

EIGHTH ANNUAL REPORT 2017-18

Bajaj Financial Securities Limited

CIN: U67120PN2010PLC136026

Regd. Office:

Bajaj Auto Limited Complex,

Mumbai-Pune Road,

Akurdi, Pune 411 035

Phone: (020) 30186403 Fax: (020) 30186364

NOTICE

Notice is hereby given that the eighth annual general meeting of the members of Bajaj Financial Securities Limited will be held on Friday, 16 July 2018 at 12.15 p.m. at the registered office of the Company at Bajaj Auto Limited Complex, Mumbai-Pune Road, Akurdi, Pune 411 035 to transact the following business:

1. To consider and adopt the financial statement of the Company for the financial year ended 31 March 2018 and the Directors' and the Auditors' reports thereon.
2. To appoint a director in place of S Sreenivasan (DIN 03206811) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.
3. To authorise Board of Directors to fix the remuneration of S R B C & CO LLP, Chartered Accountants, statutory auditors of the Company for the years 2018-19 onwards.

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



**Anant Damle
Company Secretary
Place: Pune
Date: 14 May 2018**

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. FURTHER, A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY 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) Brief details of S Sreenivasan, Director, who is seeking re-appointment, are annexed hereto as per requirements of the Companies Act, 2013.
- 4) Documents referred to in the notice and the statement shall be kept open for inspection by the members at the registered office of the Company from Monday to Friday from 10.00 a.m. to 12.00 noon, except holidays, upto the date of the meeting and also at the meeting.
- 5) The following statutory registers are open for inspection by members and others at the registered office of the Company as prescribed in the respective sections of the Companies Act, 2013 as specified below on all working days during business hours:
 - (a) Register of contracts or arrangements in which directors are interested under Section 301 of the Companies Act, 1956 and 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' shareholdings under Section 307 of the Companies Act, 1956 and 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.
- 6) 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.
- 7) 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.
- 8) Route map of the venue of the meeting is annexed to this notice for convenience.

Annexure to the notice

BRIEF RESUME OF DIRECTOR SEEKING RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING PURSUANT TO THE COMPANIES ACT, 2013

S Sreenivasan, (DIN 03206811), aged 58 years is Director and Chairman of the Company, liable to retire by rotation. He is Director of the Company since 10 January 2012. He is a Chartered Financial Analyst, Chartered Accountant, Cost Accountant, B.Sc. and holds a PGDM from IIM Calcutta. He has around 30 years' experience in General Management, Finance, Accounting and Portfolio Management. He is working with Bajaj Group since 2003. Currently he is the Chief Financial Officer of Bajaj Finserv Limited.

S Sreenivasan is not related to any of the directors or key managerial personnel of the Company.

During FY 2017-18, S Sreenivasan attended all 5 Board meetings of the Company. During FY 2017-18, he was paid NIL remuneration.

As on 31 March 2018, he does not hold any shares in the Company.

LIST OF DIRECTORSHIPS:

Bajaj Allianz Financial Distributors Limited
Bajaj Allianz Staffing Solutions Limited

He is a member of Audit Committee and Nomination and Remuneration Committee of the Company.

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 eight annual general meeting of the Company, to be held on ~~Friday, 13~~ ^{Monday, 16} July 2018 at ~~12.15 p.m.~~ ^{10.30 a.m.} at the registered office of the Company at Bajaj Auto Limited Complex, Mumbai-Pune Road, Akurdi, Pune 411 035 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 2018 and the Directors' and Auditors' Reports thereon
2	Re-appointment of S Sreenivasan who retires by rotation
3	Authorisation to Board of Directors to fix the remuneration of S R B C & CO LLP, Statutory Auditors of the Company for the years 2018-19 onwards.

Signed this ____ day of _____ 2018



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.

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 eight annual general meeting of the Company on ^{Monday} ~~Friday~~,
16 July 2018 at ^{10.30 a.m.} ~~12.15 p.m.~~ at the registered office of the Company at Bajaj Auto Limited Complex,
Mumbai-Pune Road, Akurdi, Pune 411 035

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.