

BAJAJ FINANCE LIMITED

SEC/EGM/2015/324

27 April 2015

**NATIONAL STOCK EXCHANGE OF INDIA LTD.
EXCHANGE PLAZA, BANDRA - KURLA COMPLEX,
BANDRA (EAST)
MUMBAI - 400 051**

Dear Sirs,

Ref.: BAJFINANCE – EQ

Sub: Resolutions to be passed in Extra ordinary General Meeting

This is to inform you that the shareholders of the Company will consider approval of the following resolutions at the extra ordinary general meeting of the Company to be held on 20 May 2015:

1. Issue of Securities for an aggregate amount upto ₹ 1400 crores through Qualified Institutions Placement ("QIP") in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 to Qualified Institutional Buyers.
2. Preferential issue of warrants upto 9,25,000 warrants convertible into equivalent number of equity shares to Bajaj Finserv Limited, the promoter in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
3. Appointment of Rajeev Jain as Director Liable to retire by rotation.
4. Approval for appointment of Rajeev Jain as Managing Director.

Six Copies of Extra ordinary General Meeting Notice / Ballot Form dispatched to the shareholders of the Company are enclosed for your information and record please.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For BAJAJ FINANCE LIMITED


ANANT DAMLE
COMPANY SECRETARY



Encl.: As above