhant Trust A/c Sanjali Trust	508,724 4,000 2,000	514,724	0.18	-	-	514,724	0.18	-	-	
8	Smt. Kiran Bajaj A/c Personal A/c Geetika Trust No. 2	2,050 116,000	118,050	0.04	-	-	118,050	0.04	-	-	
9	Smt. Kumud Bajaj		595,118	0.21	-	-	595,118	0.21	-	-	
10	Smt. Minal Bajaj		1,025,950	0.35	-	-	1,025,950	0.35	-	-	
11	Smt. Sunaina Kejriwal A/c Personal A/c Nirvaan Trust	612,874 200	613,074	-	-	-	613,074	0.21	-	-	
12	Late Shri Anant Bajaj		41,464	0.01	-	-	41,464	0.01	-	-	
13	Smt. Pooja Bajaj		149,500	0.05	-	-	149,500	0.05	-	-	
14	Ms. Geetika Bajaj		600	0.00	-	-	600	0.00	-	-	
15	Smt. Kriti Bajaj		398,820	0.14	-	-	398,820	0.14	-	-	
16	Smt. Neelima Bajaj Swamy		661,438	0.23	-	-	661,438	0.23	-	-	
17	Smt. Nimisha Jaipuria		389,770	0.13	-	-	389,770	0.13	-	-	
18	Shri Niravnayan Bajaj		901,056	0.31	-	-	901,056	0.31	-	-	
19	Smt. Deepa Bajaj		21,150	0.01	-	-	21,150	0.01	-	-	
20	Shri Rishabhayan Bajaj		10,500	0.00	-	-	10,500	0.00	-	-	
21	Smt. Shefali Bajaj		61,308	0.02	-	-	61,308	0.02	-	-	
22	Kum. Sanjali Bajaj		55,308	0.02	-	-	59,308	0.02	-	-	

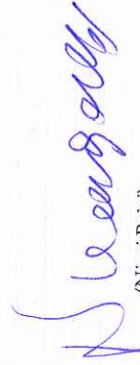
WY

Annexure to Disclosure Statement under Reg 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011										Annexure A
Details of Equity shares of Bajaj Auto Ltd. (Target Company) Deemed to have been Acquired by the Promoter Group										
Sr.No.	Name of the Shareholders	No. and % of Shares before acquisition/transfer		No. and % of Shares acquired/transferred		No. and % of Shares after acquisition/transfer		Date of acquisition/transfer	Mode of acquisition/transfer	
		A	B	C	D	E	F	G	H	
23	Master Siddhanthnayan Bajaj	57,308	0.02	-	-	57,308	0.02	-	-	-
24	Smt. Suman Jain	1,047,008	0.36	-	-	1,047,008	0.36	-	-	-
25	Bachhraj & Company Pvt. Ltd.	3,639,756	1.26	-	-	3,639,756	1.26	-	-	-
26	Bachhraj Factories Pvt. Ltd.	1,961,174	0.68	-	-	1,961,174	0.68	-	-	-
27	Baroda Industries Pvt. Ltd.	1,670,802	0.58	-	-	1,670,802	0.58	-	-	-
28	Bajaj Sevashram Pvt. Ltd.	4,462,720	1.54	-	-	4,462,720	1.54	-	-	-
29	Jannalal Sons Pvt. Ltd.	25,844,400	8.93	-	-	25,844,400	8.93	-	-	-
30	Kamalnayan Invt. & Trading Pvt. Ltd.	132,200	0.05	-	-	132,200	0.05	-	-	-
31	Rahul Securities Pvt. Ltd.	270,600	0.09	-	-	270,600	0.09	-	-	-
32	Niraj Holdings Pvt. Ltd.	19,600	0.01	-	-	19,600	0.01	-	-	-
33	Madhur Securities Pvt. Ltd.	79,400	0.03	-	-	79,400	0.03	-	-	-
34	Rupa Equities Pvt. Ltd.	286,800	0.10	-	-	286,800	0.10	-	-	-
35	Hercules Hoists Ltd.	182,590	0.06	-	-	182,590	0.06	-	-	-
36	The Hindustan Housing Co. Ltd.	20,800	0.01	-	-	20,800	0.01	-	-	-
37	Shekhar Holdings Pvt. Ltd.	63,000	0.02	-	-	63,000	0.02	-	-	-
38	Sanraj Nayan Investments Pvt. Ltd.	60,000	0.02	-	-	60,000	0.02	-	-	-
39	Bajaj Finance Ltd.	150	0.00	-	-	150	0.00	-	-	-
40	Bajaj Allianz Life Insurance Company Ltd.	125,000	0.04	-	-	125,000	0.04	-	-	-
41	Maharashtra Scooters Ltd. *	-	-	6,774,072	2.34	6,774,072	2.34	17.06.2019	-	-
	TOTAL	148,105,032	51.18	6,774,072	2.34	154,879,104	53.52	-	-	-

* Bajaj Holdings & Investment Ltd. acquired 27 % stake in Maharashtra Scooters Ltd. from Western Maharashtra Development Corporation Ltd. pursuant to Hon'ble Supreme Court Order dated 9th January, 2019. The shares held by Maharashtra Scooters Ltd. in Bajaj Auto Ltd. are deemed acquisition. For more details please refer to the Note given in the disclosure.

For & on behalf of the Promoters &
Promoter Group of Bajaj Auto Ltd.

Mumbai : 21st June, 2019


(Niraj Bajaj)

8