Key Information Document for Issue of
Secured Rated Listed Redeemable Non-Convertible Debentures
on a Private Placement Basis dated 29 June 2026
Series 291 Tranche 1 - (For Company's Internal identification purpose only)

Bajaj Finance Limited

Registered Office: C/o Bajaj Auto Limited complex, Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India
Corporate Office: 4th Floor, Bajaj Finserv Corporate Office, Off Pune - Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India
Corporate Office Extn.: 3rd Floor, Panchshil Tech Park, Viman Nagar, Pune – 411 014, Maharashtra, India
Tel: +91 20 7157 6403 | Fax: +91 20 7157 6364
Corporate ID No.: L65910MH1987PLC042961 | **Email ID:** investor.service@bajajfinserv.in |
https://www.aboutbajajfinserv.com/finance-about-us

Key Information Document for Series 291 under General Information Document
dated 29 June 2026
Date of Series 291 Tranche 1: 06th July 2026 (Allotment Date)
Type of Placement Memorandum: Private Placement (For private circulation only)

Private Placement of Secured, Rated, Listed, Redeemable Non-Convertible Debentures for up to Rs. 7,000 crore (Rupees Seven Thousand Crore) (Including Green Shoe option), under General Information Document Series 291 ("GID") dated 29 June 2026 of Secured, Rated, Listed, Redeemable Non- Convertible Debenture to be issued in various tranches including Green shoe option to retain over subscription.

This Key Information Document is issued in terms of and pursuant to the General Information Document dated 29 June 2026. All the terms, conditions, information and stipulations contained in the General Information Document are incorporated herein by reference as if the same were set out herein. Investors are advised to refer to the same. This Key Information Document must be read in conjunction with the General Information Document and the Private Placement Offer Cum Application Letter. All capitalised terms used but not defined herein shall have the meaning ascribed to them in the General Information Document.

This Key Information Document contains details of this Tranche of private placement of debentures and any material changes in the information provided in the General Information Document, as set out herein.

UPDATED INFORMATION

SECTION I - DISCLOSURES AS SPECIFIED UNDER SCHEDULE I OF SEBI (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021

Below are the changes in information given in General Information Document:

3.3.3 Details of credit rating along with the latest press release of the Credit Rating Agency in relation to the issue:

Name	**Rating**	**Outlook**	**Date**
Crisil Ratings Limited (CRISIL)	AAA	Stable	29th June 2026

Name	Rating	Outlook	Date
ICRA Limited (ICRA)	AAA	Stable	30th June 2026

CRISIL: **Rating Rationale**
ICRA: **ICRA An Affiliate of Moody's**

3.3.4 Name(s) of the stock exchange(s) where the non-convertible securities (NCDs) are proposed to be listed and the details of their in-principal approval for listing obtained from these stock exchange(s):

The NCDs are proposed to be listed on the whole sale debt segment of BSE Limited. The in-principle for listing of NCDs was issued by BSE Limited on 30 June 2026.
Additionally, the Company has also taken in-principle approval from National Stock Exchange of India Limited on 1 July 2026.

3.3.9 Expenses of the Issue:

Option I:

Sr. No.	Expenses	Amount (Rs.)	% of total issue expense	% of total issue size
a)	Lead Manager(s) fees*	-	-	-
b)	Underwriting commission*	-	-	-
c)	Brokerage, selling commission and upload fees	1,27,76,864.41	60.24	0.03
d)	Fees payable to Registrar to the issue	1,000.00	0.00	0.00
e)	Fees payable to the Legal Advisors*	-	-	-
f)	Advertising and marketing expenses*	-	-	-
g)	Fees payable to regulators including stock exchanges	10,000.00	0.05	0.00
h)	Expenses incurred on printing and distribution of issue stationary*	-	-	-
i)	Any other fees, commission or payment under whatever nomenclature: (Corporate action fees of NSDL & CDSL, Stamp duty, Corporate Guarantee settlement fund, etc.)	84,20,620.91	39.70	0.02
	Total	**2,12,08,485.31**	**100**	**0.05**

**Not Applicable, since the issue is made on private placement basis under section 42 of the Companies Act, 2013.*

Note-The amount mentioned in the above table is calculated, excluding GST.

