

24 May 2025

To, The Manager Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 BSE Code: 544252	To, The Manager Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G Bandra - Kurla Complex, Bandra (East) Mumbai - 400 051 NSE Code: BAJAJHFL - EQ
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Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the financial year ended 31 March 2025.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, we are submitting herewith the Annual Secretarial Compliance Report of the Company for the financial year ended 31 March 2025 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
COMPANY SECRETARY

Email id: bhflinvestor.service@bajajhousing.co.in

Encl: As above

CC: Catalyst Trusteeship Ltd. (Debenture Trustee, Pune)

BAJAJ HOUSING FINANCE LIMITED

www.bajajhousingfinance.in

Corporate Office: 5th Floor, B2 Building, Cerebrum IT Park, Kumar City, Kalyani Nagar, Pune 411014, Maharashtra

Registered Office: Bajaj Auto Limited Complex, Mumbai-Pune Road, Akurdi, Pune 411035, Maharashtra

Corporate Identity Number (CIN): L65910PN2008PLC132228

Tel: +91 20718 78060 | Email: bhflwecare@bajajhousing.co.in



SECRETARIAL COMPLIANCE REPORT

for the year ended 31st March 2025

Bajaj Housing Finance Limited
(CIN: L65910PN2008PLC132228)

I, Shyamprasad D. Limaye, Practising Company Secretary have examined,

- all the documents and records made available to me by **Bajaj Housing Finance Limited** ("the Listed Entity or the company"), and explanation provided by the Listed Entity,
- the filings / submissions made by the Listed Entity to the stock exchanges,
- website of the Listed Entity,
- other document/ filing, being relevant made available by the Company, which has been relied upon to make this certification,

for the year ended 31 March 2025, in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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");

The specific regulations, whose provisions and the circulars / guidelines, issued there under, have been examined, include:-

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018
(Not applicable to the Company during the review period);
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; and
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

(h) other regulations as applicable.

3. Specific affirmation as required under SEBI circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	If no or NA please furnish reasons
1.	Secretarial Standard The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	
2.	Adoption and timely updation of the Policies: • All applicable policies under SEBI & RBI Regulations are adopted with the approval of Board of Directors of the listed entities	Yes	
	• All the policies are in conformity with SEBI & RBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	
3.	Maintenance and disclosures on Website: • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website • Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website	Yes	
4.	Disqualification of Director: None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	
5.	Examined details related to Subsidiaries of listed entities: in relation to (a) Identification of material subsidiary companies and (b) Requirements with respect to disclosure of material as well as other subsidiaries	N.A.	There are no subsidiaries of the Company.
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the LODR Regulations	Yes	
7.	Performance Evaluation: The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Listing	Yes	

	Regulations 2015		
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions	Yes	
	(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified / rejected by the Audit committee	N.A.	Since answer for (a) above is positive
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of the SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: No Actions taken against the 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 SEBI Regulations and circulars/ guidelines issued thereunder	Nil	No action on any other issue has been taken by SEBI or Stock Exchanges
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Not applicable	Statutory Auditors have not resigned
13.	Additional Non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Nil	Nil

I further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

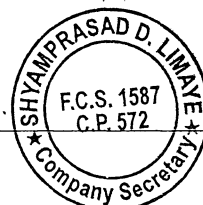
5. a. The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr No.	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Details of Violations	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory/Clarification/ Fine /Show Cause/Notice/ Warning, etc.					

5. b. The listed entity has taken following actions to comply with the observations made in previous reports:

~~There were no observations in the report for the previous year and therefore no actions were desired to be taken by the listed entity.~~

Sr No	Observations/Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for (the years ended 31.03.2024 are to be mentioned)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	7 days Advance Intimation of record date to be given to Stock Exchanges under regulation 60(2) of SEBI LODR Regulation, 2015 to stock exchange in relation to Non-convertible Debenture (1 ISIN).	The default was not wilful or deliberate	7 days Advance Intimation of record date to be given to Stock Exchanges under regulation 60(2) of SEBI LODR	Instead of 7 days Prior intimation 4 days prior intimation was given	A fine of Rs. 10,000/- was imposed on the company which it has paid in previous year ended on 31/03/2024	Fine paid by the Company in the previous year.



	convertible Debenture (1 ISIN).		60(2) of SEBI LODR			
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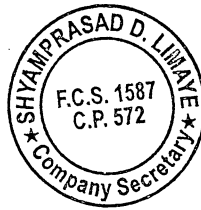
Assumptions & limitation of scope and review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to report based upon my examination of relevant documents and information, referred to above. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place Pune

Date 23/04/2025

UDIN F001587G000177950



Shyamprasad D. Limaye
FCS 1587 CP 572