Annexure ${\mathcal V}$ to the directors' report

Form No. MGT-9 Extract of Annual Return

as on the financial year ended on 31st March, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other details:

Cor	porate	e Ider	itity N	lumbe	r (CIN	l) of tl	ne co	mpan	У											
U	3	4	1	0	3	Н	R	1	9	8	6	Р	L	С	0	2	4	8	7	5
Reg	istrati	on Da	ate																	
17.	luly 19	986																		
Nar	ne of	the co	mpai	ny																
Baja	aj Mot	ors Li	mited	t																
Cat	egory	/ sub	-categ	gory of	f the c	ompa	any													
Pul	olic Li	mited	d – Li	mited	by S	hares	5													
Add	dress o	of the	regist	tered (office	and c	ontac	t det	ails											
39-	40 KN	∕l Sto	ne, D	elhi-J	aipur	High	ıway,	Nars	singp	ur, G	urugra	m-12	2001	, Har	yana					
Tel	: 012	4-23	71453	3 Fax	: 0124	4-237	2553	3												
em	ail : b	ml@	bajaj	moto	rs.cor	n	we	bsite	: wv	ww.ba	ajajmo	tors.c	com							
Wh	ether	listed	com	pany (Yes / I	No)														
No																				
Nar	ne, ac	dress	and	contac	t deta	ails of	Regis	trar a	and tr	ansfe	r agent,	, if an	У							
N.A	١.																			

II. Principal business activities of the company:

SI. No.	Name and description of main products / services	NIC code of the product / service	% to total turnover of the company
1	Manufacture of Parts and Accessories of Motor	2930	100
	Vehicles		

III. Particulars of holding, subsidiary and associate companies:

N.A.

IV. Share holding pattern (Equity Share Capital Breakup as percentage of Total Equity):

i) Category-wise Share Holding

	gory of eholders	No. of Si		at the begi		No. of Sha		% Change during the		
		Demat	t Physical Total % of Total Shares		Demat	Physical	Total	% of Total Shares	year	
A.	Promoter	s								
1	Indian							1		
a)	Individual /HUF	0	6112697	6112697	87.42	0	5611197	5611197	86.45	-0.97
b)	Central Govt	0	0	0	0	0	0	0	0	0
c)	State Govt(s)	0	0	0	0	0	0	0	0	0
d)	Bodies Corp.	0	879447	879447	12.58	0	879447	879447	13.55	0.97
e)	Banks / FI	0	0	0	0	0	0	0	0	0
f)	Any Other	0	0	0	0	0	0	0	0	0
Sub-	total (A)	0	6992144	6992144	100	0	6490644	6490644	100	0
(1)										
2	Foreign									
a)	NRIs- Individual s	0	0	0	0	0	0	0	0	0
b)	Other- Individual s	0	0	0	0	0	0	0	0	0
c)	Bodies Corp.	0	0	0	0	0	0	0	0	0

d)	Banks / FI	0	0	0	0	0	0	0	0	0
e)	Any	0	0	0	0	0	0	0	0	0
	Other									
Sub	total (A)	0	0	0	0	0	0	0	0	0
(2)										
Tota	ıl	0	6992144	6992144	100	0	6490644	6490644	100	0
	eholding									
-	romoter									
	= (A) (1) +									
(A) (
В.	Public	0	0	0	0	0	0	0	0	0
	Sharehol									
	ding									
C.	Shares	0	0	0	0	0	0	0	0	0
	held by									
	Custodia									
	n for									
	GDRs &									
<u>_</u>	ADRs		_							
D.	Others	0	3	3	0.00004	0	3	3		0.00
	nd Total	0	6992147	6992147	100	0	6490647	6490647	100	0.00
(A+I	3+C+D)									