Option II:

Sr. No.	Expenses	Amount (Rs.)	% of total issue expense	% of total issue size
a)	Lead Manager(s) fees*	-	-	-
b)	Underwriting commission*	-	-	-
c)	Brokerage, selling commission and upload fees	1,22,30,254.24	62.98	0.09
d)	Fees payable to Registrar to the issue	1,000.00	0.01	0.00
e)	Fees payable to the Legal Advisors*	-	-	-
f)	Advertising and marketing expenses*	-	-	-
g)	Fees payable to regulators including stock exchanges	10,000.00	0.05	0.00
h)	Expenses incurred on printing and distribution of issue stationary*	-	-	-
i)	Any other fees, commission or payment under whatever nomenclature: (Corporate action fees of NSDL & CDSL, Stamp duty, Corporate Guarantee settlement fund, etc.)	71,78,410.62	36.96	0.05
	Total	**1,94,19,664.86**	**100**	**0.15**

**Not Applicable, since the issue is made on private placement basis under section 42 of the Companies Act, 2013.*

Note-The amount mentioned in the above table is calculated, excluding GST.

3.3.12. Following details regarding the directors of the Company:

The Board of the Company comprises of 1 Executive Director, 9 Non-executive Directors out of which 7 Independent Directors.

a. Details of the current directors of the Company:

Sr. No.	Name, Designation and DIN	Age (years)	Address	Director of the Company since	Details of other Directorship
1.	Sanjiv Bajaj Designation: Non-Executive Chairman Occupation: Industrialist	56	Bajaj Vihar, Mumbai - Pune Road, Akurdi, Pune – 411 035	18/01/2005	**Listed Companies** 1. Bajaj Auto Ltd. 2. Bajaj Holdings & Investment Ltd. 3. Bajaj Finserv Limited 4. Maharashtra Scooters Ltd. 5. Bajaj Housing Finance Ltd. **Unlisted Companies**

Sr. No.	Name, Designation and DIN	Age (years)	Address	Director of the Company since	Details of other Directorship
	DIN: 00014615 Nationality: Indian				6. Bajaj General Insurance Co. Ltd. 7. Bajaj Life Insurance Co. Ltd. 8. Bajaj Auto Holdings Ltd. 9. Bachhraj & Co Pvt. Ltd. 10. Bachhraj Factories Pvt. Ltd. 11. Bajaj Sevashram Pvt. Ltd. 12. Kamalnayan Investment & Trading Pvt. Ltd. 13. Rupa Equities Pvt Ltd. 14. Sanraj Nayan Investments Pvt. Ltd. 15. Jamnalal Sons Pvt. Ltd. 16.Bajaj Asset Management Ltd. 17. Rahul Securities Pvt. Ltd. **Section 8 Company:** 18.Mahakalpa Arogya Pratisthan 19. Indian School of Business 20. Bhoopati Shikshan Pratisthan
2.	Rajeev Jain Designation: Vice Chairman and Managing Director Occupation: Service DIN:01550158 Nationality: Indian	55	D-2, Ivy Glen, Marigold Premises, Kalyani Nagar, Pune – 411 014	01/04/2015	**Listed Companies:** 1. Bajaj Housing Finance Ltd. 2. Bajaj Finserv Ltd.
3.	Rajiv Bajaj Designation: Non-executive Director Occupation: Industrialist DIN: 00018262 Nationality: Indian	59	Bajaj Vihar, Mumbai - Pune Road, Akurdi, Pune – 411 035	02/05/1994	**Listed Companies:** 1. Bajaj Auto Ltd. 2.Bajaj Finserv Ltd. 3.Bajaj Holdings & Investment Ltd. **Unlisted Companies:** 4.Bajaj Auto Credit Ltd. 5.Bajaj Auto Technology Ltd. 6.Kamalnayan Investment & Trading Pvt. Ltd. 7.Rahul Securities Pvt Ltd. 8. Bajaj Sevashram Pvt. Ltd. 9. Rupa Equities Pvt. Ltd.

