

# 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](mailto:ravikumar.dugar@bajajfinserv.in)

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

Phone: (020) -7112 4060

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

SEBI-DP-IN-418-2019

NSDL-IN304300; CDSL-12088600

ARN-163403

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

Notice is hereby given that the eleventh annual general meeting of the members of Bajaj Financial Securities Limited will be held at shorter notice on Tuesday, 20 July 2021 at 6th floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road, Viman Nagar, Pune 411 014 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 2021 together with the Directors' and the Auditors' reports thereon.
2. To appoint a director in place of Manish Jain (06413162) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

3. Increase in the Borrowing Powers of the Company:

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

“RESOLVED THAT 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 (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 or other debt instruments, with or without security, whether in India or abroad and through acceptance of inter corporate loans, 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. 2,600 crore (Rupees Two Thousand Six Hundred crore only) at any point of time.

Corporate Office Ext.: Mantri IT Park, Unit-2, Tower-B, Nagar Road, Viman Nagar, Pune-411014

Registered Office: Bajaj Auto Limited Complex, Mumbai-Pune Road, Akurdi, Pune 411035

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

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

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

#### 4. Creation of Security:

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

“RESOLVED THAT pursuant to Section 180(1)(a) 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 creation by the Board of Directors of the Company (the ‘Board’) from time to time, of such mortgages, charges, liens, hypothecation and/or other securities, in addition to the mortgages, charges, liens, hypothecation and/or other securities created by the Company, on such terms and conditions as the Board at its sole discretion may deem fit, 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 the bank(s), financial institution(s), and/or other lender(s), debenture trustee, security trustee as may be agreed to by the Board for the purpose of securing repayment of any loans/financial assistance (whether in Rupees or in foreign currency), debentures or bonds or other instruments issued to the public and/or on private placement basis and/or in any other manner, subject to a maximum amount of Rs. 2,600 crore (Rupees Two Thousand Six Hundred crore only).

RESOLVED FURTHER THAT the Board be and is hereby authorised to negotiate and finalise the terms and conditions, agreements, deeds and documents for creating the said mortgages, charges, liens, hypothecation and/or other securities and to do and perform all such acts, deeds, matters or things as may be necessary, proper, expedient or desirable 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: 19 July 2021

# 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 AT ANY TIME BEFORE THE COMMENCEMENT OF 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 1 day' 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.

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



**Ravikumar Dugar  
Company Secretary  
ACS: 39275**

# BAJAJ FINANCIAL SECURITIES LIMITED

## Annexure to the notice

BRIEF RESUME OF DIRECTOR SEEKING RE-APPOINTMENT AT THE AGM PURSUANT TO THE ACT

### Item no. 2 relating to re-appointment of Manish Jain, (06413162)

Brief Resume:

Manish Kumar Jain, born on 20 January 1975, is a Chartered Accountant. He has around 20 years' experience in Capital Market, General Management, Finance, Risk Management, Operations, Compliance and Business Process Management and has operations & Risk Management experience of over 17 years of which 12 years with Stock Broking and PMS. He is working with Bajaj Finance Limited since 2010. Currently he is Head of Corporate Finance and Capital Market Financing.

Other information about the appointee:

Manish Kumar Jain is not related to any of the directors or Key managerial personnel of the Company. He does not hold any shares in the Company. During FY2021, Manish Kumar Jain attended all 5 meetings of the Company. During FY2021, he was paid nil Remuneration. He will be eligible for payment of sitting fees and Commission, as payable to other non-executive directors of the Company, as per remuneration policy of the Company.

He is not director in any other company. He is not a Member/ Chairman of any Committee.

STATEMENT PURSUANT TO SECTION 102(1) OF THE ACT:

### Item no. 3 and 4 relating to approval for increasing borrowing power

Considering the future business plans of the Company and to meet the funding requirements for the business 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) 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.

Accordingly, it is proposed to seek approval of the members of the Company for borrowing and creation of charge/security on the Company's assets with respect to borrowing upto 2,600 crore.

The Board of Directors recommends passing of the special resolutions as set out in item nos. 3 and 4 of this Notice.

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

# BAJAJ FINANCIAL SECURITIES LIMITED

## PROXYFORM

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 eleventh annual general meeting of the Company, to be held at shorter notice on, 20 July 2021 at 5.30 p.m. at \_\_\_\_\_ and at any adjournment thereof in respect of such resolutions as are indicated below:

	Ordinary Business
1	Adoption of financial statements for the year ended 31 March 2021 together with the Directors' and Auditors' Reports thereon
2	Re-appointment of Shri Manish Jain who retires by rotation
	Special Business
3	Increase in the Borrowing Powers of the Company
4	Creation of Security

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2021

Affix  
revenue  
Stamp of  
₹1

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

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## 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 eleventh annual general meeting of the Company held at shorter notice on Tuesday, 20 July 2021 at 5.30 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)  
holder/proxy

\_\_\_\_\_  
Signature of first

\_\_\_\_\_  
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.