ii) Shareholding of Promoters

SI	Shareholder's Name		ling at the b	eginning	Sharehold	nd of the	% change in	
No.		of the yea		0/ - 6	year	% of total	0/ -6	share
		No. of	% of total		No. of	,	% of	holding
		Shares	Shares of	Shares	Shares	Shares of	Shares	during the
			the	pledged /		the	pledged	year
			company	encumber		company	/	
				ed to total			encumbe red to	
				shares			total	
				snares			shares	
1	Surinder Pal Bajaj	101250	1.45	0	101250	1.56		0.11
2	Virender Pal Bajaj	103747	1.48	0		1.60		0.12
3	Subhash Bajaj	521500	7.46	0	20000	0.31	0	-7.15
4	V.P.Bajaj (HUF)	442500	6.33	0	442500	6.82	0	0.49
5	Sheel S. Bajaj	122500	1.75	0	122500	1.89	0	0.14
6	Vikas Bajaj	695750	9.95	0	695750	10.72	0	0.77
7	Sushma S. Bajaj	490490	7.01	0	490490	7.56	0	0.55
8	S.P.Bajaj (HUF)	352500	5.04	0	352500	5.43	0	0.39
9	Saurabh Bajaj	505000	7.22	0	505000	7.78	0	0.56
10	Sanjay Bajaj	497990	7.12	0	497990	7.67	0	0.55
11	Sumeet Bajaj	522990	7.48	0	522990	8.06	0	0.58
12	Sushma V. Bajaj	780000	11.16	0	780000	12.02	0	0.86
13	Kamna Bajaj	107550	1.54	0	107550	1.66	0	0.12
14	Vimmi Bajaj	75490	1.08	0	75490	1.16	0	0.08
15	Bajaj Sons Limited	275000	3.93	0	275000	4.24	0	0.31
16	Ekta Bajaj	251000	3.59	0	251000	3.87	0	0.28
17	Vikas Bajaj (HUF)	128200	1.83	0	128200	1.98	0	0.15
18	Preeti Bajaj	60490	0.87	0	60490	0.93	0	0.06
19	Deepak Bajaj	353750	5.06	0	353750	5.45	0	0.39
20	Esvee Precision	604447	8.64	0	604447	9.31	0	0.67
	Components Ltd.							
Total		6992144	99.99996	0	6490644	99.99995	0	-0.00001

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SI. No.	Shareholder's Name	_		Cumulative Shareholding during the year		
		No. of Shares % of total Shares of the company			% of total Shares of the company	
1	Subhash Bajaj	521500	7.46	20000	0.31	
	Total	521500	7.46	20000	0.31	

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)

SI.	Shareholder's Name	Shareholding at the	Cumulative Shareholding during
No.		beginning of the year	the year

		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company
1	Harish Taneja				
	At the beginning of the Year	1	0.00001	1	0.00001
	Date wise Increase / Decrease in	0	0	0	0
	Share holding during the year - NA				
	At the End of the year (or on the date	1	0.000015	1	0.000015
	of separation, if separated during the				
	year)				
2	Kiran Taneja				
	At the beginning of the Year	1	0.00001	1	0.00001
	Date wise Increase / Decrease in	0	0	0	0
	Share holding during the year - NA				
	At the End of the year (or on the date	1	0.000015	1	0.000015
	of separation, if separated during the				
	year)				
3	Raj Krishan Bhateja				
	At the beginning of the Year	1	0.00001	1	0.00001
	Date wise Increase / Decrease in	0	0	0	0
	Share holding during the year - NA				
	At the End of the year (or on the date	1	0.000015	1	0.000015
	of separation, if separated during the				
	year)				

v) Shareholding of Directors and Key Managerial Personnel

SI.	Name of Directors and KMP	Shareholding at	the	Cumulative Sh	areholding during
No.		beginning of the year th		the year	
		No. of Shares	% of total	No. of Shares	% of total shares
			shares of the		of the company
			company		
1	Virender Pal Bajaj (DIN: 00003030) - C	hairman and Wh	ole-time Direc	tor	
	At the beginning of the Year	103747	1.48	103747	1.48
	Date wise Increase / Decrease in	0	0	0	0
	Share holding during the year - NA				
	At the End of the year	103747	1.60	103747	1.60
2	Vikas Bajaj (DIN: 00003039) - Managir	ng Director			
	At the beginning of the Year	695750	9.95	695750	9.95
	Date wise Increase / Decrease in	0	0	0	0
	Share holding during the year - NA				
	At the End of the year	695750	10.72	695750	10.72
3	Surender Pal Bajaj (DIN: 00042105) –	Director			
	At the beginning of the Year	101250	1.45	101250	1.45
	Date wise Increase / Decrease in	0	0	0	0
	Share holding during the year - NA				
	At the End of the year	101250	1.56	101250	1.56
4	Subhash Bajaj (DIN: 00044392) - Dire	ctor			
	At the beginning of the Year	521500	7.46	521500	7.46
	Date of Decrease in Shareholding -	501500	7.17	20000	0.31
	27th August, 2018				
	Reasons for Decrease –				
	At the End of the year	20000	0.31	20000	0.31
5	Sushma V Bajaj (DIN: 02402794) - Dir	ector			
	At the beginning of the Year	780000	11.16	780000	11.16
	Date wise Increase / Decrease in	0	0	0	0
	Share holding during the year - NA				
	At the End of the year	780000	12.02	780000	12.02