Sr. No.	Name, Designation and DIN	Age (years)	Address	Director of the Company since	Details of other Directorship
					Section 8 Company: 10.Bhoopati Shikshan Pratisthan 11. Mahakalpa Arogya Pratisthan
4.	Dr. Naushad Forbes Designation: Independent Director Occupation: Business DIN: 00630825 Nationality: Indian	66	74 Koregaon Park, Pune 411 001	01/04/2019	**Listed Companies:** 1.Zodiac Clothing Company Ltd. 2.Bajaj Holdings & Investment Ltd. 3.Bajaj Finserv Ltd. 4.Bajaj Auto Ltd. 5. Pidilite Industries Ltd. **Unlisted Companies:** 6.Forbes Marshall Private Ltd. 7.Forbes Marshall Arca Private Ltd. 8.J N Marshall Private Ltd. 9.Forbesvyncke Private Ltd. 10.Forbes Marshall Technology Private Ltd. 11. Ralson Tyres Ltd. **Section 8 Company:** 12.Centre for Technology Innovation and Economic Research 13.CTIER Impact Forum 14.Nayanta Education Foundation 15. Singapore India Partnership Foundation (India)
5.	Anami N Roy Designation: Independent Director Occupation: Social Entrepreneur, Former Civil Servant	76	62 Sagar Tarag, Worli Sea Face, Mumbai – 400 030	01/04/2019	**Listed Companies:** 1.Bajaj Auto Ltd. 2.Bajaj Finserv Ltd. 3.Siemens Ltd. 4.Bajaj Housing Finance Ltd. **Unlisted Companies:** 5.Good Host Spaces (Sonipat) Private Ltd. 6. Elevate Campuses Ltd.

Sr. No.	Name, Designation and DIN	Age (years)	Address	Director of the Company since	Details of other Directorship
	DIN: 01361110 Nationality: Indian				**Section 8 Company:** 7. Vandana Foundation
6.	Pramit Jhaveri Designation: Independent Director Occupation: Business DIN: 00186137 Nationality: Indian	63	21 C Woodlands Pedder Road, Mumbai – 400 026	01/08/2021	**Listed Companies:** 1. Larsen & Toubro Ltd. 2. Bajaj Finserv Ltd. **Unlisted Company:** 3.Taurus Trading Private Ltd. **Section 8 Company:** 4. Pratham Education Foundation 5. World Monuments Fund India Association
7.	Radhika Haribhakti Designation: Independent Director Occupation: Financial Advisor DIN: 02409519 Nationality: Indian	58	51 Maker Tower B, Cuffe Parade Mumbai – 400 005	01/05/2022	**Listed Company:** 1. Torrent Power Ltd. 2. Bajaj Finserv Ltd. 3. NOCIL Ltd. **Unlisted Company:** 4. Data Link Investment Manager Private Ltd. 5. Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Ltd. 6. Torrent Gas Ltd. **Section 8 Company:** 6. IMC Chamber of Commerce and Industry
8.	Dr. Arindam Bhattacharya Designation: Independent Director Occupation: Service DIN: 01570746 Nationality: Indian	64	L1/4, Second Floor, Hauz Khas, New Delhi – 110 016	01/04/2023	**Listed Companies:** 1. Bajaj Holdings & Investment Ltd. 2. Bajaj Housing Finance Ltd. **Unlisted Company:** 3. Arindam Advisory Services Private Ltd. 4. Gaja Alternative Asset Management Ltd.
9.	Tarun Bajaj	63	Bunglow No.38, New Moti Bagh,	01/08/2024	**Listed Companies:** 1. Hindustan Unilever Ltd. 2. Tech Mahindra Ltd. 3. The Tata Power Company

Sr. No.	Name, Designation and DIN	Age (years)	Address	Director of the Company since	Details of other Directorship
	Designation: Independent Director Occupation: Service DIN: 02026219 Nationality: Indian		New Delhi 110021		Ltd. **Unlisted Company:** 4. PhonePe Ltd.
10.	Ajay Kumar Choudhary Designation: Independent Director Occupation: Service DIN: 09498080 Nationality: Indian	62	Flat no. 1304, Floor No.13, Crescent Bay, Tower No.08, Jerbai Wadia Road, Parel, Mumbai-400012	01/02/2025	**Listed Companies:** 1. Aurionpro Solutions Ltd. 2. Bajaj Housing Finance Ltd. **Unlisted Companies:** 3. NPCI BHIM Services Limited 4. NPCI Bharat Billpay Ltd. 5. NPCI International Payments Ltd. 6. NPCI Tech Solutions Limited 7. ACER Credit Rating Private Ltd. 8. Truhome Finance Limited 9. Credavenue Private Ltd. 10. Aassma Solutions Private Ltd. **Section 8 Company:** 11. National Payments Corporation of India

Note:
- Listed company include only equity listed company.
- None of the directors of the company are appearing in the RBI defaulters list/ECGC defaulters list.

3.3.32 The names of the debenture trustees(s), a statement to the effect that the debenture trustee has consented to its appointment along with a copy of the agreement executed by the debenture trustee with the issuer- Catalyst Trusteeship Limited is debenture trustee to the issue. Access the Debenture Trustee Agreement at:

3.3.41 Other matters and reports:

g) Matters relating to:

i. Material Contracts and Documents.

