

Extract of annual return (Form MGT-9)

As on 31 March 2020

[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

Particulars	Details
CIN	U65910PN2008PLC132228
Registration date	13/06/2008
Name of the Company	Bajaj Housing Finance Ltd.
Category/Sub-category of the Company	Public Company, Limited by shares
Address of the registered office and contact details	Bajaj Auto Ltd. Complex, Mumbai-Pune Road, Akurdi, Pune - 411035 Tel: 020 7187 8060 Website: https://www.bajajhousingfinance.in/ Email id: bhflinvestor.service@bajajfinserv.in
Whether listed company	Yes (BSE Ltd. – Debenture listed)
Name, Address and Contact details of the Registrar and Transfer Agent, if any	KFin Technologies Pvt. Ltd. (previously known as Karvy Fintech Private Ltd.) Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 Contact Persons: Mr. S P Venugopal Tel: 040-6716 2222 Fax: 040-23001153 Toll Free No.1800 345 4001 Email ID: einward.ris@kfintech.com Website: https://www.kfintech.com/

II. Principal business activities of the Company

Sr. No.	Name and description of main products/services	NIC Code of the product/service	% to total turnover of the Company
1.	Housing Finance (other credit granting)– Home loan, loan against property and construction funding.	64920	100

III. Particulars of holding, subsidiary and associate companies

Sr. No.	Name and address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
1.	Bajaj Finserv Ltd.* Bajaj Auto Ltd. Complex, Mumbai - Pune Road, Akurdi - 411 035	L65923PN2007PLC130075	Holding	-	2(46)
2.	Bajaj Finance Ltd. Bajaj Auto Ltd. Complex, Mumbai - Pune Road, Akurdi - 411 035	L65910MH1987PLC042961	Holding	100	2(46)

*Bajaj Finserv Ltd. holds 52.82% shares in Bajaj Finance Ltd.

IV. Shareholding pattern (Equity share capital breakup as percentage of total equity)

i) Category-wise shareholding

Category of shareholders	No. of shares held at the beginning of the year (as on 1 April 2019)				No. of shares held at the end of the year (as on 31 March 2020)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	0
b) Central Govt		0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	2,549,999,400	1,000,000,600	3,550,000,000	100	3,549,999,400	1,333,333,929	4,883,333,329	100	0
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) (1)	2,549,999,400	1,000,000,600	3,550,000,000	100	3,549,999,400	1,333,333,929	4,883,333,329	100	0
(2) Foreign									
a) NRIs-Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	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 other	0	0	0	0	0	0	0	0	0
Sub-total (A) (2)	0	0	0	0	0	0	0	0	0
Total shareholding of promoters and promoters group									
(A)=(A)(1)+ (A)(2)	2,549,999,400	1,000,000,600	3,550,000,000	100	3,549,999,400	1,333,333,929	4,883,333,329	100	0
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0

i) Category-wise shareholding (Contd.)

Category of shareholders	No. of shares held at the beginning of the year (as on 1 April 2019)				No. of shares held at the end of the year (as on 31 March 2020)				% change during the year
	Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
(2) Non-Institutions									
a) Bodies Corp.	0	0	0	0	0	0	0	0	0
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+ (B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	2,549,999,400	1,000,000,600	3,550,000,000	100	3,549,999,400	1,333,333,929	4,883,333,329	100	0

ii) Shareholding of promoters

Sr. No.	Name of shareholder	Shareholding at the beginning of the year (as on 1 April 2019)			Shareholding at the end of the year (as on 31 March 2020)			% change in shareholding during the year
		No. of shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged/encumbered to total shares	
1	Bajaj Finance Ltd.	*3,550,000,000	100	0	*4,883,333,329	100	0	0
	Total	3,550,000,000	100	0	4,883,333,329	100	0	0

Note: * Out of the total number of shares held, 600 shares are held jointly by Bajaj Finance Ltd. (100 shares jointly with six individuals each).

iii) Change in promoters' shareholding

Name of shareholder	Particulars	Shareholding at the beginning of the year (as on 1 April 2019)		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	*3,550,000,000	100		
Bajaj Finance Ltd.	05 February 2020 Allotment of share	1,333,333,329	27.30	4,883,333,329	100
	At the end of the year (31 March 2020)	*4,883,333,329	100		