V. Indebtedness:

 $Indebtedness\ of\ the\ Company\ including\ interest\ outstanding\ \emph{/}\ accrued\ but\ not\ due\ for\ payment$

(Amount in Rs.)

					(Amount in Rs.)
Parti	culars	Secured Loans	Unsecured	Deposits	Total Indebtedness
		excluding	Loans		
		deposits			
Inde	btedness at the beginning of the financial	year	•		•
i)	Principal Amount	707,557,921	0	0	707,557,921
ii)	Interest due but not paid	129,539	0	0	129,539

iii)	Interest accrued but not due	2,187,247	0	0	2,187,247
Tota	l (i+ii+iii)	709,874,707	0	0	709,874,707
Char	ge in Indebtedness during the financial ye	ar			
Addi	tion	443,100,000	0	0	443,100,000
Redu	iction	121,715,853	0	0	121,715,853
Net	Change	-321,384,147	0	0	-321,384,147
Inde	btedness at the end of the financial ye	ar			
i)	Principal Amount	1,026,865,820	0	0	1,026,865,820
ii)	Interest due but not paid	2,631,028	0	0	2,631,028
iii) Interest accrued but not due		1,762,006	0	0	1,762,006
Tota	l (i+ii+iii)	1,031,258,854	0	0	1,031,258,854

VI. Remuneration of Directors and Key Managerial Personnel:

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SI.	Part	iculars of Remuneration	Name of MD/W	/TD/Manager		Total Amount
No.			Mr. Virender Pal Bajaj (WTD) (DIN: 00003030)	Mr. Vikas Bajaj (MD) (DIN: 00003039)	Mr. Subhash Chander Kalra (WTD) (DIN: 01771827)	(Rs.)
1	Gro	ss Salary				
	(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act. 1961	4,050,000	4,050,000	731,602	8,831,602
	(b)	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	2,051,253	234,935	60,000	2,346,188
	(c)	Profits in lieu of salary under section 17(3) of the Income-tax Act. 1961	0	0	0	0
2	Stoc	ck Option	0	0	0	0
3	Swe	at Equity	0	0	0	0
4	Con	nmission				
	-	as % of profit	17,566,800	19,619,900	0	37,186,700
	-	others, specify	0	0	0	0
5	Oth Fun	ers: Company's contribution to ds	21,600	21,600	0	43,200
Tota	I (A)		23,689,653	23,926,435	791,602	48,407,690
Ceili	ng a	s per the Act	24,481,290	24,481,290	24,481,290	48,962,580

B. Remuneration to other Directors:

Not Applicable

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD:

SI	Part	ciculars of Remuneration	Key Managerial Personnel	
No.			Company Secretary	
1	Gro	Gross Salary		
	(a)	Salary as per provisions contained in section 17(1) of the	462270	
		Income-tax Act, 1961		
	(b)	Value of perquisites u/s 17(2) of the Income-tax Act, 1961	19800	
	(c)	Profits in lieu of salary under section 17(3) of the Income-tax	0	
		Act, 1961		
2	Stock Option		0	
3	Sweat Equity		0	
4	Commission			
	-	as % of profit	0	
	-	others, specify	0	
5	Others: Company's Contribution to Funds		13776	
Total			495846	

VII. Penalties / Punishment/ Compounding of offences:

There were no penalties / punishment / compounding of offences for the year ending March 31, 2019.

For and on behalf of the Board

VIRENDER PAL BAJAJ CHAIRMAN & WHOLE-TIME DIRECTOR DIN: 00003030 VIKAS BAJAJ MANAGING DIRECTOR & CEO DIN:00003039

Place : Gurugram
Date : September 6, 2019