Set out below is the statement containing particulars of, dates of, and parties to all material contracts and agreements of the Company:

g) Consent letter dated 01 July 2026 given by Catalyst Trusteeship Limited for acting as trustees for the debentures offered under this issue.

Authority for the placement

This private placement of Debentures is being made pursuant to the special resolution passed by the shareholders on 24 July 2025 authorising the board to borrow monies by way of issue of non-convertible debentures (NCD) and resolution passed by the Board of Directors at its meeting held on 29 April 2026 authorising issue of NCD in one or more series/tranches, as approved or amended or superseded by the shareholders/Board from time to time. The said resolution has to be read with resolution passed by the Board on 20 March 2025, 20 March 2024, 29 January 2024, 29 April 2025, 10 November 2025 and 3 February 2026* for the purpose of fund raising by issue of NCD.

The present issue of the Debentures is within the general borrowing limits in terms of the resolution passed under Section 180(1)(c) of the Companies Act, 2013, by way of an approval of shareholders through postal ballot on 19 March 2024 giving their consent to the borrowing by the Directors of the Company from time to time not exceeding Rs. 3,75,000 crore subject to any restrictions imposed by the terms of the agreement entered into from time to time for grant of loans to the Company of all monies deemed by them to be requisite or proper for the purpose of carrying on the business of the Company. The borrowings under these Debentures will be within the prescribed limits as aforesaid.

The Company can carry on its existing activities and future activities planned by it in view of the existing Approvals, and no further approvals from any Government authority are required by the Company to carry on its said activities.

**On 18 January 2024, the Company had intimated to Stock exchanges (under regulation 50(1)(c)) about the Board Meeting which was held for the fund raising i.e. Increase in borrowing limit under Section 180(1)(c) of the Companies Act, 2013, and the same has been approved by the shareholders by postal ballot on 19 March 2024. Subsequently through the 20 March 2025, 20 March 2024, 29 January 2024, 29 April 2025 and 29 April 2026 Board resolutions, the Board increased the borrowing limits internally, thus the same has not been separately intimated to stock exchange as it is within the overall limit approved by the shareholder i.e. Rs.3,75,000 crore.*

Further, on 24 April 2026 the Company had intimated to Stock exchanges (under regulation 50(1)(c)) about the Board Meeting which was held for the fund raising i.e. Increase in borrowing limit from Rs. 3,75,000 crore to Rs. 5,50,000 crore under Section 180(1)(c) of the Companies Act, 2013, subject to approval of shareholders at the ensuing AGM. The Board at its meeting held on 29 April 2026 had recommended the said increase to the shareholders for their approval.

TERMS OF OFFER/TERM SHEET

Security Name (Name of the non-convertible securities which includes (Coupon/dividend, Issuer Name and maturity year).	**Option – I - INE296A07UB9** Bajaj Finance Limited 7.70% Secured Redeemable Non-Convertible Debentures (NCD) 2029	**Option – II - INE296A07UC7** Bajaj Finance Limited 7.79% Secured Redeemable Non-Convertible Debentures (NCD) 2036
Issuer	Bajaj Finance Limited	
Type of Instrument	Secured Redeemable Non-Convertible Debentures	
Nature of Instrument (Secured or Unsecured)	Secured	
Seniority (Senior or Subordinated)	Senior	
Mode of Issue	Private Placement	
Details of Anchor (if Any)	None	
Eligible Investors	Refer point 3.2(I) on page 7 of GID	
Listing (Name of stock Exchange(s) where it will be listed and timeline for listing)	Non-Convertible Debentures to be issued under this Document are intended to be listed on the wholesale debt market segment of BSE Limited ("BSE")	
Rating of the Instrument	"CRISIL AAA/ Stable" by CRISIL Ltd	"CRISIL AAA/ Stable" by CRISIL Ltd & ICRA AAA/ Stable" by ICRA Ltd
ISIN	**INE296A07UB9**	**INE296A07UC7**
Issue Size	Rs. 1,000 crore plus Rs. 3,000 crore Green shoe	Rs. 500 crore plus Rs. 2,500 crore Green shoe
Total Issue Size	Rs. 1500 crore plus Rs. 5,500 crore Green shoe	
Past Issuance History	N.A	N.A
Minimum subscription	Rs. 1 Crore and thereafter multiple of 1 debenture unit (i.e., in multiples of 1 lakh or Rs. 10 lakh, as applicable) (i.e., in multiples of 1 lakh).	
Option to retain oversubscription (Amount)	Retain over subscription up to Rs. 5,500 crore	
Objects of the Issue / Purpose for which there is requirement of funds	Objects of this issue including green shoe option, if any, is to augment the long term resources of the Company. The funds raised through this issue will be utilized for general business purpose of the Company including various financing activities, to repay our existing loans, investments for liquidity and statutory requirements, capital expenditure and working capital requirements.	