* Out of the total number of shares held, 600 shares are held jointly by Bajaj Finance Ltd. (100 shares jointly with six individuals each).

iv) Shareholding pattern of top ten shareholders (Other than directors, promoters and holders of GDRs and ADRs):

The Company is a wholly-owned subsidiary of Bajaj Finance Ltd.

v) Shareholding of directors and key managerial personnel

Sr. No.	Name of director and key managerial personnel	Shareholding of each director and each key managerial personnel	Shareholding at the beginning of the year (as on 1 April 2019)		Cumulative shareholding during the year	
			No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
(i)	Sanjiv Bajaj jointly with Bajaj Finance Ltd.	At the beginning of the year	100	0		
		At the end of the year (31 March 2020)			100	0
(ii)	Rajeev Jain jointly with Bajaj Finance Ltd.	At the beginning of the year	100	0		
		At the end of the year (31 March 2020)			100	0

V. Indebtedness (Indebtedness of the Company including interest outstanding/accrued but not due for payment)

(Amount in ₹)

Particulars	Secured loans excluding deposits	Unsecured loans	Deposits	Total indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	116,920,563,774	32,890,993,500	NIL	149,811,557,274
ii) Interest due but not paid	-	-	NIL	-
iii) Interest accrued but not due	2,508,102,555	386,835,764	NIL	2,894,938,319
iv) Amortisation	(342,060,385)	(3,128,394)	NIL	(345,188,780)
Total (i+ii+iii+iv)	119,086,605,944	33,274,700,870	NIL	152,361,306,813
Change in Indebtedness during the financial year				
• Addition	129,043,618,210	133,226,089,600	NIL	262,269,707,810
• Reduction	12,849,677,129	149,427,021,250	NIL	162,276,698,379
Net Change	116,193,941,081	(16,200,931,650)	NIL	99,993,009,431
Indebtedness at the end of the financial year				
i) Principal Amount	233,114,504,855	16,690,061,850	NIL	249,804,566,705
ii) Interest due but not paid	-	-	NIL	-
iii) Interest accrued	6,294,465,064	371,088,592	NIL	6,665,553,656
iv) Amortisation	(447,282,595)	(18,394,744)	NIL	(465,677,339)
Total (i+ii+iii+iv)	238,961,687,324	17,042,755,698	NIL	256,004,443,022

VI. Remuneration of directors and key managerial personnel

A. Remuneration to managing director, whole-time directors and/or manager: NIL

B. Remuneration to other directors

(Amount in ₹)

Sr. No	Particulars of Remuneration	Fee for attending Board/Committee Meetings	Commission	Total Amount
I	Independent Directors			
1.	Nanoo Pamnani*	550,000	-	550,000
2.	Lila Poonawalla	550,000	-	550,000
	Total (I)	1,100,000	-	1,100,000
II	Non-independent, non-executive			
1.	Sanjiv Bajaj	550,000	-	550,000
	Total (II)	550,000	-	550,000
	Total (B)=(I+II)			1,650,000
	Total Managerial Remuneration (A+B)			1,650,000
	Overall Ceiling as per the Act			543,681,813

*Ceased to be director w.e.f 22 February 2020 on account of his demise.

Note: Overall ceiling as per the Act is not applicable to sitting fees.

C. Remuneration to key managerial personnel other than MD/Manager/WTD

(Amount in ₹)

Sr. No	Particulars of Remuneration	Key managerial personnel			Total Amount
		Atul Jain Chief Executive Officer	Gaurav Kalani Chief Financial Officer	R Vijay Company Secretary	
1	Gross salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	71,578,536	13,049,803	NIL	84,628,339
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	23,346,460	39,600	NIL	23,386,060
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	NIL	0
2	Stock Option [#]	31,681,620	4,375,527	NIL	36,057,147
3	Sweat Equity	0	0	NIL	0
4	Commission	0	0	NIL	0
	- as % of profit	0	0	NIL	0
	- others, specify	0	0	NIL	0
5	Others, please specify	0	0	NIL	0
	Total*	94,924,996	13,089,403	NIL	108,014,399

#Fair value of ESOPS grants, as per black scholes in the year of vesting

*Does not include fair value of ESOPs grant. .

VII. Penalties/punishment/compounding of offences

During FY2020, there were no penalties/punishment/compounding of offences under the Act.