

20 May 2022

**THE MANAGER,
BSE LIMITED
DCS - CRD
PHIROZE JEEJEEBHOY TOWERS
DALAL STREET,
MUMBAI - 400 001**

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the financial year ended 31 March 2022

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI circular No. CIR/CFD/CMD1/27/2019 dated 8 February 2019, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the financial year ended 31 March 2022 duly issued by Shri Shyamprasad D. Limaye, Practicing Company Secretary.

Kindly take the same on record.

Thanking you,
Yours Faithfully,
For **Bajaj Housing Finance Limited**

ATUL
PATNI

**Atul Patni
Company Secretary**

Email ID: bhflinvestor.service@bajajfinserv.in

Cc: Catalyst Trusteeship Limited, Pune (Debenture Trustee)

Encl.: As above

SECRETARIAL COMPLIANCE REPORT

for the year ended 31st March, 2022

Bajaj Housing Finance Limited

(CIN: U65910PN2008PLC132228)

I, Shyamprasad D. Limaye, Practising Company secretary have examined, subject to limitation of physical interaction and verification of records caused by Covid-19 Pandemic;

- (a) all the documents and records made available to me by **Bajaj Housing Finance Limited** ("the Debt Listed entity"), and explanation provided by the debt listed entity,
- (b) the filings / submissions made by the listed entity to the stock exchanges,
- (c) website of the debt listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2022 in respect of compliance with the provisions of :

- 1) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 2) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI"); including
 - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
 - (e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
 - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 and The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013;
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, I hereby report that, during the Review Period:

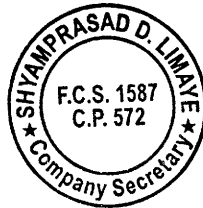
- a. The debt listed entity has maintained proper records under the provisions of the above Regulations, circulars and guidelines issued thereunder insofar as it appears from my examination of those records.
 - b. No actions are taken against the debt listed entity/ its promoters/ directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts, Regulations, circulars and guidelines issued thereunder:
 - c. The debt listed entity has complied with the provisions of the above Acts, Regulations and circulars/ guidelines to the extent applicable.
- 3) Further the debt listed entity does not have any material subsidiary.

There were no observations in the report for the previous year, hence no further action is desired to be taken by the debt listed entity.

Place Pune

Date 25/04/2022

UDIN F001587D000197244



A handwritten signature in black ink, appearing to read "Limaye".

Shyamprasad D. Limaye

FCS 1587 CP 572