In case the issuer is a NBFC and the objects of the issue entail loan to any entity who is a 'group company' then	Not Applicable	
Details of the utilization of the Proceeds	Upto 100% funds will be utilized within the categories mentioned in the objects of the issue.	
Consolidation of ISINs	As per summary of term sheet mentioned in Section I of GID	
Coupon / ~~Dividend~~ Rate	7.70%	7.79%
Step Up/Step Down Coupon Rate	Not Applicable	Not Applicable
Coupon/~~Dividend~~ Payment Frequency	First Coupon payment on 20th Sep 27 & Annually thereafter.	Annually & on Maturity
Coupon / ~~Dividend~~ payment dates	20-09-2027 20-09-2028 20-09-2029	06-07-2027 06-07-2028 06-07-2029 06-07-2030 06-07-2031 06-07-2032 06-07-2033 06-07-2034 06-07-2035 04-07-2036
Accrued Interest	N.A	N.A
Cumulative / Non-cumulative, in case of dividend	Not Applicable	Not Applicable
Coupon Type (Fixed, floating, or other structure)	Fixed	Fixed
Tenor	1172 days	3651 days
Redemption Date	20th September 2029	04th July 2036
Redemption Amount	Rs. 1,00,000 per NCD	Rs. 1,00,000 per NCD
Redemption Premium /Discount	Not Applicable	Not Applicable

CASH FLOWS		**Fresh Issuance (Option I)**	**Fresh Issuance (Option II)**
1st Coupon Date	Date*	20-09-27	06-07-27
	No of Days	441	365
	Amount (₹) Per NCD	9,303.29	7,790.00
2nd Coupon Date	Date*	20-09-28	06-07-28
	No of Days	366	366
	Amount (₹) Per NCD	7,700.00	7,790.00
3rd Coupon Date	Date*	20-09-29	06-07-29
	No of Days	365	365
	Amount (₹) Per NCD	7,700.00	7,790.00
4th Coupon Date	Date*	------	06-07-30
	No of Days		365
	Amount (₹) Per NCD		7,790.00
5th Coupon Date	Date*		06-07-31
	No of Days		365
	Amount (₹) Per NCD		7,790.00
6th Coupon Date	Date*		06-07-32
	No of Days		366

	Amount (₹) Per NCD		7,790.00
7th Coupon Date	Date*		06-07-33
	No of Days		365
	Amount (₹) Per NCD		7,790.00
8th Coupon Date	Date*		06-07-34
	No of Days		365
	Amount (₹) Per NCD		7,790.00
9th Coupon Date	Date*		06-07-35
	No of Days		365
	Amount (₹) Per NCD		7,790.00
10th Coupon Date	Date*		04-07-36
	No of Days		364
	Amount (₹) Per NCD		7,747.43
Principal/ Redemption Amount	**Date**	**20-09-29**	**04-07-36**
	No of Days	**1172 Days**	**3651 Days**
	Amount (₹) Per NCD	**1,00,000.00**	**1,00,000.00**
Coupon Rate		**7.70% P.A**	**7.79% P.A**
Tenor (Days)- Issue series 291 - Tranche 01		**1172 Days**	**3651 Days**

Redemption Date		**20 September 2029**	**04 July 2036**
Redemption Premium/Discount		**N.A.**	**N.A.**
Coupon Payment Frequency		**First Coupon payment on 20 Sep 27 & Annually thereafter.**	**Annually & on Maturity**
Coupon Type		**Fixed**	**Fixed**
Accrued Interest (in case of further issue)		**N.A**	**N.A**
Issue Price		**1) Rs 1,00,302.3814/- per NCD 2) Rs 1,00,137.2867/- per NCD 3) Rs 1,00,082.3402/- per NCD 4) Rs 1,00,054.8829/- per NCD 5) Rs 1,00,027.4362/- per NCD 6) Rs 1,00,000.00/- per NCD**	**1) Rs 1,00,067.7487/- per NCD 2) Rs 1,00,000.00/- per NCD**
Premium/ Discount at which security is issued and the effective yield as a result of such premium/ discount (Incase of Further issuance)		**N.A**	**N.A**
Premium/ Discount at which security is redeemed and the effective yield as a result of such premium/ discount		**N.A**	**N.A**

**Payment dates subject to change as per the holidays declared in that particular year. Payment convention to be followed as per SEBI Master Circular (SEBI/HO/DDHS/DDHS-PoD/P/CIR/2025/0000000137) dated 15 October 2025, as amended from time to time.*

Coupon Reset Process (including rates, spread, effective date, interest rate cap and floor etc.)	Not Applicable
Day Count Basis (Actual/Actual)	Actual/Actual Interest shall be computed on an "actual/actual basis". Where the interest period (start date to end date) includes February 29, interest shall be computed on 366 days-a-year-basis.
Interest on Application Money	Not Applicable
Default Interest Rate	2% p.a. over the coupon rate will be payable by the Company for the defaulting period.
Put Date	Not Applicable
Put Price	Not Applicable
Call Date	Not Applicable
Call Price	Not Applicable
Put Notification Time (Timelines by which the investor need to intimate Issuer before exercising the put)	Not Applicable
Call Notification Time (Timelines by which the Issuer need to intimate investor before exercising the call)	Not Applicable
Face Value	Rs. 1,00,000/- per NCD
Minimum Application and in multiples of thereafter	Such number of NCDs qualifying for minimum subscription of Rs. 1 Crore and thereafter multiple of 1 debenture unit (i.e. in multiples of Rs. 1 lakh or Rs. 10 lakh, as applicable)
Issue Timing	**Option I** - 10:00 AM to 11:00 AM **Option II -** 11:30 AM to 12:30 PM
Issue Opening Date	03rd July 2026
Issue Closing date	03rd July 2026
Date of earliest closing of the issue, if any.	03rd July 2026
Pay-in Date	06th July 2026
Deemed Date of Allotment	06th July 2026
Issuance mode of the Instrument	Dematerialized mode only
Trading mode of the Instrument	Dematerialized mode only
Settlement mode of the Instrument	As per summary of term sheet mentioned in Section I of GID
Mode of payment	RTGS / NEFT/ FUND TRANSFER
Depository	NSDL / CDSL
Disclosure of Interest/~~Dividend~~ / redemption dates	Refer "Coupon Payment Dates"
Business Day	As per summary of term sheet mentioned in Section I of GID

Record Date	The date which will be used for determining the Debenture Holder(s) who shall be entitled to receive the amounts due on any due date, which shall be the date falling 15 (Fifteen) calendar days prior to any due date.
Manner of bidding in the issue	Open Bidding
Manner of allotment	Multiple Yield
Type of Bidding	Coupon based
Manner of settlement	Through National Securities Clearing Corporation Ltd
Designated Account details	HDFC Bank Beneficiary Name: NSE Clearing Limited Virtual Account Number: As available on EBP IFSC Code: HDFC0000060
Settlement cycle	T+1 day
Business Day Convention	As per SEBI Master Circular dated 15 October 2025: i. If any interest payment falls due on a holiday, such interest (as calculated up to the day preceding the original date of payment) will be paid on the next working day. Date of subsequent interest payment(s) shall remain unchanged. ii. If payment of redemption proceeds (i.e. principal amount along with last interest payment) falls due on a holiday, such redemption proceeds will be paid on the preceding working day. The amount of interest in such case will be calculated upto the date preceding the actual date of payment of redemption proceeds.
All covenants of the issue (including side letters, accelerated payment clause, etc.)	As per Annexure F of GID
Security (Including description, type of security, type of charge, likely date of creation of security, minimum security cover, revaluation, replacement of security, interest to the debenture holder over and above the coupon rate as specified in the Trust Deed and disclosed in the Offer Document/Placement Memorandum).	The Debentures repayment, interest thereon, Trustees' remuneration and all other monies relating thereto will be secured by a first pari-passu charge on book debts/loan receivables, provided that such security cover shall not be less than 1.00 time the aggregate outstanding value of debentures to be issued under this document. The Company shall ensure that the Required Security Cover which is calculated in accordance with the applicable regulations and circulars of the SEBI as amended from time to time, including the SEBI circular dated 19 May 2022, on 'Revised format of security cover certificate, monitoring and revisions in timelines is also maintained. The Company shall furnish:

	a) a certificate from an authorised signatory of the Company as on the last day of every month. b) the certificate of a chartered accountant as on the last day of every financial quarter, or if so required under the applicable regulations, including the SEBI circular dated 19 May 2022, on 'Revised format of security cover certificate, monitoring and revisions in timelines (the "SEBI security Cover Certificate") by the statutory auditor, on the last date of each financial quarter, each certifying that the Required Security Cover is maintained, along with the list of loan receivables, forming part of the Secured Property, to the Debenture Trustee over which a first ranking pari-passu charge has been created in favour of the Trustee (for the benefit of the Debenture Holders) as on the date such certificates are submitted.
Transaction Documents	As per summary of term sheet mentioned in Section I of GID
Description regarding Security (where applicable) including type of security (movable / immovable / tangible etc.), type of charge (pledge / hypothecation / mortgage etc.), date of creation of security / likely date of creation of security, minimum security cover, revaluation, replacement of security, interest to the debenture holder over and above the coupon rate as specified in the Trust Deed and disclosed in the Offer Document/ General Information Document	The Issue shall be secured by a charge created by the Issuer in favor of the Debenture Trustee (for the benefit of the Debenture Holders) on a first ranking pari passu basis by way of hypothecation comprising of the assets of the Issuer (Save and except Permitted Security Interest) as follows: On and from the date of execution of the Deed of Hypothecation, the Issuer shall create a charge over the Hypothecated Property in terms thereof. The Security Cover to be maintained by the Issuer shall not be less than 1.00 (One) time the aggregate principal amount outstanding of the Debentures and the accrued Coupon and/or interest thereon ("Security Cover"). It is clarified that the Security Cover shall be sufficient to cover the principal and coupon/interest amounts outstanding under the Debentures at all times. The Issuer undertakes: i. To maintain the value of Security Cover at all times till the obligations under the Issue are discharged. ii. To create the charge over the Hypothecated Property by executing a duly stamped Deed of Hypothecation) prior to the listing. iii. To perfect the charge over the Hypothecated Property by filing the relevant form immediately and

	no later than 30 (Thirty) calendar days from the date of execution of the Deed of Hypothecation.
Due diligence certificate issued by the Debenture Trustee	As per Annexure H of GID
Terms and conditions of debenture trustee agreement including fees charged by Debenture Trustees(s). details of security to be created	As per Annexure G of GID Debenture Trustee Agreement has been executed as per required regulation on 1 July 2026 i.e. before opening of the issue. The remuneration of the Debenture Trustee shall be as per the letter dated 1 July 2026, as may be amended/modified from time to time.
Conditions Precedent to Disbursement	As per summary of term sheet mentioned in Section I of GID
Conditions Subsequent to Disbursement	As per summary of term sheet mentioned in Section I of GID
Event of Default (including manner of voting /conditions of joining Inter Creditor Agreement)	As per Annexure E of GID
Creation of recovery expense fund	As per summary of term sheet mentioned in Section I of GID
Conditions for breach of covenants (as specified in Debenture Trust Deed)	As listed in Annexure E of GID
Provisions related to Cross Default Clause	Not Applicable
Role and Responsibilities of Debenture Trustee	As per summary of term sheet mentioned in Section I of GID
Risk factors pertaining to the issue	As per point 3.3.36 (Page 66) of Section I of GID
Governing Law and Jurisdiction	The Debentures will be governed by and shall be construed in accordance with the existing Indian laws. Any dispute between the Company and the Debenture holder will be subject to the jurisdiction at Mumbai.
Covenants	As per summary of term sheet mentioned in Section I of GID

Note:

While the debt securities are secured to the extent of hundred per cent. of the amount of principal and interest or as per the terms of issue document, in favour of debenture trustee, it is the duty of the debenture trustee to monitor that the security is maintained.

SECTION II - DISCLOSURE AS PER FORM PAS-4 [PURSUANT TO RULE 14(3) COMPANIES (PROSPECTUS AND ALLOTMENT OF SECURITIES) RULES, 2014]

No update to the section since GID dated 29 June 2026.

SECTION III - OTHER DISCLOSURE PROVIDED UNDER THE APPLICABLE CIRCULARS/ MASTER DIRECTIONS/REGULATIONS/ ISSUED BY RBI AND SEBI

No update to the section since GID dated 29 June 2026.

SECTION IV – GENERAL TERMS AND CONDITIONS

No update to the section since GID dated 29 June 2026.

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DECLARATION BY THE DIRECTORS THAT –

a. The Company has complied with the provisions of the Companies Act, 2013 and Rules made thereunder.
b. The compliance with the Companies Act, 2013 and Rules made thereunder does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government.
c. The monies received under the Offer shall be used only for the purposes and objects indicated in the General Information Document.

We are authorised by the Board of Directors of the Company by resolution dated 29 April 2026 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

Place: Pune

For **Bajaj Finance Limited**

AKHIL A PILLAI Digitally signed by AKHIL A PILLAI Date: 2026.07.03 17:16:44 +05'30'

R VIJAY Digitally signed by R VIJAY Date: 2026.07.03 16:37:02 +05'30'

Date: 03 July 2026

Akhil Pillai
National Head – Treasury

R Vijay
Company Secretary

BAJAJ FINANCE

1 July 2026

To,
The Manager,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001.

Dear Sir/Madam,

Sub: Undertaking to the BSE

It is hereby informed that contents of the Offer document (KID) have been perused by the Board of Directors for issuance of NCDs.

The above is in line with the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended.

For **Bajaj Finance Limited**

R VIJAY Digitally signed by R VIJAY Date: 2026.07.01 15:24:26 +05'30'

SANDEEP VIJAYKUMAR JAIN Digitally signed by SANDEEP VIJAYKUMAR JAIN Date: 2026.07.01 15:25:23 +05'30'

R Vijay	**Sandeep Jain**
Company Secretary	**Chief Financial Officer**

BAJAJ FINANCE LIMITED
https://www.aboutbajajfinserv.com/finance-about-us
Corporate Office: 4th Floor, Bajaj Finserv Corporate Office, Off Pune - Ahmednagar Road, Viman Nagar, Pune - 411 014, Maharashtra, India
Corporate Office Extn.: 3rd Floor, Panchshil Tech Park, Viman Nagar, Pune – 411 014, Maharashtra, India
Tel: +91 20 7157 6403 | Fax: +91 20 7157 6364
Registered Office: C/o Bajaj Auto Limited complex, Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India
Corporate ID No.: L65910MH1987PLC042961 | **Email ID:** investor.service@bajajfinserv.in

CL/26-27/00084 *(Annexure IIA)*

DUE DILIGENCE CERTIFICATE TO BE GIVEN BY THE DEBENTURE TRUSTEE AT THE TIME OF FILING THE DRAFT OFFER DOCUMENT/ INFORMATION MEMORANDUM

[In reference to Chapter II, Clause 2.2.4 of SEBI Master Circular for Debenture Trustees dated August 13, 2025]

To,
The Manager,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001.

Dear Sir / Madam,

SUB: ISSUE OF SECURED, RATED, LISTED, REDEEMABLE NON- CONVERTIBLE DEBENTURES OF FACE VALUE INR 1,00,000/- (RUPEES ONE LAKH ONLY) EACH AGGREGATING TO RS. 7000 CRORE (RUPEES SEVEN THOUSAND CRORES) (INCLUDING GREEN SHOE OPTION) BY BAJAJ FINANCE LIMITED ON PRIVATE PLACEMENT BASIS UNDER SERIES 291 TRANCHE 1.

We, the debenture trustee(s) to the above-mentioned forthcoming issue state as follows:

1) We have examined documents pertaining to the said issue and other such relevant documents, reports and certifications.

2) On the basis of such examination and of the discussions with the Issuer, its directors and other officers, other agencies and on independent verification of the various relevant documents, reports and certifications:

We confirm that:

a) The Issuer has made adequate provisions for and/or has taken steps to provide for adequate security for the debt securities to be issued and listed.

b) The Issuer has obtained the permissions / consents necessary for creating security on the said property(ies).

c) The Issuer has made all the relevant disclosures about the security and its continued obligations towards the holders of debt securities.

d) Issuer has adequately disclosed all consents/ permissions required for creation of further charge on assets in offer document / information memorandum and all disclosures made in the offer document / information memorandum with respect to creation of security are in confirmation with the clauses of debenture trustee agreement.

a) Issuer has given an undertaking that charge shall be created in favour of debenture trustee as per terms of issue before filing of listing application.

b) Issuer has disclosed all covenants proposed to be included in debenture trust deed (including any side letter, accelerated payment clause etc.), offer document / placement memorandum.

We have satisfied ourselves about the ability of the Issuer to service the debt securities.

Place: Mumbai
Date: July 04, 2026 **For Catalyst Trusteeship Limited**

CATALYST TRUSTEESHIP LIMITED

Mr. Pratyush Singh
Manager